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THE CONSTITUTION OF THE

WOODHILL COLLEGE

PARENT ADVISORY COMMITTEE

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PARENT ADVISORY COMMITTEE CONSTITUTION

1. PURPOSE OF THIS CONSTITUTION

The purpose of this document is to describe the constitution, operations, responsibilities and mandate of a parent advisory committee at schools managed by Curro Holdings Ltd, herein referred to as Curro and/or the Company.

2. ESTABLISHMENT

- 2.1 Woodhill College Parent Advisory Committee has been established by the adoption of this Constitution at the same meeting where the first election of a parent advisory committee took place as contemplated in paragraph 13 below and the signing thereof by the Chairperson in accordance with paragraph 31 of this Constitution.
- 2.2 The Parent Advisory Committee operates as a non-profit organisation with no personal financial benefits paid to any members thereof.

3. NAME

The name of the committee for Woodhill College is the Woodhill College Parent Advisory Committee, hereinafter referred to as the **PAC**.

4. LEGAL CAPACITY

- 4.1 The Parent Advisory Committee shall have full legal capacity through its duly elected and authorised representatives.
- 4.2 Without derogating from the generality thereof, the legal capacity shall include the capacity to make resolutions, enter into negotiations, conclude agreements, generate funds in accordance with the provisions of this constitution, open and maintain a bank account, institute and defend legal action and generally do anything and everything required to implement and fulfil the activities contemplated in terms of this Constitution, in as much as none of the above will contravene or contradict any Curro policies, Woodhill policies, school policies or in any way interfere with the operations of the school.
- 4.3 The PAC shall not be allowed to enter into any agreement or contract which imposes any duty of whatsoever nature upon the school without having obtained written authorisation from the Executive Head.

5. MISSION

- 5.1 The mission of the PAC is to mobilise parents in a structured manner to engage and become part of the Woodhill College community in a manner that will benefit the learners and Woodhill College.
- 5.2 Parents will through their involvement and specific skills support the school management in an advisory capacity on those matters that will add value to all parties especially the learners.
- 5.3 Parent involvement will not interfere with the professional educational management of the school or the teaching and implementing of the curriculum.

6. OBJECTIVE

The objectives of the Parent Advisory Committee are to:

- 6.1 Advise the Executive Head and school management team of Woodhill College about matters affecting and impacting the different portfolios associated with the PAC.
- 6.2 Organise activities and events at Woodhill College and raise funds for Woodhill College that will benefit the learners in accordance with this Constitution.
- 6.3 Advise the Executive Head and school management team on parents' views on matters relating to Woodhill College and its activities.
- 6.4 Communicate with parents and promote cooperation between home and Woodhill College.
- 6.5 Assist parents in communication with Woodhill College and, where necessary, provide support for individual learners and their parents in communications with the school.
- 6.6 Contribute to the effectiveness of the school by promoting the involvement of parents and other community members.

7. POWERS AND DUTIES

The PAC shall have the power and/or duty to:

- 7.1 Recommend to the school the undertaking of events, activities and steps which are, in the opinion of the PAC, reasonably necessary for the welfare of the school and in the best interest of its learners and educators.
- 7.2 Provided that it is done in conjunction with the school, raise and manage funds independently from school fees, other monies payable by parents to the school and funds raised during school events.
- 7.3 Meet with the parents or school management and any other party deemed appropriate or necessary for any purpose deemed necessary following the proper arrangement of such meetings and after informing the Executive Head of the intention to hold such meeting.

7.4 Do its work without any member of the PAC being remunerated in any manner for the performance of his/her duties.

8. CONDUCT AND ETHICS

8.1 In fulfilling their duties, all members of the PAC must agree to act in an ethical and honourable manner at all times.

8.2 As part of this commitment, each elected member must sign a copy of the PAC Agreement to Curro Code of Ethics, which is attached to this constitution, and which contains an extract from the Curro Code of Ethics as signed by employees.

8.3 Furthermore, all elected and co-opted members to the PAC and its subcommittees must:

8.3.1 Adopt and uphold the constitution, policies and procedures of the school.

8.3.2 Perform his/her duties with honesty and integrity.

8.3.3 Work to ensure that the well-being of learners is the primary focus of all decisions.

8.3.4 Respect the rights of all individuals.

8.3.5 Take direction from parents, ensuring representation processes are in place.

8.3.6 Encourage and support parents and learners with individual concerns to act on their behalf and provide information on the process for taking forward concerns.

