

The Rules of The Independent Schools Education Association Incorporated

1 Name

The name of the Society is The Independent Schools Education Association Incorporated.

2 Interpretation

Whenever appearing in these rules the following expressions shall have the following meanings unless clearly inconsistent with the context -

"The Act" means the Incorporated Societies Act 1908

"The Registrar" means the Registrar of Incorporated Societies.

3 Objects

The objects for which the Society is established are:

A. General

- (i) To conserve, promote and advance the interests of education generally.
- (ii) To conserve and advance in particular the interests of Registered New Zealand Independent Schools, their staff and pupils.
- (iii) To promote or oppose proposed legislation, ministry policy or other measures or bye-laws affecting the interests of members.
- (iv) To seek redress for wrongs from which all, or any, of the members may from time to time suffer, or make representations by way of deputations, or otherwise bring under the notice of the Government of New Zealand, or of any other constituted authority, such matters as in the opinion of the Society require attention or alteration.
- (v) To use the funds of the Society as the Society may consider necessary, or proper, in payment of the costs and expenses of furthering and carrying out the objects of the society, or any of them, including the employment of counsel, solicitors, agents, officers and servants as shall appear necessary or expedient.
- (vi) To subscribe to, or become a member of, and co-operate with, any other Society, whether incorporated or not, whose objects are altogether, or in part, similar to those of this Society and to procure from, and communicate to, such Society such information as may be likely to forward the objects of this Society.
- (vii) To purchase, take on lease, or in exchange on hire, or otherwise acquire any real or personal property and any rights or privileges which the Society shall think necessary or expedient for the purpose of attaining the objects of the Society, or any of them, or promoting the interests of the Society or its members and to sell, exchange, let on bail, or lease with, or without option of purchase, or in any manner dispose of any such property rights or privileges as aforesaid.
- (viii) To do all such things as are incidental or conducive to the attainment of the above objects.

B. Employment Relations

- (i) To promote and enhance the collective employment interests of members by any lawful means.
- (ii) To function as a union under the Employment Relations Act 2000.

- (iii) To provide for the ratification of any negotiation for a collective agreement within a school or for more than one school, by the following procedure:

At the conclusion of negotiations, a copy of the draft terms of settlement shall be made available to all members to be covered by the collective agreement by the union. All those employees to be bound by the agreement shall be notified of the time and place of a ratification meeting within no less than 24 hours and no more than two weeks. Ratification shall occur upon the affirmative vote of more than 50% of those attending the meeting.

4 Membership

- (i) Those eligible for membership of the Society shall be any person who is a member of the staff of any Registered Independent School in New Zealand (or for Honorary Members, have been employed at such a school).

- (ii) There shall be four categories of member – Member (Teacher or Non-teaching Support Staff), Affiliated Member, Life Member and Honorary Member:

The following staff members of any Registered Independent School in New Zealand shall be eligible for Membership and so be enrolled upon payment of the appropriate annual subscription currently agreed to:

Teaching Staff, Chaplains, Librarians and anyone else engaged as teaching staff, and support staff.

Teachers or Support Staff employed on a pro-rata basis currently employed for less than fifty percent of the week normally worked in the Independent School concerned shall pay 50% of the appropriate annual subscription currently agreed to.

- (iii) Life Members:

This category shall be those existing members elected by a three-fourths majority or better of the votes of those present at an Annual General Meeting of the Society to be a Life Member of the Society provided that at no time shall there be more than fifteen living life members. Life Members shall pay no annual subscription.

- (iv) Honorary Members:

This category shall be available to members who on leaving employment at an Independent School wish to continue to support the Association and continue to participate in any benefits.

Honorary Members shall pay an annual subscription as determined by the National Executive to cover the costs of maintaining contact with the Association.

- (v) Affiliated Union Membership

Members of an inhouse union of an independent school may, on application to, and with the approval of, the National Executive, become affiliated union members of ISEA. Such members shall pay a fee as set by the National Executive.

