

Good Shepherd Lutheran School Para Vista Inc

Minutes of Half Yearly Meeting

24 November 2019

Attendance:

Trevor & Helen Bridge, Dorothy Buscumb, Perry Campbell, Sarah & Jason Clark, Gary Cooper, Rochelle Denton, Matt & Dodi Dutschke, Wynand & Marilen de Wit, Jeff & Carol Eckermann, Gavin & Yolande Elliot, Lindsay Freund, Faye Godfrey, Jason Herrmann, Eric & Rae Hofmanis, Bronwyn Holliday, Jane Jericho, Lorraine Johns, Mardi Kalika, Keith Kemp, Sue Koop, Jim Kraft, Jurgen Lehman, Bev Malony, Jim Materne, Christine & Reid Matthias, Jim & Ros Molloy, Peter Nitschke, Robyn Oatey, Steve Paech, Tim & Tina Pfeiffer, Michael Pfeiffer, Kathy Pluck, Jenny & Paul Ridley, Garry Schwartz, Ashley Schmidt, Georgie Schuster, Jo & Phillip Southwell, Joy Stahl, Rolly & Leanne Stahl, Keren Sutton, Silv & Sharon Tarca, Merv & Ros Thiele, Marilyn Taylor, Graeme Tschärke, Owen & Lena Uebergang, Stuart & Patricia Varney, Jo Van Brussel, Cees & Debbie Wesselingh, Jonathan Woithe, Laura Woithe, Liz & Stephen Zanker, Vern Zanker, Andrew Zeppel.

Apologies:

.Dean & Ardys Bartley, Kevin & Sue Auricht, Helen Cooper, Anthea Courtney, Gary & Janine Eggart, Julie Freund, Rod & Carol Gallasch, Pauline Gilroy, Jeff & Lyn Gladigau, Mike & Lyn Hancock, Chris & Helene Jaensch, Ruby Keller, Janice Lane, Ria & Ivan Lovell, Marianne Lehmann, Bill & Helen Littlewood, Rob & Joan McCarthy, Matt & Renee Modra, Tom & Di Ollino, Diana Paech, Nicole Pfeiffer, Aston & Sue Schenscher, Kirsty Schmidt, Matt Schmidt, Ruth Schwartz, Peter & Di Schlenk, Kathy Tschärke, Kylie Woithe, Josephine & Tracy Voigt, Jason & LaFong Yap, Mary-Jo Zwar.

1. Welcome

Ashley Schmidt, Vice Chairperson, welcomed all present and opened the meeting in prayer

2. Minutes from Annual General Meeting 19 May 2019

The Minutes of the Annual General Meeting held on 19 May 2019 were tabled and accepted as a true and accurate record of the Meeting with the addition of K Woithe as an apology.

Moved: Lindsay Freund

Seconded: Peter Nitschke

Carried

3. Reports

3.1 Chairperson's Report

Matt Schmidt is an apology due to work commitments. Ashley Schmidt, Vice Chairperson, chaired the meeting.

Key points

- * ELC
- * Retirement of Helene Jaensch
- * Thanks to Georgie Schuster for her work in the school
- * Thanks to Debbie Schubert and Paul Schulz for their service to School Council
- * Amy Schultz, Good Shepherd Member, joining School Council in 2020

Moved: Cees Wesselingh

Seconded: Stephan Zanker

Carried

3.2 Principal's Report

Key points

- * Thanks to Helene Jaensch for her service to the school
- * Thanks to Pastor Reid for his support to the school and David
- * ELC
- Enormous project

- Ensuring we are on top of childcare legislation
- Thanks to the leadership team
- Educational Standards Board visit to site 13 January 2020
- * Integrated Farming
- Dream to connect into this community
- Keen for congregation to join in
- Orders for 2020 will be on Qkr.

Moved: Debbie Wesselingh

Seconded: Faye Godfrey

Carried

4. General Business.

It was moved that Amy Schultz, Good Shepherd member, be appointed to School Council for 2020.

Moved: Keren Sutton

Seconded: Stephen Zanker

Carried

5. Meeting Close

Ashley closed the meeting in prayer.

GOOD SHEPHERD LUTHERAN SCHOOL PARA VISTA INC

Chairperson's Report -

2019 has been another amazingly busy, productive and outstanding year of growth at Good Shepherd Lutheran School. In this report, I seek to offer a snapshot of the last 12 months on the role, activities and initiatives undertaken by School Council.



The Council collectively brings expertise and experience in governance, strategic planning, law, finance, spirituality, education and marketing to our decision making and policy direction. We are extremely fortunate that Council members volunteer many hours to ensure the effective governance of the school. School Council has modern and professional protocols ensuring effective Governance of the School.

Functions of the School Council consist of but are not limited to:-

- act as a steward of the school, taking care and concern for the school, holding true the traditions and ethos of the school while ensuring the school continues to grow and prosper
- set the mission and values of the school (its identity)
- approve the strategic priorities (direction) for the school
- to be architects of the future
- ensure there is a culture of ongoing improvement for the school, leadership, staff and students
- engage in oversight of risks in operation the school
- ensure the schools accounts and procedures are audited in compliance with the law and procedures, and
- approve policies that provide management with permission to act

2019 saw the development of the exciting Early Learning Centre, which was opened in February 2020. Our students and parents should feel so thankful for the amazing building growth- we have such a modern and engaging school.

We are truly blessed that again in 2019, there has been enrolment growth, something for which we are most thankful. We have done remarkably well to fill vacancies, especially with some strong competition from other schools in the local area, especially in the middle years. In 2019 we had on average 415 students. We are most fortunate to have increasing enrolments when many Schools are facing challenging times.

Council has also consulted over numerous policies and processes throughout the year which are essential and important to ensure we are covering and managing adequate risks and procedures required for the smooth running of the school.

We have continued to maintain and develop strong partnerships throughout the year which include:

- Good Shepherd Lutheran Church
- Connected Schools
- Lutheran Education SA, NT & WA
- AISSA – The Association of Independent Schools of South Australia

It has been great to see more fantastic combined Church and School activities and some excellent activities that are being coordinated to establish greater links. It has been great to see Pastor Reid, and Chelsea Schiller and then Georgie Schuster (Young Families coordinator) so actively and regularly involved within the School. On behalf of School

Council, we thank the members of Good Shepherd Congregation for their ongoing support and prayers for the school. I look forward to ensuring that the Church and School relationship can continue to remain effective and further strengthened.

