



Wellington Preparatory School & College

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CONSTITUTION

Date: 9 May 2018

CONSTITUTION

1. WELLINGTON PREPARATORY SCHOOL AND COLLEGE

1.1 The organisation hereby constituted will be called Wellington Preparatory School and College

1.2 Its shortened name will be 'WPS&C (hereinafter referred to as the organisation).

1.3 Body corporate

The organisation shall:

- Exist in its own right, separately from its members.
- Continue to exist even when its membership changes and there are different office bearers.
- Be able to own property and other possessions.
- Be able to sue and be sued in its own name.

2. Objectives

The organisation's primary objectives are:

- The organisation is a pre-primary, primary and secondary, co-educational facility that educates children in the English medium.
- Emphasis is placed on high academic standards coupled with instilling an awareness of our natural environment and resources. A practical, hands-on method of teaching is fostered.
- The organisation endeavours to make the facility affordable whilst maintaining small classes. This enables each child to have quality time with their teacher and receive focused, stimulating and exciting education as an individual whilst functioning in a group. Each child needs to be made aware of his / her individual importance and his / her relationship to the world.
- The organisation further commits to procure sponsorship to allow previously disadvantaged learners the opportunity to receive a good education at WPS&C. The aim is to have at least 15% of the learners at any given time receiving full or partial sponsorship.
- The organisation is nestled within the hub of the Paarl / Wellington communities, which will by design, bring together a rich, vibrant and diverse learner base thus ensuring a contextually balanced social environment within which children may be educated.
- The rural setting and surrounding farming life on Diemersfontein offers the ideal educational platform exposing the children to a holistic and balanced approach to life.
- At WPS&C, the child and his / her education remain the centre of all activities.

The organisation's secondary objectives are to:

- To recognise that the children of today represent our future. We therefore set out to create a school where the child's development is at the centre of all activities.
- To develop a caring and considerate environment in which pupils are nurtured and develop academically to their maximum latent potential.
- To attract pupils from the broader demographic and cultural spectrum, ensuring that all children are educated together in a balanced and integrated environment. We strive to

have a good racial and cultural balance that reflects the demographics of the Wellington area and surrounds.

- A balanced way of teaching is fostered in which academic, artistic and physical education subjects are taught in a manner that encourages integration between social and emotional development.
- To strive to develop an excellent relationship between pupils, teachers, parents and the community, maintaining freedom of discussion and a healthy respect for opposing points of view. We encourage individual opinions whilst learning to take responsibility for our actions.
- Generosity and humility are to be appreciated and shared by all members of the school. We consider politeness, courtesy, honesty and integrity to be core values, incorporated in every school activity.
- To develop life skills through practical hands-on and `real-life` experiences.

The following educational principles form the foundation of WPS&C:

- English medium, affordable, with experienced teachers who are eager to embrace a broad/lateral manner of tuition.
- Small classes, where each child has quality time with their teacher, receiving a focused, stimulating and exciting education.
- An institution offering co-education within a balanced equity profile, preparing and enabling pupils to fully integrate and interact with the broad spectrum of cultural diversity in today's world.
- Nurturing of qualities such as honesty, loyalty, integrity, tolerance, leadership, respect, tenacity and self-confidence.
- A broader education designed to not only expose the children to life skills, but engender independence and lateral thought.
- Pupils are to be educated in the classrooms and the outdoors in a balanced fashion.
- Instil and engrain an appreciative awareness of the sensitive ecology.

3. Income and property

- 3.1 All the immovable property of the organisation shall be registered in the name of the Wellington Preparatory Educational Trust and shall be held by them in trust for the organisation. No such property may be sold or mortgaged without the prior consent of the trustees of the Wellington Preparatory Educational Trust as well as the Management Committee.
- 3.2 The organisation must keep full and comprehensive record of all property owned and/or held in trust.
- 3.3 Members of the Management Committee have no rights to the property or assets of the organisation purely by serving on the committee.
- 3.4 The property and funds of the organisation may only be used in the furtherance of the organisation's objects.
- 3.5 The organisation is prohibited from distributing any funds or property to any member or office bearer, except by way of reasonable remuneration for services rendered, or as reimbursement for expenses incurred on behalf of the organisation.
- 3.6 The Management Committee shall be responsible for the upkeep, repair and maintenance of all buildings and shall ensure that they are insured against risk of damage and destruction.
- 3.7 The Management Committee shall have the right to acquire, dispose of, erect, demolish, control use or in any manner deal with all property funds subject to the provisions in 3.1.
- 3.8 The Management Committee shall have the right to apply for a bank loan in order to make improvements to the organisation.