Terms of affiliation shall be negotiated with the inhouse union. This arrangement shall be reviewed for each succeeding year by the National Executive at its term 4 meeting.

5 Register of Members

The Society shall be responsible through the administrator for keeping a register of all members of the Society containing their names, addresses and occupations and the dates at which they became members. The Society shall from time to time when required by the Registrar so to do under section 22 of the Act send to the Registrar a list of names, addresses and occupations of its members accompanied by a statutory declaration verifying that list and made by an officer of the Society.

6 Termination of Membership

(i) Any member may resign from his or her membership by giving the Administrator of the Society notice in writing to take that effect and every such notice unless otherwise stated shall take effect from the end of the school year then current.

(ii) Any member who ceases to be a staff member of a Registered Independent School in New Zealand shall cease to be a member from the date of the termination of his or her engagement as a staff member.

(iii) Any member who is suspended by his or her employing authority for unprofessional conduct or as the result of an indictable offence shall have his or her membership of this Society suspended.

(iv) Notwithstanding the provisions of clause 6(iii) the National Executive may withhold suspension if it considers that the member has been unjustly treated and may if requested, represent the member at any subsequent hearing of charges made by the employing authority.

(v) The National Executive may at any time by letter invite any member within a specified time to retire for breach by him or her of these rules and in default of withdrawal may submit the question of his or her expulsion to an independent tribunal or person to be heard within three calendar months from the date of such letter and at such hearing the member whose expulsion is under consideration may make representations verbally or in writing and may be represented.

7 Subscriptions

(i) The annual subscription rate will be set by the National Executive before the commencement of the financial year of the Society. All efforts will be taken to keep this rate to the minimum level consistent with providing members with good service and representation.

(ii) Every member shall pay an annual subscription to the society, either by direct payment, or by providing a signed authority to their employer to deduct the subscription in instalments from their salary.

Provided that:

- a. members paying by salary deduction will pay the standard deduction irrespective of when they join during the year.
- b. members paying the full fee directly after the first day of October may have their subscription carried forward to the following year.

8 Alteration of Rules

(i) These rules may be altered, added to, rescinded, substituted or otherwise amended by a resolution passed by two-thirds majority of the votes entitled to be cast by those present

and those casting postal ballots at an Annual General Meeting of which four weeks' notice has been given by the National Secretary of the Society.

(ii) Notice of such proposed change shall be given in the form of a signed Notice of Motion and shall set forth the purport of the proposed alteration, addition, substitution, rescission or other amendment and shall previously have been approved by a majority of those present and voting at a National Executive Meeting and shall be signed by the National President and National Secretary.

(iii) Postal ballot forms shall be distributed to all members four weeks before the Annual General Meeting and shall be returned to the Administrator no later than ten days prior to the Annual General Meeting.

9 Structure of the Society

Branches: Members in each separate school constitute collectively the **ISEA Branch** in that school and shall elect one of their number, within the first two weeks of the school year, as a representative to be known as the School Representative. The duties of the School Representative shall include:

- A. The representing of the members of their Branch.
- B. The chairing of any meetings of the Branch necessary to inform members fully of Association matters.
- C. The disseminating of information to members of their Branch as such information is made available regionally or nationally.
- D. The co-ordinating of the collection of subscriptions.
- E. The conducting of any elections within the Branch.

10 General Meetings of the Society

Annual General Meeting

(i) In every year there shall be constituted an Annual General Meeting of the Society consisting of the National President, the National Vice President and representatives from members in at least five schools. The date and venue of the Annual General Meeting shall be as determined by the National Executive.

(ii) The quorum of an Annual General Meeting shall consist of delegates and/or postal returns from five member schools.

(iii) Any member of the Society shall be entitled to attend, and speak, at the Annual General Meeting.

(iv) At Annual General Meetings the chair shall be taken by the National President, or in the National President's absence, by any member. The National President, National Vice President and all financial members attending and those casting postal ballots shall be entitled to vote. In the case of an equality of votes the member chairing the meeting shall be entitled to a casting vote as well as a deliberative vote.