Connected Schools, continues to be a focus and it is great that students transitioning to Endeavour College continues to be high above 75%. As a father of a year 7 student this year, the transition has been so smooth to Endeavour College. There are many benefits of this partnership including staff professional learning, a joint Council meeting, Sports days, Chapel service as well as many other school based activities.

We are fortunate that Council members govern the School effectively offering a diverse range of backgrounds, skills and experiences. Members continue to strive to strengthen and build the School Community that you see today. The Council plays an important strategic role to set the direction and policy for the School and to continue to grow Good Shepherd. All members are active Christians, sensitive and in-tune with our school values, and represent both Lutheran and other Christian denominations.

Council Members in 2019

Matt Schmidt (Chairperson- *Good Shepherd Member*)

Ashley Schmidt (Vice Chairperson- *Good Shepherd Member*)

Matt Modra, (*Good Shepherd Member*)

Shawn Zeppell (*Salisbury Lutheran*)

Debbie Schubert (*Mawson Lakes Community Church*)

Paul Schultz (*Mawson Lakes Community Church*)

Tim Eckert (*Glynde Lutheran Member*)

Rebecca Crowe, Ashley Amaro (*Other Christian Members*)

And our staff - Pastor Reid Matthias (Pastor), David Wilksch (Principal), Garry Schwartz (Director of Business and Finance), Bronwyn Holliday (Director of Wellbeing and Education Administration) and Pauline Gilroy (Secretary). Thanks to these staff who contribute in many ways to School Council.

There has been 1 current vacant Lutheran position, that has sought interest without luck within the School community.

Thanks to Debbie and Paul who complete their dedicated service to Good Shepherd at the end of 2019. In 2020 we welcome Amy Schultz to School Council.

Staff Leadership

Good Shepherd is extremely fortunate to have a dedicated, caring and professional Staff Leadership Team that continually promote respect and love in our community.

- I thank School Principal David Wilksch for his professionalism, creativity, leadership and sacrifice that he has given to leading this school. In 2019, we undertook a comprehensive review of his performance. The review outlined how much David is respected, valued and contributes to the Good Shepherd community. David is highly regarded across Lutheran Schools and broader Independent Schools across South Australia, he offers so much more than what his position duty statement lists, and we are truly thankful for his passion, professionalism and drive of all things Good Shepherd. It is fair to say, that managing David's workload is essential to ensure he does not burn out.
- Bronwyn Holliday assists Council specifically with policy development, and her ongoing long term service to the school community. Thanks.
- Thanks to Garry Schwartz for his amazing efforts as in effectively managing yet another major School building development and managing the School's finances in a professional and efficient manner.
- Karen Schoff as Director of Learning and Resources ensures that Good Shepherd has a range of modern academic learning programs that develop deeper learning skills through inquiry, personalised learning, creativity and critical thinking.

- To assist the growing School, and additional workload and families, it is exciting that we are seeking to expand the Management team by one full time staff member in 2020. This is essential moving forward.

Good Shepherd staff daily motivate and inspire our young people. We offer a massive thanks to our passionate and inspiring educators who contribute so much to our students and community. We thank all other School staff- in LSO or other support roles, thanks for all you do for our School. I appreciate walking the School corridors seeing the School in action, and staff are always welcoming, friendly and positive. We rejoice, thank and praise God for all School staff, and we are blessed with a stable staff and minimal changes in 2020. We wish those staff that are retiring and moving on to other positions in 2020 all the best, and thank them for their contribution to our school. I wish to acknowledge the efforts and dedication of Helane Jaensch- who has been a loyal servant and worker of Good Shepherd- enjoy your next steps and time with your family.

The School is extremely fortunate to attract a range of volunteers who assist with fundraising and social activities that build community. The school held many events this year which always build community. We are thankful for those people who offer to be involved and create a vibrant school community. Whether you assist in the classroom, canteen, sporting coach/manager or many other aspects- thank you. There have been a range of successful activities coordinated and offered by working groups including the amazing Wine and Cheese Night that raised over \$10,000 income, Mother's and Father's Day stalls for the students to purchase inexpensive gifts, Kid's Disco, Aloha (School welcome event), Men and Minors camp and many other events. We need to work hard to ensure we seek new contributors, and share the workload amongst a broader range of enthusiastic parents each doing their own part to build our community with their talents seeking to reduce time commitments.

I treat my role as Chairperson of the school as a privilege and important responsibility to continue to ensure a vibrant School community. In my role as Chair, I have been honoured to represent Good Shepherd and I am so positive about the great things happening at Good Shepherd. 2019 has been an amazing year in the life of our school. I thank God for his continued love and blessings he has shown for our staff, our students and the wider community that make Good Shepherd a special place, and pray that he continues to protect and guide, whilst promoting our vision and values, as we strengthen our relationship with Christ.

Matt Schmidt
School Council Chairperson 2019



Good Shepherd
Lutheran School | Para Vista

388 Montague Road Para Vista SA 5093
PO Box 121 Modbury North SA 5092
T 08 8264 7966 F 08 8396 4799
admin@gspv.sa.edu.au
www.gspv.sa.edu.au

THE CASE FOR A NEW MODEL OF GOVERNANCE AT GOOD SHEPHERD LUTHERAN SCHOOL

1. THE HISTORICAL TRANSITION PHASES OF LUTHERAN SCHOOLS

1.1 When Lutherans first settled in Australia two of their prime objectives were to

- build a place of worship; and
- provide schooling for their children which was usually conducted in the church buildings as there was no formal State controlled schools.

In general, the schools were small, composed totally of Lutheran children from the congregation and pretty much run by the Headmaster.

1.2 Fast forward to 1917 when all Lutheran schools were closed by an Act of Parliament due to the outbreak of World war I and education largely become a state responsibility. Those Lutheran schools that did recommence, at various stages after the completion of the War began to see evidence that running an independent school brought some responsibilities to the state government.

1.3 Fast forward to the late 1960's and early 1970's which saw the introduction of Federal Government funding to schools, which was later also followed by funding from state governments. This funding although happily accepted was to change forever the notion of total independence of Lutheran schools.

1.4 Also in the 1970's we encountered our most serious challenge to the whole matter of government funding, when a group who went by the acronym DOGS (Defence of Government Schools) challenged the use of this funding, claiming that some of this money was being misappropriated by congregations and Church organisations. Fortunately, we won the case in the High Court but the way our schools needed to operate from here on was forever changed. Schools needed to be scrupulous in their use of the government funds which was best demonstrated by every school having its own budgets and financial statements, held in separate accounts from those of the congregations.