8.3.7 Work to ensure that issues are resolved through due process.

8.3.8 Strive to be informed and only pass on information that is reliable.

8.3.9 Respect all confidential information.

8.3.10 Treat information received in confidence from a representative from the school, a learner, parent or other member of the school community as such and not divulge such information without permission from the person giving the information.

8.3.11 Declare any interest, either directly or indirectly, in a proposed contract or transaction with the PAC and disclose fully and promptly the nature and extent of his/her interest.

8.3.12 Encourage parents, learners and other parties to render voluntary services to the school.

9. LIABILITY FOR DEBTS INCURRED BY THE PAC

No member of the PAC shall in his/her individual capacity be liable for any debt or other liability of the PAC, though any member who has directed, authorised, assented to, acquiesced in, or participated in an illegal act is personally liable for that offence.

10. COMPOSITION

Woodhill College will have one PAC. The Pre-, Primary- and High schools will work together and hold joint meetings. Each of the committees should have at least one representative from the Pre School, one representative from the Primary school and one representative from the High school. If the elected Chairperson is from the Primary school, the Vice-chairperson must be from the High school and the Secretary must be from the Pre-school and vice versa.

10.1 Elected Members

The elected members of the PAC will be parents of learners enrolled at Woodhill College and shall be elected by the parents of the school in accordance with the provisions of this Constitution. 18 members will be elected: 6 from the High School, 6 from the Primary School and 6 from the Pre-school. Where possible at least one representative per grade should be elected. Parents who are employed by the school may not be elected as a member of the PAC. The spouse of a person employed by the school is, however, eligible to be elected to the PAC.

The Executive Head and the Heads of the High school and Primary school will always be an *ex officio* member of the PAC.

10.2 Chairperson, vice-chairperson, treasurer and secretary

At the first meeting of the duly elected PAC, the members of the PAC shall elect a chairperson, a vice-chairperson, treasurer and secretary in accordance with the provisions of this Constitution.

10.3 Portfolios

The PAC shall establish portfolios as required. Possible portfolios are:

- 10.3.1 Extra-mural activities
- 10.3.2 Marketing and Public Relations
- 10.3.3 Social events and functions
- 10.3.4 Infrastructure
- 10.3.5 Health and safety
- 10.3.6 Community and Outreach
- 10.3.7 Grade/Class Representatives

A subcommittee may cover more than one portfolio and portfolios may be added if deemed necessary by the PAC, after discussion with the Executive Head and the school management team.

10.4 Co-opted members

10.4.1 The PAC may, as and when required, co-opt a member/member of the parent community to assist it in the discharge of its functions and, in particular, to ensure that the PAC is demographically representative.

10.4.2 Co-opted members shall not have voting rights on the PAC.

11. DUTIES OF OFFICE BEARERS

11.1 The Chairperson shall:

11.1.1 Be the official spokesperson for the PAC.

11.1.2 Convene and preside at meetings.

11.1.3 Ensure that agendas are prepared and presented.

11.1.4 Ensure that the PAC's activities comply with the provisions of this Constitution and achieve the objectives and purposes of the PAC.

11.1.5 Know the Constitution and the rules of the school.

11.1.6 Submit an annual report to the parents.

11.1.7 Be one of the signing officers.

11.2 The Vice-chairperson shall:

11.2.1 Deputise in the absence or upon request of the Chairperson.

11.2.2 Assist the Chairperson in the performance of his/her duties.

11.2.3 Also, be one of the signing officers.

11.3 The Secretary shall:

11.3.1 Keep the minutes of all meetings.

11.3.2 Ensure that members are notified of all the meetings.

11.3.3 Safely keep all records of the PAC.

11.4 The Treasurer shall:

11.4.1 Be one of the signing officers of the PAC.

11.4.2 Have financial books ready for inspection and auditing.

11.4.3 Present an annual financial statement at the annual meeting of parents.

11.4.4 Give updates of the income and expenditure at all meetings.

12. DISQUALIFICATION FOR ELECTION

A parent shall automatically be disqualified from being a member or being elected as a member of the PAC where:

- 12.1 The parent is employed by the school.
- 12.2 The parent is in arrears with payment of school fees for a period exceeding thirty days after the date of notice calling for such payment and has not been exempted therefrom.
- 12.3 The parent has been convicted of an offence involving dishonesty.
- 12.4 The parent has been declared insolvent or put under judicial management by a court of law.
- 12.5 The parent has been declared unsound of mind or unable to manage his/her own affairs by a court of law.