(v) Four weeks before the Annual General Meeting the National Secretary shall send to each Branch Convener a notice thereof of the business to be transacted thereat, and the date and venue of the meeting along with postal ballot forms to each member detailing the resolutions to be discussed. Postal ballots shall be returned to the Administrator no later than ten days prior to the Annual General Meeting.

(vi) As resolutions may be amended by those members present at the Annual General Meeting, it shall be the decision of the President, or member acting as Chair of the meeting, whether to allow postal ballots to be cast. The President may rule that the original intent of the resolution has materially changed and disallow the postal votes on that resolution.

(vii) The Annual General Meeting shall have the general governance and conduct of the affairs of the Society and subject to the Rules, any decision of the Annual General Meeting shall be final and binding in relation to or arising out of the eligibility of membership of any person, the actions or affairs of any member, officers, or otherwise in connection with the Society.

(viii) The Annual General Meeting of the Society shall be held for the following purposes:

- (a) To receive from the National Executive a report, balance sheet and statement of account for the preceding year and an estimate for the current year.
- (b) To appoint by votes of those present and by postal ballot, an Honorary Auditor, a Legal Adviser and to make such other appointments as may be considered necessary.
- (c) To decide on any resolution which may be duly submitted to the meeting.

Special General Meetings

From time to time a Special General Meeting may be called to discuss a specific issue as determined by the National Executive. The National Secretary shall give fourteen days notice to each School Branch. The quorum for such a meeting shall be at least one member representing each of five different schools. Postal ballot forms regarding the specific issue shall be distributed to all members fourteen days prior to the Special General Meeting and shall be returned to the Administrator no later than one week prior to the Special General Meeting.

The specific issue shall be decided by a majority of those members attending along with those casting postal ballots.

11 The Executive

(i) The Executive shall comprise the National President, National Vice President, National Secretary-Treasurer, Immediate Past National President, nominated school representatives and may include a Patron to take into consideration geographic distribution, primary and secondary balance and gender balance.

(ii) The National Executive shall meet at least three times per year at such time and place as the National President or in the National President's absence, inability, or refusal to act, the National Vice President shall determine.

(iii) A quorum for a meeting of the National Executive shall be five.

(iv) Appointment of a National President and National Vice President.

(a) In each year a postal ballot shall be conducted amongst all financial members for the election of the National President and National Vice President of the Society.

(b) Nominees shall be financial members of the Society and shall attach their written consent to the form of nomination duly signed by two members of the Society.

(c) The election of the National President and National Vice President shall be initiated by the National Secretary-Treasurer and shall be by a simple majority of the votes cast. The result of the ballot shall be made known to all Branch Conveners.

(d) The National President and National Vice President shall take office on the first day of February following the conduct of the election.

(d) In the event of any casual vacancy in the office of National President or National Vice President whether by death, resignation, appointment to the position of Principal of a school, or ceasing to be a member of the Society, the National Vice President shall succeed to the office of National President, but otherwise the National Executive shall appoint a replacement for the balance of the term of office.

(v) Appointment and Duties of National Secretary-Treasurer and such other appointments as the National Executive may from time to time decide.

(a) These officers of the Society shall be appointed by the National Executive at its final meeting for the year and shall take office on the first day of February of the following year. These positions may carry with them a modest honorarium.

(b) The National Secretary-Treasurer shall be responsible for the oversight of:

i) the management of the affairs of the Society according to the requirements of the Constitution,

ii) the usual books and accounts and the preparation of the balance sheet and statements of accounts of the preceding year for submission to the Annual General meeting,

iii) any other policies and directives that the National Executive may determine.

(c) In the event of the resignation or death of the Secretary-Treasurer the National Executive shall appoint a replacement.

(vi) Patron

(a) The Society may from time to time appoint a Patron who shall hold office for a term of one year, and whose appointment for succeeding terms of one year may be confirmed at each subsequent Annual General Meeting of the Society.

(b) Two members of the Society together may nominate any person they consider suitable to be Patron of the Society. The nominee shall sign such a nomination to indicate acceptance.