1.5 In the early 1990's the Lutheran Schools Association made a further recommendation which in effect said that simply separating the funds of the school and the congregation was not sufficient to comply with government accountability requirements – it would be better for the schools to operate as clearly distinct and separate organisations from the congregations and as a consequence every educational organisation which was part of the Lutheran Schools Association became separately incorporated bodies.

To ensure that this move to incorporation did not destroy the school/congregation links, a system of "Membership" was devised which required the voting members of the congregations/parishes to be the Members of the school. Separate school meetings were conducted to effect school business which included the election of boards and councils and the adoption of budgets and audited financial statements. The amount of business varied from school to school, but it is fair to say that in the early to mid 1990's the Members still undertook a fair proportion of the decision making on behalf of the schools.

1.6 In the mid to late 1990's other changes in our schools became apparent. Schools quickly grew in size and the composition of the student numbers in the schools changed from being predominantly Lutheran to predominantly non-Lutheran. Budgets increased dramatically, government accountability increased, 2 policies affecting the operation of schools ballooned and the whole matter of governance took on a totally different perspective.



No longer was it appropriate to ask the Members to make a decision on numerous matters. The complexity of the decision making and its potential ramifications became such that it was inevitable that the boards and councils who have the most intimate knowledge of all the background factors, would become the group that would best display due diligence in making such decisions. As a consequence the need for the Members to be involved in the process of decision making rapidly decreased. This trend has continued throughout the last 15 years to the point where in many schools and colleges the only business now conducted at meetings of the Members is the adoption of the Audited Financial Statements and the appointment of the new board/council. This has been the situation at Good Shepherd for many years. A further factor in all of this is that the Lutheran Schools Association which has a wide range of expertise on its staff is now the first and foremost advisory group for its organisations and so it is simply not necessary for schools/colleges to consult with the Members and seek their advice.

1.7 Coupled with the decrease in decision making by the Members, has not surprisingly, been an associated display of disinterest from Members in attending meetings. This is becoming such a problem that it is increasingly common for meetings to be deferred and rescheduled due to the lack of a quorum. Schools responded by reducing the size of quorums required for the conducting of meetings with little effect.

1.8 Being able to conduct school business is paramount and so in 2012/3 several schools took the unprecedented step of initiating a form of governance which was totally controlled by the School Board/Council. This 'Board Only' system of governance has since gained popularity particularly with schools/colleges that are associated with parishes/multiple supporting congregations where obtaining quorums at meetings is a very real issue and a number of them are presently working towards the implementation of such a model of governance. There is a strong likelihood that in the not too distant future this form of governance will be used by the majority of the educational organisations of the Lutheran Schools Association (LSA) now known as Lutheran Education Northern Territory, South Australia and Western Australia (LESNW).

2. THE SITUATION AT GOOD SHEPHERD PARA VISTA

2.1 Our school at Para Vista has gone through the same transition processes that have occurred in most other schools of the LESNW in recent times. The move to extend its education program to our new Early Learning Centre has further complicated the governance functions of the school. The School Council has sought advice from the LESNW on the matter of governance and has decided to recommend to the Congregation the following proposal.

The Good Shepherd Lutheran School Council recommends that a Board Only Model of Governance (Model M2.1.4) be presented to the Members for their consideration and after a satisfactory period of presentations, discussions and negotiations be submitted to a general meeting of Members for adoption.

2.2 In making the above recommendation the School Council wishes to present the following information

- although the Congregation would no longer have a decision-making role in the affairs of the School the importance of the Congregation to the school will not diminish;
- the School intends to keep the Congregation involved in and informed about activities of the School working with the congregation to review what is currently being done in this regard and what more can be done, with the real focus intended to be on developing long term mission and ministry opportunities
- there will most definitely be times when the opinions of the Congregation will be sought on certain matters to enable the Council to be better informed in its decision making.

2.3 Copies of the Constitution being proposed for use will be made available to the Congregation so that Members can inform themselves about its contents. In summary however the most important differences between the proposed constitution and the current one in use, are

- it is in a 'Constitution Only' format – there are no By-laws;
- the numbering of materials follows the decimal numbering system making for easier use of the document;

- there is an extensive range of new material in the Relationships (Rule 5) to better describe the School's relationships with the various Church organisations LEA, LESNW and supporting congregations);
- there is an extensive list of requirements concerning the roles, responsibilities and accountabilities of Council members;
- there is a requirement for Councils to undertake a proper and orderly process of nomination and induction of prospective new Council members (Rules 8.3, 8.4);
- there is a requirement that new members to the Council be appointed by the LESNW on an official LESNW proforma;
- there are increased numbers of legal statements in the constitution (eg Indemnity and Not for Profit statements); and
- regular (five year) reviews of the constitution are required to be undertaken by the Council and which will be closely monitored and supervised by the LESNW.

Despite these significant changes, and others that will become apparent as you work through the constitution, the Members are asked to note that all the important LCA theological, doctrinal and policy statements contained in previous constitutions have been retained and in some cases added to.

In total there are more than 80 references throughout the Constitution to the School's commitment to upholding the various policies and procedures of the LCA and District agencies. The School therefore is clearly demonstrating its continuing commitment to being a part of the Church and the local congregations that it relies upon for their support.

3. CONCLUSION

The Good Shepherd Lutheran School Council commends this matter to the consideration of the Members confident that a positive outcome will be achieved and that the School will continue to play an important role in this community for many years to come.



Matt Schmidt
Chairperson, Good Shepherd Lutheran School Incorporated



David Wilksch
Principal, Good Shepherd Lutheran School Incorporated

LOVE
OPTIMISM
CREATIVITY



Good Shepherd

Lutheran School | Para Vista

388 Montague Road Para Vista SA 5093

PO Box 121 Modbury North SA 5092

T 08 8264 7966 F 08 8396 4799

admin@gspv.sa.edu.au

www.gspv.sa.edu.au

Notice of Open Forum Constitution Update

To ensure the process of a new constitution is open and transparent, the School will host a 'Zoom meeting' on 7pm May 28, to outline the background, the proposed changes and answer any questions.

To register your attendance please email Council Chair- Matt Schmidt on m.schmidt@achpersa.com.au and a meeting link will be shared with you.

Matt Schmidt
Chairperson, Good Shepherd Lutheran School Incorporated



Constitution

GOOD SHEPHERD LUTHERAN SCHOOL PARA VISTA INCORPORATED.