13. ELECTION OF MEMBERS OF THE FIRST AND FURTHER PARENT ADVISORY COMMITTEES

The members of the first PAC shall be elected in accordance with the following procedure:

- 13.1 Only parents not included in the exemptions stipulated above are eligible for election.
- 13.2 The election date for the first election of a PAC will be published by the Executive Head of the school and from the second election the election date will be published by the existing PAC before the expiry of its term of office.
- 13.3 The publication of the date and time of an election to be held shall occur at least twice during two consecutive weeks at least fourteen days prior to the election meeting.
- 13.4 Publication shall take place in writing addressed to the address of each parent and sent by hand, post or electronically to the official address of each parent as registered in the school records.
- 13.5 Nominations of candidates can be submitted to the Executive Head, in the case of the first election, or to the Secretary of the existing PAC from the second election by any parent in writing in the prescribed format, at least seven days prior to the election date.
- 13.6 All nominations must be seconded in writing by a second parent who shall not be a spouse or partner of the nominating parent.
- 13.7 All nominations must be accompanied by a written confirmation signed by the nominee, confirming his/her willingness to stand for election.
- 13.8 Failure to comply with the above will result in the nomination being invalid and not entertained.
- 13.9 Nominations will be published at the school, forty-eight hours prior to the election.
- 13.10 The parents present at the election meeting at the time when the vote is to be taken will constitute the quorum.
- 13.11 Only parents present at the meeting at the time when the vote is to be taken will be eligible to vote and no proxies will be accepted.

13.12 Ballot papers reflecting the names of all nominees as members of the PAC will be distributed to the parents in attendance and they will then elect the PAC by each voting for a minimum of one and a maximum equal to the total number of PAC members to be elected.

13.13 Ballot papers will be counted at the meeting immediately after the voting has taken place and the result will be made available at the meeting.

13.14 Ballot papers shall be kept by the PAC for a period of two years from the election date and shall, at the request of any parent, be made available for verification and scrutiny.

14. ELECTION OF OFFICE BEARERS

14.1 Immediately after the election of the members the elected members shall by majority vote elect a Chairperson for the PAC.

14.2 The Chairperson shall convene the first meeting of the newly elected PAC within fourteen days after the election.

14.3 At the first meeting of the newly elected PAC the members shall appoint a Vice-chairperson, a Treasurer and a Secretary.

14.4 The Chairperson, Vice-chairperson, Treasurer and Secretary shall, subject to the provisions of this Constitution, remain in their offices for a period of one year from the date of their election as members of the PAC, but are, after the expiry of the said term, eligible for re-election for the remaining time of their term.

14.5 If the position of Chairperson, Vice-chairperson, Treasurer or Secretary becomes vacant, the PAC shall, at the first meeting after the vacancy has occurred, elect one of its members to fill the vacancy for the unexpired period of office.

15. TERM OF OFFICE

The term of office of a member of the PAC shall be one year. Notwithstanding this, the members of the PAC shall continue to hold office until a new PAC is elected, subject thereto that the period may not exceed three calendar months after the expiry of the one-year term.

16. VACANCY

A vacancy of a membership of the PAC shall occur when a member:

16.1 Submits a written resignation.

16.2 Passes away.

16.3 Is absent from three consecutive meetings without an apology acceptable to the PAC.

16.4 Becomes disqualified to act as a member on the basis of any of the criteria listed.

A vacancy shall be filled by means of an election for the specific portfolio in which the vacancy occurs. The selection process as set out in this Constitution shall apply during the election process for vacancies and the elected member will then fill such position for the remainder of the term of office of the substituted member.

17. NON-PERFORMANCE

An elected officer of the PAC or its committees who fails to perform the duties of the office, whether through inability, negligence or other reasons, may be given an official notice of non-performance by a two third vote of the members present at a duly convened meeting.

18. DISMISSAL FROM OFFICE

An elected officer of the PAC or its committees who receives two official notices of non-performance shall be dismissed from office. The office shall become vacant.

19. REMOVAL FROM OFFICE

19.1 The members may, by a majority of not less than 75% of the votes cast, remove a member before the expiration of his or her term of office, and may elect or appoint an eligible member to complete the term.

19.2 Written notice specifying the intention to make a motion to remove the member must be given to all members not less than 14 days before the meeting.

