

## **AAIBS Proposed Changes to the Constitution of the Association of Australasian IB Schools and Rules and Regulations of AAIBS Ltd at the AGM September 2017**

The Association of Australasian IB Schools (AAIBS) has reviewed the Rules and Regulations of AAIBS Ltd and seeks endorsement by AAIBS members of the following recommended changes that relate to:

- Ensuring our constitution and rules and regulations meet the standards as set by Consumer and Business Affairs South Australia (the jurisdiction under which AAIBS is incorporated)
- To reflect recent changes within the IB
- Addition of the Career-related programme to the constitution under IB Programmes
- Clarification and changes to the rules for membership
- Ability for proxy attendance at General Meetings of the Association
- Terminology changes to remove gender
- Minor grammatical changes

### **Resolutions:**

#### *Preamble*

- 1. That the Preamble of the Constitution of the Association of Australasian IB Schools and the Rules and Regulations of AAIBS Ltd be amended as follows to include schools that deliver 'The Career-Related Programmes' as members:**

The Association comprises members who are candidate, partner or fully authorised schools delivering at least one IB Programme.

- The Primary Years Programme
- The Middle Years Programme
- The Diploma Programme
- The Career-Related Programme

#### *1. Name*

- 2. That Section 1 'Name' of the Constitution of the Association of Australasian IB Schools and the Rules and Regulations of AAIBS Ltd Rules and Regulations of AAIBS Ltd be amended as follows:**

so that Section 1 changes from

1. The name of the Association shall be the Association of Australasian IB Schools (AAIBS)

#### *to read*

The name of the incorporated Association is the Association of Australasian IB Schools (AAIBS), referred to herein as "the Association"

#### *2. Interpretation*

- 3. That Section 2 'Interpretation' dot-point 13 of the Constitution of the Association of Australasian IB Schools and the Rules and Regulations of AAIBS Ltd be amended as follows:**

The phrase 'a High School or a school' be replaced with 'a Partner School with an Authorised school'

so that Section 2 Dot-point 13 changes from

"Associate Member" shall mean any school that is a High School or a school implementing an IB programme, and has been admitted to Associate Membership according to the provisions of this Constitution.

*to read*

“Associate Member” shall mean any school that is a Partner School with an Authorised school implementing an IB programme, and has been admitted to Associate Membership according to the provisions of this Constitution.

**Membership**

**4. That Section 4 ‘Membership’ of the Constitution of the Association of Australasian IB Schools and the Rules and Regulations of AAIBS Ltd be amended as follows:**

Section 4.1 be amended

Section 4.4 be amended and 4.4.1 be amended

Section 4.6 be amended and Section 4.6.1 be removed

Section 4.7 be added

so that Section 4.1 changes from

4.1 A school shall become a School Member by majority vote at the Annual General Meeting of the Association. Any school nominated for membership must be proposed and seconded by school members. Election to membership shall be by simple majority.

*to read*

4.1 Any school that is a fully authorized, candidate or partnership school delivering at least one IB programme is eligible to apply for Membership of the Association. The application for membership shall be made in writing, signed by the school Head. Upon acceptance of the application by the Standing Committee and payment of the first annual subscription, the applicant school shall become a member.

4.1.1 A school may become a Full Member if they are a fully authorized IB school.

4.1.2 A school may become an Associate Member if they are a Candidate IB school until such time as they become a fully authorized school, or if they are a partner school with an authorized school implementing an IB programme.

4.1.3 A school may become a Partner Member if they are a partner school with an authorised school implementing an IB programme, and have been admitted to Associate Membership.

so that Section 4.4 changes from

4.4 A school shall cease to be a member of the Association:

- by delivering its resignation in writing to the secretary;
- on its dissolution;
- on being expelled; or
- by failing to pay the membership fee within 60 days of the due date in any calendar year.

4.4.1 A school member may be expelled by a special resolution of the Association passed at a general meeting and supported by three-quarters of the total membership.

4.4.2 The notice of resolution for expulsion shall be accompanied by a statement of the reasons for the proposed expulsion.

4.4.3 A school which shall be the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

*to read*

4.4 A school shall cease to be a member of the Association:

- by delivering its resignation in writing to the secretary;
- on its dissolution;
- on ceasing to be an Accredited IB School
- on ceasing candidacy toward accreditation as and IB School
- on being expelled; or
- by failing to pay the membership fee within 90 days of the due date in any calendar year provided always that the Standing Committee may reinstate such a school's membership on such terms as it sees fit.

4.4.1 Subject to giving a member an opportunity to be heard or to make a written submission, the Standing Committee may resolve to expel a member upon a charge of misconduct detrimental to the interests of the association

4.4.2 The notice of resolution for expulsion shall be accompanied by a statement of the reasons for the proposed expulsion.