[Board Only model]

Contents	page
1. Name	1
2. Definitions	1
3. Confessional Basis	3
4. Objects of the School	3
5. Relationships	4
6. Record of Supporting Congregations	6
7. Powers of the School	7
8. Membership	7
9. Powers, Duties and Finance	7
10. Composition	8
11. Appointment of Board Members	9
12. Appointment of office holders	10
13. Office holder roles	10
14. Disqualification of Board Members	11
15. Proceedings of Board	11
16. Circulating resolutions	13
17. Seal	13
18. Disclosure of conflicts of interest	13
19. Standing committees	14
20. Sub-committees	14
21. Special interest groups	15
22. Special and ordinary resolutions	15
23. Minutes	15
24. Financial reporting	15
25. Staff	16
26. The Pastor/School Chaplain	18
27. Prohibition against securing profits	18
28. Indemnity	18
29. Winding up	18
30. Application of surplus assets	18
31. Notices	19
32. Altering this constitution	19
33. Standing orders and by-laws	20

Contents	page
34. Date of effect	20
35. Transitional rules	20
36. Signatories	211

GOOD SHEPHERD LUTHERAN SCHOOL PARA VISTA INCORPORATED.

Incorporated under the Associations Incorporation Act 1985

Constitution

Part 1 – Preliminary

1. Name

The name of the incorporated association is GOOD SHEPHERD LUTHERAN SCHOOL PARA VISTA INCORPORATED.

2. Definitions

In this constitution:

Act means the *Associations Incorporation Act 1985* (SA);

Bishop means the Bishop of the LCA SA-NT District;

Board means the committee of management of the School;

Board Member means a member of the Board of the School;

Business Day means any day except a Saturday or Sunday or public holiday in South Australia;

Christian means a person who identifies with the Christian faith;

Church means the Lutheran Church of Australia Incorporated ABN 36 763 133 867;

Commonwealth means the Commonwealth of Australia;

Confessional Basis means the confessions of the Church held to by the School set out in rule 3;

Director of Business and Finance means the position of highest office of business administration in the school appointed by the Principal under rule **Error! Reference source not found.**;

Executive Director means the Executive Director and Chief Executive Officer of LESNW;

Law means the common law of, and any legislature in force in, the State (or States) in which the School operates and the Commonwealth;

LCA SA-NT District Inc means the Lutheran Church of Australia, South Australia and Northern Territory District Incorporated ABN 84 490 129 361;

LCA SA-NT District Church Council means the committee of management (or governing council or board) of LCA SA-NT District;

LEA means Lutheran Education Australia Limited ABN 44 143 905 373;

LEA Board means the committee of management (or governing council or board) of LEA;

LESNW means Lutheran Education South Australia, Northern Territory and Western Australia Incorporated ABN 54 668 475 377;

LESNW Board means the committee of management (or governing council or board) of LESNW;

Objects means the objects of the School set out in rule 4;

Pastor means a person who is on the roll of pastors of the Church as defined in Article 5 of the Constitution of the Church;

Principal means the principal of the School appointed by the Board under rule 25.2(a);

School means **GOOD SHEPHERD LUTHERAN SCHOOL PARA VISTA INCORPORATED.**

School Chaplain means a person acting in a lay ministry role;

Special Resolution has the meaning given in rule 22;

Spouse means, in respect of a person:

- (a) that person's husband or wife; or
- (b) the partner of that person, who, although not legally married to that person, lives with that person in a de facto relationship (as defined in section 4AA of the *Family Law Act 1975* (Cth));

State means the state or territory of Australia (as the case may be) in which the School pursues the Objects;

Supporting Congregation means any member congregation of the Church that is recorded as a supporting congregation of the School pursuant to rule 6;

Terms of Reference means a governing document for a standing committee or sub-committee (as the case may be), which sets out the name, membership, method of appointment of chairperson, responsibilities and, in the case of a sub-committee the duration of the work to be performed;

Unless stated otherwise, as at the date this constitution is adopted by the Board, terms defined in the Act have the same meaning as given in this constitution.

3. Confessional Basis

The School holds to the Confessions of the Church and declares that it:

- (a) accepts without reservation the Holy Scriptures of the Old and New Testaments, as a whole and in all their parts, as the divinely inspired, written and inerrant Word of God, and as the only infallible source and norm for all matters of faith, doctrine and life;
- (b) acknowledges and accepts as true expositions of the Word of God and as its own Confession all the Symbolical Books of the Evangelical Lutheran Church contained in the Book of Concord 1580, namely, the three Ecumenical Creeds: the Apostles' Creed, the Nicene Creed and the Athanasian Creed; the Unaltered Augsburg Confession; the Apology of the Augsburg Confession; the Smalcald Articles; the Small Catechism of Luther; the Large Catechism of Luther; and the Formula of Concord;
- (c) acknowledges that the Church requires that all who teach in or administer the affairs of schools must carry out their responsibilities and duties in accordance with this Confession.

4. Objects of the School

The purpose of the School is expressed by the School's Mission Statement, together with its Vision and Values as determined by the Council from time to time.

The School is a not-for-profit association that is an integral part of the ministry of the Church and the objects of the School are to:

- (a) establish, maintain and administer educational facilities, provide education and childcare for early years children and school age students, alone or in conjunction with other institutions having the same or similar objects;
- (b) uphold and safeguard the confessional teachings of the Church;
- (c) provide children and students with a comprehensive program of education and care that is conducive to the development of their talents and skills for responsible Christian living and service and meets societal demands;
- (d) encourage children and students to strive for excellence in learning according to individual ability;
- (e) help children and students to value themselves as persons created in the image of God, redeemed by Christ, and made members of His body, the Church, and to express their new life in Christ in their relationship with God and others;
- (f) promote the spiritual life and development of children and students through worship, study of Scriptures, and pastoral care, whereby they may know God and his saving love in Jesus Christ, respond in faith, and grow to Christian maturity;

- (g) encourage children and students to give witness to their faith in Christ at school, at home, in their congregations and in the community;
 - (h) assist parents and the community in fulfilling their God-given responsibilities to their children;
 - (i) serve society by providing responsible citizens equipped to contribute positively to its wellbeing.
-

5. Relationships

5.1 The Church and the LCA SA-NT District

The School will:

- (a) accept the constitution and by-laws of the Church and the LCA SA-NT District Inc and act in accordance with their requirements;
- (b) undertake to participate in the work of the Church and the LCA SA-NT District Inc and to promote their objects;
- (c) as an agency for Lutheran education within the Church and the LCA SA-NT District Inc declare that all of its activities and programs must be consistent and in conformity with the constitution of the Church and the LCA SA-NT District;
- (d) communicate and co-operate with the Church, LEA and LESNW, in the manner specified in rules 5.2 and 5.3;
- (e) ensure that any amendments, alterations, additions or repeals to this constitution will be submitted to the LCA SA-NT District Church Council and will not be implemented by the School until approved by the LCA SA-NT District Church Council;
- (f) support the advancement of Lutheran education in a Christian environment as a mission and ministry arm of the Church;
- (g) take all lawful steps necessary to ensure that the School acts in a manner consistent with the Confessions and religious principles of the Church.