20. LEAVE OF ABSENCE OF MEMBERS OF THE PARENT ADVISORY COMMITTEE

The PAC may grant leave of absence of a member or members for a period determined by the PAC where appropriate.

21. RESIGNATION

An elected officer of the PAC may submit a resignation in writing to the PAC at any time.

22. QUORUM

Attendance by the majority of the members of the PAC shall constitute a quorum for a meeting of the PAC.

23. MEETINGS

- 23.1 The PAC shall hold not less than one ordinary meeting per school term.
- 23.2 An extraordinary meeting shall be convened by the Chairperson when he/she deems it necessary or when at least three members submit a motivated written request for an extraordinary meeting.
- 23.3 Ordinary and extraordinary meetings shall take place after written notice has been issued to each member at least seven days prior to the meeting. The notice of the meeting must include the agenda of the matters to be discussed at the meeting, provided that, in the case of matters of urgency, the Chairperson may give such shorter notice as deemed appropriate.
- 23.4 The PAC shall deal with matters of which prior notice has been given as well as any other matter which the Chairperson or any other member, with the approval of the meeting, has raised.
- 23.5 Any person may, upon invitation of the PAC, attend a meeting and participate in the discussions, but without the right to vote.
- 23.6 The PAC may, after consultation with the Executive Head and when deemed appropriate, invite a member/member of the staff of the school to attend a meeting for the purpose decided upon by the PAC.
- 23.7 Each member of the PAC has one vote.
- 23.8 In the event of a deadlock of votes, the Chairperson may exercise a casting vote.
- 23.9 A member of the PAC may, with or without a concise statement of reason, have it noted that he/she voted against a specific decision.
- 23.10 The Secretary of the PAC shall minute the essence of all discussions and each decision taken at the meeting and provide each member with a copy thereof within seven days after the meeting.
- 23.11 The PAC shall make available such minutes for inspection by other parents, if required.
- 23.12 The minutes of a meeting shall be approved by the PAC at the next meeting and the approved minutes shall be signed by the Chairperson.
- 23.13 The Chairperson shall decide on all matters of standing order and procedure.

24. PORTFOLIOS

- 24.1 The PAC shall establish subcommittees with specific portfolios, each portfolio committee consisting of the responsible member for a particular portfolio and three other parents.

24.2 The PAC may also, in its own discretion, appoint project committees as it may deem appropriate from time to time.

24.3 At least two members of the PAC shall be *ex officio* members of any project committee.

25. PARENT ADVISORY COMMITTEE FUND

The PAC may establish a fund and administer it in accordance with the following:

25.1 All monies received will be paid into a bank account opened in a name designated by the PAC.

25.2 Members of the PAC shall be appointed as signatories for that purpose by the PAC.

25.3 The PAC fund, or proceeds thereof, shall be used only for matters directly related to and for the benefit of the learners and school, any educational purpose agreed between the PAC and the school and the performance of the functions of the PAC.

25.4 No funds shall in any circumstances be paid to any member of the PAC or any of its portfolio committees or project committees or to any educator or staff member of the school.

26. FINANCES

26.1 A budget and tentative plan of expenditures must be drawn up by the Treasurer and presented for approval at a general meeting prior to the end of the school year.

26.2 All funds of the PAC will be on deposit in a bank or financial establishment registered under the Bank Act.

26.3 The PAC shall name at least three signing officers, one of whom will be the Treasurer, for banking and legal documents. Two signatures will be required for these documents.

26.4 The budget will first be presented to and voted on by the executive committee, then approved by the Executive Head and then approved by a majority at a general meeting.

26.5 A need for audits will be agreed upon by the members at any general meeting or by the request of Curro, where upon agreed, an independent auditor will be appointed as needed.

26.6 The Chairperson, Vice-chairperson, Secretary and Treasurer has the responsibility of appointing the Auditors and any cost incurred are for the cost of the PAC.

26.7 Provided adequate notice is given, any records may be viewed by appointment.

26.8 The financial year of the PAC will be 1 January to 31 December.

27. FINANCIAL RECORDS AND STATEMENTS

The PAC shall:

- 27.1 Keep records of funds received and spent for all financial transactions.
- 27.2 As soon as practicable, but not later than three months after the end of each financial year, draw up annual financial statements in accordance with good corporate governance and relevant legislation.
- 27.3 The PAC shall, within its own discretion and as a gesture of transparency, provide to any relevant party, at request, a copy of its financial statements.
- 27.4 On request by Woodhill College/Curro management, provide access to all records at all times to Woodhill College/Curro management.