(c) A sole nominee may be appointed by a majority vote at the Annual General Meeting of the Society as constituted under Rule 10.

12 Employed Officers of the Society.

(i) The Society shall employ such officers as may be required for efficient operation. Such officers will be paid an appropriate salary for their work.

(ii) These officers will include a Chief Executive Officer, an Administrator, an Employment Officer, and such other officers as may be required from time to time.

(iii) **a Chief Executive Officer.**

The Chief Executive Officer is ex officio a member of the National Executive, and will:

- oversee the day to day running of the union's business.
- organise the production of a newsletter, at least six times a year.
- visit member schools regularly.
- represent the Society in public, particularly with the CTU and other unions as well as in the political arena.

- carry out such other tasks as the Executive may from time to time require.

b Employment Officer

The Employment Officer is ex officio a member of the National Executive, and is responsible for the oversight of employment issues as they affect the Association.

This includes:

- negotiation of collective agreements on behalf of members in schools
- advice for members in employment conflict situations
- provision of articles on employment issues for the Newsletter.

c Administrator.

The Administrator will act as Minute Secretary for the National Executive, and will oversee the general administration of the Society's affairs and finances.

This includes:

- maintaining the membership base
- liaison with school bursars to ensure deduction system operates smoothly
- keeping the accounts and preparing the accounts annually for auditing.
- distribution of newsletters and any other materials to members.
- responsibility for queries through the website.
- any other secretarial and administrative assistance the Executive may require from time to time.

(iv) Ex-officio members of the National Executive shall be the Executive Officer, the Employment Officer, together with any other employees of the Society the Executive may appoint from time to time.

13 National Conference.

A National Conference may be organised to coincide with the AGM each year. This conference should aim to make a significant contribution to the professional development of members in attendance. Ex officio members of the National Executive shall be the Executive Officer, the Employment Officer, together with any other employees of the Society the Executive may appoint from time to time.

14 Common Seal

(i) The common seal of the Society shall be that appointed by the National Executive who shall be responsible for the safe custody thereof.

(ii) Whenever the Common Seal of the Society is required to be affixed to any deed, document, writing or other instrument the seal shall be affixed pursuant to a resolution of the National Executive or of an Annual or Special General Meeting by the National President or any other member of the National Executive thereby authorised to affix the seal and the person so affixing the seal shall at the same time sign the document to which the seal is so affixed.

15 Control and investment of Society's Funds

(i) All monies received by and on behalf of the Society shall forthwith be paid to the credit of the Society in an account with such Bank or Savings Bank from time to time approved by the National Executive, and all cheques or withdrawal slips shall be signed by the National Secretary-Treasurer, or any nominees approved at the first meeting of the National Executive in the financial year.

(ii) The Society may from time to time invest, and reinvest, in such securities being authorised trustee investments and upon such terms as it shall think fit the whole or any part of its funds which shall not be required for the immediate business of the Society.

16 Winding Up

(i) The Society may be wound up voluntarily if the Society at a Special General Meeting of its members, taking into consideration a postal ballot of members, passes a resolution requiring the Society so to be wound up and the resolution is confirmed at a subsequent Special General Meeting called together for that purpose, and held not earlier than thirty days after the date on which the resolution so to be confirmed was passed.

(ii) If upon the winding up or dissolution of the Society there remains after the satisfaction of all costs and its debts and liabilities any property or assets whatsoever, the same shall be divided between the financial members of the Society equally.

17 Power to Borrow Money

The Society shall in addition to the other powers vested in it have power to borrow or raise money from time to time, by the issue of debentures, bonds, mortgages or any other security founded, or based on, all or any of the property and/or rights of the Society, or without any such security and upon such terms as to priority and otherwise as the Society shall think fit, but the power of so borrowing or raising money shall not be exercised except pursuant to a resolution of the Society passed in General Meeting except that the National Executive shall have power to arrange overdraft accommodation on its current account.

ADOPTED BY A SPECIAL GENERAL MEETING held on Thursday 22nd April 2010.