5.2 LEA

The School will:

- (a) promote, support and uphold the policies and associated procedures of the LEA Board; and
- (b) in particular comply with the requirements of LEA's and the Church's staffing policies.

5.3 LESNW

- (a) The School, as a member of LESNW, accepts that it is accountable to LESNW and agrees to operate under the guidance and direction of LESNW, to the extent of the objects of LESNW as contained in its constitution, and in doing so will:
 - (1) support and uphold the policies of LESNW;
 - (2) assist LESNW in the promotion of its objects;
 - (3) support and promote the office and function of the Executive Director; and
 - (4) co-operate with LESNW staff in general.
- (b) As a school in receipt of government funding, the School will:
 - (1) act responsibly in respect of the use of such funding and be accountable to LESNW for the use of any State and Federal government financial assistance offered by such governments and accepted by the School;
 - (2) report to LESNW in respect of proposed capital projects;
 - (3) submit to LESNW full reports of the financial activities of the School as requested by LESNW;
 - (4) make available to LESNW surplus assets in the case of a winding up of the School pursuant to any conditions specified in rule 30; and
 - (5) provide to LESNW such information as is necessary for the compiling of records by LESNW and/or for use in reporting to government authorities.
- (c) The School agrees to work in close co-operation with the Executive Director in matters relating to any amendments, alterations, additions, or repeals of this constitution, and in doing so must:
 - (1) inform the Executive Director when discussions about such alterations are first initiated by the School ;
 - (2) keep the Executive Director regularly informed about the progress relating to such matters; and
 - (3) submit the adopted new document to the Executive Director for endorsement prior to approval by the LCA SA-NT District Church Council.
- (d) The School agrees to submit the final list of recommended nominees to the Executive Director for approval as Board members by LESNW in accordance with the requirements of rule 11.1(c).
- (e) The School agrees that the LESNW Board may, by resolution by two-thirds majority of the LESNW Board, remove from office any, or all, Board Members. In the event that all Board Members have been removed from office, until elections are held in

accordance with this constitution to appoint new Board Members, all Board duties and responsibilities shall vest in the LESNW Board and then any caretaker Board which the LESNW Board may appoint.

5.4 Supporting Congregations

The School will seek to work in partnership with the Supporting Congregations and is committed to:

- (a) working cooperatively with the Supporting Congregations to develop and implement a program of mission and ministry which supports the objects of the School; and
- (b) inviting members of the Supporting Congregations to School functions and activities.

5.5 Other members of LESNW

The School agrees to cooperate with other members of LESNW by:

- (a) supporting and attending regular meetings/conferences organised by LESNW;
- (b) sharing information of a generic (and not sensitive or confidential) nature;
- (c) sharing human resources in areas connected with governance, management, administration and curriculum under the guidance of LESNW.

5.6 Governments

- (a) The School as an educational organisation within the State of South Australia must satisfy the legislative requirements of the State and Federal Governments.
- (b) The School must be accountable to the State and Federal governments including through LESNW for the use of any financial assistance offered by those governments and accepted by the School.

5.7 Other organisations

Subject to the rules of this constitution, the School may co-operate or affiliate with other bodies, provided always that the Confessional Basis and Objects are upheld.

6. Record of Supporting Congregations

- (a) The School shall prepare and maintain an up-to-date record of Supporting Congregations.
- (b) Any member congregation of the Church may apply, in writing to the Board, to be listed on the School 's record of Supporting Congregations.
- (c) A Supporting Congregation will be removed from the record of Supporting Congregations if such Supporting Congregation:

- (1) notifies the Board in writing that it wishes to be removed from the record of Supporting Congregations; or
- (2) ceases to be a member congregation of the Church.
- (d) For the avoidance of doubt, a Supporting Congregation is not a member (as that term is defined in the Act) of the School.

7. Powers of the School

The School will have all the powers conferred by section 25 of the Act.

8. Membership

This constitution does not provide for membership of the School.

Part 2 – The Board

9. Powers, Duties and Finance

9.1 Powers and duties

- (a) The affairs of the School will be managed and controlled by the Board which, in addition to any powers and authorities conferred by this constitution, may exercise all such powers and do all such things as are within the Objects, and are not by the Act or by this constitution prohibited.
- (b) Without limiting rule 9.1(a), the Board has authority to:
 - (1) exercise any power conferred on the School by section 25 of the Act;
 - (2) interpret the meaning of this constitution and any other matter relating to the affairs of the School on which this constitution is silent; and
 - (3) co-operate or affiliate with other bodies, associations or organisations, provided always that the Confessional Basis and the Objects are upheld at all times.
- (c) The Board will appoint a public officer as required by the Act.

9.2 Finance

- (a) In addition to any financial requirements of the School as a member of LESNW (under the LESNW constitution), the Board shall have the general oversight of the financial operations of the School working cooperatively with the Principal, Director of Business and Finance and LESNW to ensure the School complies with LESNW policy and government legislation.

- (b) Funding from governments, individuals, organisations and other bodies by way of grants, fees, donations, loans or gifts may be accepted by the School provided that the conditions of acceptance do not conflict with the Confessional Basis and the religious principles of the Church.
- (c) A budget and a schedule of fees payable for tuition provided by the School must be approved annually by the Board.
- (d) The approval of LESNW shall be required in relation to any capital projects undertaken by the Board with respect to:
 - (1) the borrowing of money by the School from Lutheran Laypeople's League of Australia Limited ABN 25 044 678 441, or any other institution providing financial accommodation to service the debt incurred; or
 - (2) the lodging of an application by the School for a government grant to assist with meeting the cost of the project(s).