4.4.3 A school which shall be the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

so that Section 4.7 is added to *read*

4.7 A register of members must be kept and contain:

- the name and address of each School Member and the name of the representative of the School
- the date on which each member was admitted to the Association, and
- if applicable, the date of and reason(s) for termination of membership.

***Annual General Meeting***

**5 That Section 5 'Annual General Meeting' of the Constitution of the Association of Australasian IB Schools and the Rules and Regulations of AAIBS Ltd be amended as follows:**

Section 5.1 be amended

Section 5.6 be amended

Section 5.7 be amended

Section 5.8 be added

so that Section 5.1 changes from

5.1 The Association shall, in each calendar year, hold an Annual General Meeting. The attendance of 40 per cent of the school member representatives shall constitute a quorum at the General Meeting.

*to read*

5.1 The Association shall, in each calendar year, hold an Annual General Meeting. The attendance of 40 per cent of the school member representatives present personally or by proxy and entitled to vote shall constitute a quorum for the transaction of business at any General Meeting.

so that Section 5.6 changes from

- 5.6 All questions at General Meetings shall be decided by a majority of the membership and who are represented at such meetings, or who have lodged a postal vote. In the case of an equality of votes, the Chair shall not have the casting vote and the question shall be deemed to be decided in the negative.

*to read*

- 5.6 All questions at General Meetings shall be decided by a majority of members at the meeting who vote in person or, where proxies are allowed to vote, by proxy, or have lodged a postal vote. In the case of an equality of votes, the Chair shall not have the casting vote and the question shall be deemed to be decided in the negative.

so that Section 5.7 changes from

- 5.7 If the required 40% of the membership is not present personally or by proxy at a General Meeting, a postal vote of the total membership shall be taken within 90 days. If a majority or more of those responding within a period of 30 days from the date of mailing are in favour, the proposal(s) shall be approved and acted upon.

*to read*

- 5.7 If within 30 minutes of the time appointed for the meeting the required 40% of the membership is not present personally or by proxy at a General Meeting, a postal vote of the total membership shall be taken within 90 days. If a majority or more of those responding within a period of 30 days from the date of mailing are in favour, the proposal(s) shall be approved and acted upon.

so that Section 5.8 is added to *read*

- 5.8 A School Member shall be entitled to appoint in writing a representative of a Full Member School to be their proxy to attend and vote on their behalf at any General Meeting of the Association.

*Annual General Meeting*

**6 That Section 6 ‘Annual General Meeting’ of the Constitution of the Association of Australasian IB Schools and the Rules and Regulations of AAIBS Ltd be amended as follows:**

Section 6.1 be amended  
Section 6.2.1 be amended  
Section 6.2.5 be amended

so that the word ‘Chairman’ in Section 6.1 is replaced with the word ‘Chair’

*to read*

- 6.1 The Standing Committee members shall consist of up to 10 elected individuals who shall be IB Co-ordinators or Heads of IB schools. The immediate past Chair will be co-opted as an additional member. The Standing Committee will have the power to co-opt members to the Committee so as to afford fair and adequate representation of the diversity of the schools and programmes represented by the IB in Australasia. Co-opted members may be invited to join from like-minded organisations.

so that the word ‘him’ in Section 6.2.1 is replaced with the words ‘him/her’

*to read*

- 6.2.1 The term of office of an elected member of the Standing Committee shall be two years. A co-opted member shall serve until the next election following the co-option. A retiring member shall be eligible for election or cooption, other than the Immediate Past Chair whose term of service will be his/her term as an elected member in addition to his/her term as Immediate Past Chair.

so that the term ‘A CRP coordinator’ is added in Section 6.2.5

*to read*

6.2.5 That, subject to receipt of nominations, at least one member of the Standing Committee is to a DP coordinator; an MYP coordinator; a PYP coordinator; a CRP coordinator, a Head of an IB school.

*Amendment*

**7 That Section 7 ‘Amendment’ of the Constitution of the Association of Australasian IB Schools and the Rules and Regulations of AAIBS Ltd be amended as follows:**

so that Section 7.1 changes from

7.1 Changes to the Constitution of AAIBS shall be made by simple majority vote at a General Meeting where a majority of the membership is present.

*to read*

7.1 Changes to the Constitution of AAIBS shall be made by simple majority vote at a General Meeting where a majority of the membership is present in person or by proxy.

**Motion: That amendments to the Preamble and Sections 1; 2; 4; 5; 6 and 7 of the Constitution of the Association of Australasian IB Schools and the Rules and Regulations of AAIBS Ltd be accepted and ratified.**