28. GENERAL MEETING OF PARENTS

- 28.1 A general meeting, other than the first meeting referred to above, of the parents of the school must be convened by the PAC at least once per year.
- 28.2 Notice of such meeting shall:
 - 28.2.1 Be delivered at least fourteen days prior to the meeting to every parent of the school at the parent's last known street, email or other address or by handing a copy thereof to a learner residing with his or her parent.
 - 28.2.2 Specify the date, place and time as well as the agenda of the meeting. A quorum shall consist of those parents present at the meeting.
- 28.3 A quorum shall consist of those parents present at the meeting.
- 28.4 Each parent has one vote and voting upon any matter shall occur by a show of hands and decisions will be made by simple majority.
- 28.5 Any person other than a parent may, at the invitation of the PAC, attend a meeting and participate in its deliberations, but shall not have a vote.

29. PROCEDURES AT GENERAL MEETINGS

- 29.1 The Chairperson of the PAC, or in his/her absence the Vice-chairperson, acts as Chairperson of the general meeting of parents.
- 29.2 In the event of both the Chairperson and the Vice-chairperson of the PAC being absent, a member of the advisory committee will be nominated by the other members to act as Chairperson.

29.3 Subject to the provisions of this Constitution, the Chairperson of the meeting shall decide on the order and procedure at the meeting and should a parent raise an objection to such decision, the decision shall, without further discussion, be voted upon and the decision of the meeting shall be final.

30. AMENDMENT OF CONSTITUTION

30.1 The initial Constitution of the PAC in its entirety is prescribed by Curro.

30.2 Amendments to the constitution can be made by:

30.2.1 Tabling the proposed amendment at a general parent meeting.

30.2.2 Decisions to amend the Constitution require a two third majority vote at a duly constituted general meeting of parents and after the parents have been informed of the proposed amendment in writing at least fourteen days before such a meeting.

30.2.3 Should such an agreement be reached, the proposed amendment must be submitted to the operational committee (OPCO) of Curro for written approval. The decision of the OPCO will be reached within fourteen days of the proposed amendment being submitted by the PAC and will be final and binding.

30.2.4 No amendment is effective unless Curro has approved such in writing.

31. INAUGURATION OF THIS CONSTITUTION

This Constitution will come into operation on the date it is signed by the Chairperson after having complied with all the provisions as stated above.

32. DISSOLUTION

32.1 A written notice of dissolution must be distributed to the members at least 30 days prior to a general meeting at which a vote will be taken.

32.2 In the event of winding up or dissolution of the PAC, and after discharge of all debts and obligations, the assets and remaining funds of the PAC shall be transferred to Woodhill College.

32.3 In the event of winding up or dissolution, all records of the PAC shall be given to the Executive Head of Woodhill College.

SIGNED

Signature Chairperson

Date

Signature Vice-Chairperson

Date

Signature Secretary

Date

Signature Treasurer

Date

Signature Executive Head

Date

ADDENDUM A

PAC AGREEMENT TO CURRO CODE OF ETHICS

To apply Woodhill College/Curro organisational values, we all aspire, individually and collectively to:

- Have a positive attitude in how we carry ourselves, how we do our work and how we treat others.
- Be loyal towards Woodhill College/Curro, Woodhill College/Curro employees and Woodhill College/Curro customers, who are the learners and the parents at Woodhill College.
- Be enthusiastic about the work we do and how we do it.
- Have respect for Woodhill College/Curro, Woodhill College/Curro employees, Woodhill College learners and the parents/guardians of those learners and in our dealings with all people.
- Acknowledge the dignity of life of oneself and others.
- Practice positive racial relations and religious tolerance and respect.
- Be a good corporate citizen, the guidelines and principles on Woodhill College/Curro's guidelines in this regard are more fully set out in the Curro Good Citizenship Policy.
- Never offer, accept or pay any bribes or condone such in our day-to-day activities nor use our positions in Curro for private gain and personal advantage.
- Be trustworthy.
- Appear and present oneself in a manner that will reflect our professionalism and respect for others.
- Commit to maintaining the highest degree of integrity in all our dealings with potential, current and past customers.

I, _____, as elected member of the PAC, hereby acknowledge receipt of this extract from the Woodhill College/Curro Code of Ethics and confirm that I have read and accept the content hereof.

Signature

Member

Date