10. Composition

- (a) Subject to rule 10(b), the Board will comprise of a minimum of seven (7) and a maximum of nine (9) Board Members, as follows:
 - (1) up to four (4) persons who must be communing members of the Church who will be voting Board Members;
 - (2) up to three (3) persons from the parent body or wider community to provide any additional expertise the Board may deem necessary, who will be voting Board Members with no more than one (1) of these who identify as non-Christian; and;
 - (3) the following persons who will be non-voting Board Member:
 - (A) the Principal;
 - (B) a Pastor.
- (b) In addition to rule 10(a) (for the avoidance of doubt as an addition to the numbers in that rule), the Executive Director of LESNW may nominate and appoint at any time one (1) additional voting Board Member, for a term determined by the Executive Director. The Executive Director may remove and replace such additional Board Member at any time.
- (c) Board Members must support the Objects.
- (d) A majority of voting Board Members must be communing members of the Church.
- (e) The office of Principal must be filled on the Board at all times. The office of Pastor must, to the extent practicable, be filled on the Board at all times.
- (f) A Board Member must be a natural person.

- (g) A voting Board member must not be a person employed by the School.
- (h) A voting Board Member must not be the Spouse of a person employed by the School.
- (i) Apart from a Board Member appointed under rule 10(b), a Board Member shall hold office for a three (3) year term with one third or as near to one third as possible retiring annually.
- (j) Board Members at the end of their term of appointment may nominate to be re-elected to the Board if they meet the eligibility criteria contained in this constitution.
- (k) A voting Board Member must not hold office for more than three (3) consecutive terms unless:
 - (1) the Board otherwise resolves; and
 - (2) the Executive Director provides written approval.

11. Appointment of Board Members

11.1 Nomination

- (a) Subject to rule 10(b), the Board will be responsible for calling for nominations to fill Board vacancies and, subject to endorsement by LESNW, appointing Board Members.
- (b) A person may nominate for appointment to the Board as long as that person is eligible to be appointed to the Board under this rule 11 and the nomination is:
 - (1) in writing;
 - (2) if applicable, on the form prescribed by, or on behalf of, the Board from time to time;
 - (3) to include details of the nominee's suitability for the position, including the nominee's skills, knowledge and experience;
 - (4) signed by the nominee; and
 - (5) provided to the School at least twenty eight (28) days before the meeting at which they are seeking to be elected.
- (c) The final list of nominations agreed to by the Board shall be submitted to the Executive Director for endorsement by LESNW at least twenty eight (28) days prior to the endorsed candidates being appointed to the Board.

11.2 Appointment of Board Members

Board Members will be appointed by the Board at a Board meeting, from time to time.

11.3 Casual vacancies

- (a) Subject to rule 11.3(b), the Board may, and must use its best endeavours to, fill any casual Board vacancies for the unexpired term of the vacancy.
- (b) Appointments to fill any Board vacancies must first be endorsed by the Executive Director.

11.4 Fiduciary and other duties

Board Members must at all times (while acting in their capacity as a member of the Board):

- (a) act honestly;
- (b) act with reasonable care and diligence;
- (c) act in the best interests of the School unless such actions are inconsistent with the Confessional Basis, the Objects or the rules of this constitution;
- (d) not make improper use of information acquired by virtue of being a member of the Board so as to gain, directly or indirectly, any financial or other advantage or benefit for himself or herself or any other person, or so as to cause detriment to the School;
- (e) accept and abide by the rules of this constitution; and
- (f) regard the School as an integral part of the Church's education program and ministry.

12. Appointment of office holders

- (a) The School will have a chairperson and a deputy chairperson appointed in accordance with this rule 12.
- (b) At the first Board Meeting of every second calendar year (or any other time a vacancy exists) the Board must appoint a chairperson and deputy chairperson.
- (c) The chairperson and deputy chairperson must be Board Members who are entitled to vote at Board meetings.
- (d) The Board may appoint a person to record the minutes of all Board meetings.

13. Office holder roles

13.1 Chairperson and deputy chairperson

- (a) The chairperson will be the School's presiding officer.
- (b) In the absence of the chairperson the deputy chairperson will act as, and have the rights and powers of, the chairperson.

- (c) The tenure of the chairperson and deputy chairperson is two (2) years and may be renewed by the Board from time to time.
- (d) The chairperson and deputy chairperson have the right to vote at meetings of the Board.

13.2 Public officer

- (a) The public officer will cause to keep all files and records as directed by the Board and as required by the Act.

14. Disqualification of Board Members

A Board Member ceases to be a Board Member if that Board Member is:

- (a) disqualified from being a Board Member by the Act;
- (b) permanently incapacitated by ill health or dies;
- (c) absent without apology from more than three (3) consecutive meetings without special leave of absence from the Board;
- (d) no longer eligible pursuant to the requirements of rule 10;
- (e) is removed from office by resolution by three-quarters majority of the Board and that resolution is ratified by the Executive Director;
- (f) is removed from office by resolution by three-quarters majority of the LESNW Board;
or
- (g) resigns from office by giving written notice to the Board.

Part 3 – Proceedings of the Board

15. Proceedings of Board

15.1 Meetings

- (a) The Board will meet together for the dispatch of business at least six (6) times per calendar year at a time and place as determined by the chairperson.
- (b) Subject to rule 15.1:
 - (1) any elected Board Member may call the first Board Meeting of a calendar year, and in every second year at that meeting the Board must appoint a chairperson and deputy chairperson.
 - (2) the chairperson of the School may convene a Board meeting at any time; and

- (3) within one (1) month of receiving a requisition in writing by not less than three (3) Board Members delivered to the office of the School (marked for the attention of the chairperson), the chairperson will convene a Board meeting.
- (c) Board meetings may be conducted face to face, or using technology to enable each Board Member to communicate with the other Board Members, as long as all Board Members are able to communicate to each other simultaneously.
- (d) Subject to the rules of this constitution, questions for decision at a meeting of the Board, must be decided by a majority of Board Members who, being entitled to do so, vote at that meeting. For the avoidance of doubt, the chairperson has a casting vote as well as a deliberative vote.

15.2 Quorum

- (a) A quorum for a meeting of the Board will be a simple majority of the elected Board Members who are entitled to vote.
- (b) In the event of there not being a quorum within thirty (30) minutes of the appointed starting time of any Board meeting, the meeting shall be adjourned to the same time on the same day in the following week.
- (c) If within thirty (30) minutes of the appointed starting time of the re-convened meeting a quorum is not present the Board Members present shall constitute a quorum for the purposes of conducting the meeting. At such reconvened meeting there must not be transacted any business other than business left unfinished or on the agenda at the time when the Board meeting was adjourned.

15.3 Other business

- (a) If the number of Board Members falls below seven (7), the continuing Board Members may only act for the purpose of increasing the number of Board Members to seven (7).

15.4 Delegation

- (a) The Board may delegate functions and administrative duties to one or more standing committees or sub-committees of the Board.

15.5 Observers

- (a) The Board may invite such observers or consultants (**Observers**) to attend at all or any part of meetings of the Board, subject to the giving of such undertakings as to confidentiality or other matters determined by the Board.
- (b) An invitation may be a standing invitation.
- (c) Observers may speak but have no right to vote and are subject to the chairperson's direction.

- (d) As to any Observer's attendance and participation at meetings, the disclosure of conflicts of interest and the confidential treatment of information.
-

16. Circulating resolutions

- (a) The Board Members may pass a resolution without a Board meeting being held subject to rule 16(b), if a majority of the Board Members entitled to vote on the resolution:
 - (1) sign a document containing a statement that they are in favour of the resolution set out in the document; or
 - (2) state by means of electronic communication (including by email), without the necessity of signing, that they are in favour of the resolution, or words of like effect.
 - (b) The resolution will not be passed if any one (1) Board Member entitled to vote on the resolution:
 - (1) signs a document containing a statement that they are not in favour of the resolution set out in the document; or
 - (2) state by means of electronic communication (including by email), without the necessity of signing, that they are not in favour of the resolution, or words of like effect.
 - (c) Each Board Member must be given a copy of a document used for signing by Board Members or notice of the proposed resolution. The wording of the resolution in each copy must be identical.
 - (d) Subject to rule 16(b), the resolution is passed when the last Board Member signs or states their assent.
 - (e) Passage of the resolution must be recorded in the School 's minute book after ratification at the next Board Meeting.
-

17. Seal

- (a) The School will have a common seal upon which its corporate name will appear in legible characters.
 - (b) The Board will provide for the safe custody of the seal in the office of the School.
 - (c) The seal must not be used without the express authorisation of the Board, and every use of the seal will be recorded in the minute book of the School.
 - (d) Any two (2) Board Members must sign every instrument to which the seal is affixed.
-

18. Disclosure of conflicts of interest

A Board Member having a direct or indirect pecuniary interest in a contract or proposed contract with the School must disclose the nature and extent of that interest to the Board as required by the Act, and must not vote with respect to that contract or proposed contract.

19. Standing committees

- (a) If directed by LESNW, the School must constitute the following standing committees;
 - (1) the Finance, Risk and Audit Committee;
 - (2) the Ministry and Mission Committee.
 - (b) Additional standing committees may be constituted by the Board as are considered by the Board as desirable or necessary for the effective operation of the School. Such additional standing committees may be constituted and/or disbanded at the Board's discretion without consultation with, or the approval of LESNW.
 - (c) The Board shall determine the composition of each standing committee and annually appoint the members, including the convenor for each standing committee.
 - (d) Every standing committee must be established pursuant to, and adopt, Terms of Reference that have been approved by the Board.
 - (e) The Terms of Reference for a standing committee may be modified or replaced by the Board, from time to time.
 - (f) The Board will appoint to each standing committee such number of Board Members or any other person(s) as the Board thinks fit.
 - (g) The chairperson of a standing committee must be a Board Member.
 - (h) The chairperson of a standing committee must report on the activities of the standing committee at each Board meeting, either in person, by delegation to another person, or in writing.
 - (i) A standing committee must conform to any determinations or resolutions made by the Board which affect the standing committee, and the Board may determine to dissolve a standing committee.
-

20. Sub-committees

- (a) The Board may establish one (1) or more sub-committees comprising three (3) or more persons, established for various purposes, consisting of such number of Board Members or any other person as the Board thinks fit.
 - (b) Each sub-committee must be formed pursuant to, and adopt, Terms of Reference that have been approved by the Board.
 - (c) The Terms of Reference for a sub-committee may be modified or replaced by the Board, from time to time.
-

- (d) The chairperson of a sub-committee must report on the activities of the sub-committee, as requested by the Board from time to time.
- (e) A sub-committee must conform to any determinations or resolutions made by the Board which affect the sub-committee, and the Board may determine to dissolve a sub-committee.

21. Special interest groups

- (a) The Board may recognise any number of special interest groups and invite one (1) or more special interest groups to make recommendations to, and engage with, the Board from time to time.

Part 4 – General

22. Special and ordinary resolutions

- (a) As defined in the Act, a special resolution of an incorporated association where the rules of the association do not provide for the membership of the association means a resolution passed at a duly convened meeting of the Board if:
 - (1) at least twenty one (21) days written notice specifying the intention to propose the resolution as a special resolution has been given to all Board Members; and
 - (2) it is passed at a meeting referred to in this paragraph by a majority of not less than three-quarters of such Board Members as, being entitled to do so, vote in person or, where alternates are allowed, by alternates, at that meeting.
- (b) An ordinary resolution is a resolution passed by a simple majority at a Board Meeting.

23. Minutes

- (a) Proper minutes of all meetings of the Board must be entered within one (1) month after the relevant meeting in such records kept for the purpose.
- (b) The minutes kept pursuant to this rule must be confirmed by the Board at a subsequent meeting and signed by the chairperson of the meeting at which the proceedings took place or by the chairperson of the next succeeding meeting at which the minutes are confirmed.
- (c) Where minutes are entered and signed they will, until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meeting will be deemed to have been duly held, and that all appointments made at a meeting will be deemed to be valid.

24. Financial reporting

24.1 Financial year

The financial year of the School is the period commencing on 1 January and ending on 31 December of each year.

24.2 Accounts to be kept

The School must keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the School in accordance with the Act.

24.3 Accounts and reports to be provided to the Executive Director

The accounts, together with the auditor's report on the accounts, the Board's statement and the Board's report must be provided annually to the Executive Director.

24.4 Annual returns

If required by the Act, the annual (periodic) return must be lodged in accordance with the Act within six (6) months after the end of each financial year. It must be accompanied by a copy of the accounts, the auditor's report, the Board's statement, and the Board's report.

24.5 Appointment of auditor

- (a) The Board must appoint an auditor to be the auditor of the School.
- (b) The auditor will hold office until the auditor's appointment is revoked by written notice given to the auditor.
- (c) The auditor must hold qualifications as are generally recognised by the accounting profession from time to time.

25. Staff

25.1 Employment of staff

- (a) The School may employ or engage professional and support staff to assist the School to fulfil its Objects in accordance with this rule 25.
- (b) The Principal shall appoint such teaching, administration and support staff as may be necessary or desirable to carry out the Objects based on staffing guidelines determined by the Church from time to time.
- (c) The terms of employment of all staff must include a requirement to support the Objects and Confessional Basis.
- (d) Any action to suspend, dismiss or terminate any member of staff or to terminate their period of service must be taken in accordance with the current staffing policies and procedures of the Church.
- (e) The School must pay salaries and wages of any employees and make due provision for long service leave and other conditions of service as may be required by Law.

- (f) Subject to rule 25.1(g), employees of the School are accountable to the Principal.
- (g) The Principal is accountable to the School and the Board, through the chairperson.

25.2 The Principal

- (a) The Board must appoint the Principal in consultation with the Executive Director.
- (b) The Board will be responsible for the overall program, supervision of the work, and being concerned with the general welfare of the Principal.
- (c) The Principal shall be the spiritual leader of the School and must:
 - (1) ordinarily be an accredited teacher of the Church;
 - (2) be a member of the Church, unless approval is obtained from the Bishop of the LCA SA-NT District;
 - (3) uphold the teachings of the Church and model the Christian lifestyle;
 - (4) support the Objects;
 - (5) have a commitment to the principles of Lutheran education; and
 - (6) have completed or undertake to complete within an agreed period of time the necessary theological studies as prescribed in the Church's staffing policy.

25.3 Teaching staff

Teaching staff must:

- (a) support the Objects;
- (b) have a commitment to the principles of Lutheran education;
- (c) be registered teachers within the State;
- (d) be accredited or provisionally accredited according to the policy and procedures laid down by the Church or may be non-accredited where an accredited or provisionally-accredited person is not available; and
- (e) complete the necessary theological studies as prescribed by the Church in its staffing policy.

25.4 Director of Business and Finance

- (a) The Director of Business and Finance shall be appointed by the Principal in conjunction with the Board and shall be responsible to the Principal.
- (b) The Director of Business and Finance must support the Objects.

25.5 Administration and support staff

Administration and staff must support the Objects.

26. The Pastor/School Chaplain

The Pastor/School Chaplain under the direction of the Principal shall assist the Principal and staff with the pastoral support program of the School.

27. Prohibition against securing profits

The income and capital of the School must be applied exclusively to the promotion of its Objects and unless expressly permitted under this constitution no portion may be paid or distributed directly or indirectly to any Board Member or their associates except as bona fide remuneration or an honorarium of a Board Member or their associates for services rendered or expenses incurred on behalf of the School. This rule does not prohibit the reimbursement of reasonable expenses or the payment of an honorarium to a Board Member.

28. Indemnity

- (a) Board Members, officers or employees of the School will be indemnified out of the assets of the School against any liability incurred by them in defending any proceedings, whether civil or criminal, brought by reason of their actions in relation to or connected with the School, in which judgment is given in their favour or in which they are acquitted.
 - (b) The School may enter into contracts of insurance in respect of the liabilities contemplated in rule 28(a), as permitted by Law and the Act.
-

29. Winding up

The Board shall be entitled to resolve to wind up the School as provided in the Act, provided that before a Board meeting is convened for the purpose of passing a Special Resolution to wind up the School, the Board must first consult with and obtain the written approval of the LESNW Board and the LCA SA-NT District Church Council to the winding up.

30. Application of surplus assets

If after the winding up of the School there remains 'surplus assets' as defined in the Act, such surplus assets will be distributed:

- (a) first, to LESNW and applied for the benefit of not-for-profit bodies of LESNW which provide related educational services to children and/or students, provided that LESNW and the not-for-profit bodies have similar objects to the Objects and have rules which prohibit the distribution of their assets and income to their members; and
 - (b) if the above is not lawful or possible, to an organisation or organisations that are eligible recipients of the surplus assets as determined by the LESNW Board.
-

31. Notices

31.1 In writing

- (a) Notice must be in writing (which for the avoidance of doubt includes the text of an electronic communication such as email) and in English, and may be given by an authorised representative of the sender.

31.2 Notice to Board Members

- (a) The School may give notice to a Board Member:
 - (1) personally;
 - (2) by sending it by post to the Board Member's usual residential or business address or any other address nominated by them;
 - (3) by sending it to the electronic address (if any) nominated by the Board Member.

31.3 Notice to the School

- (a) A person may give notice to the School:
 - (1) by leaving it at the School's registered office;
 - (2) by sending it by post to the School's registered office;
 - (3) by sending it to the electronic address of the School's registered office.

31.4 Time of service

- (a) A notice sent by post within Australia is taken to be given five (5) Business Days after posting.
- (b) A notice sent by post to or from a place outside Australia is taken to be given ten (10) Business Days after posting.
- (c) A notice sent by email or other electronic means is taken to have been given when the sender's server indicates it has been sent or routed to the recipient's email server and it has not been rejected or returned.

32. Altering this constitution

- (a) Subject to rule 32(b), this constitution may be altered (including an alteration to the School's name) by:
 - (1) complying with rules 5.1(e) and 5.3(c);
 - (2) the proposed alterations being approved by the Executive Director;

- (3) the proposed alterations being approved by the LCA SA-NT District Church Council; and
- (4) the passing of a Special Resolution of the Board,
in the order as set out in this rule 32(a).
- (b) Rules 3 and 32(b) of this constitution are considered fundamental and must not be amended, altered, added to or repealed so as to alter their intent and meaning.
- (c) The alteration(s) must be registered as required by the Act.

33. Standing orders and by-laws

The Board may establish a set of policies and procedures consistent with this constitution and the Act, to facilitate the effective operation of the School.

34. Date of effect

This constitution will be effective from the date of adoption of this constitution by the Board, after approval by LCA SA-NT District Church Council.

Part 5 – Transitional rules

35. Transitional rules

Despite anything else in this constitution, from the date this constitution becomes effective pursuant to rule 34:

- (a) the Board will comprise the natural persons then holding office as members of the Board, being the persons elected or appointed under the previous constitution of the School;
- (b) the Board Members referred to in rule 35(a) shall hold office for the unexpired balance of the term of each respective Board Member's office unless such office is vacated pursuant to rule 14 of this constitution;
- (c) the chairperson and deputy chairperson will be the natural persons then holding the office of chairperson and deputy chairperson, being the persons elected under the previous constitution of the School;
- (d) the chairperson and deputy chairperson referred to in rule 35(c) shall hold such positions for the unexpired balance of their respective terms.

Signatories

A Special Resolution to adopt this Constitution was passed by the Board

Date

Signed

Chairperson

(GOOD SHEPHERD LUTHERAN SCHOOL PARA VISTA INCORPORATED)

Accepted by the Lutheran Education South Australia, Northern Territory and Western
Australia Incorporated

Date

Signed

Executive Director

Approved by the Lutheran Church of Australia
South Australia and Northern Territory District Incorporated, District Church Council

Date Date

Signed Signed

Bishop

District Administrator