4. Membership and General Meetings

4.1 Membership of the organisation shall be open to all parents and guardians of children enrolled at WPS&C.

4.2 Other members may be co-opted at the discretion of the Management Committee.

4.3 The membership of the organisation will continually change as the learner base changes.

4.4 The Management Committee may make a distinction between ex officio and full membership with regards co-opted members.

4.5 Only members whose school fees are not in arrears may vote at meetings.

5. Management

5.1 Power

Save the powers reserved to the Principal, the Management Committee shall control and be responsible for the policy, finances and general administration of the organisation.

5.2 Composition; quorum; appointment; rotation

5.2.1 The Management Committee shall consist of no more than nine members including the ex-officio members.

5.2.2 A Quorum of the Management Committee shall be half the number of members of the Management Committee.

5.2.3 Appointment of members of the Management Committee:
The Management Committee shall be composed as follows:

5.2.3.1 The Principal

5.2.3.2 Four parents of learners at the school, elected for a one year term by the parents

5.2.3.3 At least two founder members

5.2.3.4 The owner of Diemersfontein or his appointed representative.

5.2.4 Re-election; Retirement; Rotation and Vacancies

5.2.4.1 Persons elected as members of the Management Committee shall cease to be members at the expiry of their term; but shall be eligible for re-election.

5.2.4.2 Members of the Management Committee shall cease to be members if they no longer hold the office which qualified them for membership or if they are no longer qualified in terms of 5.2.3.2, or if they no longer enjoy the confidence of the body which elected them as representative on the Management Committee.

5.2.4.3 If a member of the management committee does not attend three management committee meetings in a row, without having applied for and obtaining leave of absence from the management committee, then the management committee will find a new member to take that person's place.

5.2.5 Proceedings

5.2.5.1 The Management Committee shall elect in January of each year a Chairman and Deputy Chairman to hold office for the year. The Chairman shall enjoy a casting as well as a deliberative vote as a member of the Management Committee.

5.2.5.2 The Management Committee may appoint an Executive Committee to exercise such powers as may be delegated to it by the Management Committee, but the decisions thereof shall require ratification by the Management Committee.

5.2.5.3 The Management Committee may appoint such sub-committees as it deems fit to carry out certain of its functions, such sub-committees having the power to co-opt persons who are not

members of the Management Committee, subject to the condition that each such sub-committees shall be obliged to report to the Management Committee regularly and the decisions thereof shall require the ratification of the Management Committee.

- 5.2.5.4 The Management Committee shall appoint a Secretary and such other officers as it may deem necessary for the exercise of its functions and shall be entitled to dismiss such persons.
- 5.2.5.5 The Management Committee may adopt such practice and rules from time to time as it may deem fit, including rules relating to the confidentiality of certain of its proceedings pertaining to matters of a sensitive nature which shall be observed by all the Management Committee members.
- 5.2.5.6 Decisions made by the committee are done so through discussion and if required, a vote. As per 5.2.5.1, the Chairman holds a casting as well as a deliberative vote as a member of the committee. Should a decision need to be made urgently and all members are not available to convene together, then a decision can be reached by email discussion in which all members take part.
- 5.2.5.7 Management Committee meetings are to be held at a minimum of once a term. A quorum of half the number of members must be present to consider the meeting valid.
- 5.2.5.8 Minutes of the meetings are to be taken and distributed to members after the meeting.

5.3 The Principal

- 5.3.1 The Principal shall be appointed by the Management Committee.
- 5.3.2 The Principal shall be responsible for all matters pertaining to education and discipline and also for ensuring that the organisation is run efficiently with the assistance of the teaching and other staff.
- 5.3.3 After having informed the Chairman of the Management Committee, the Principal shall have the right to request any parent to remove his or her child from the School.
- 5.3.4 The Principal shall be entitled to appoint all members of staff at salaries determined by the Management Committee and shall, after having followed due process and informed the Chairman of the Management Committee, have the right to dismiss any member of the staff subject to the right to appeal to the Management Committee.

5.4 Liability of members of the Management Committee

Subject to the provisions of any relevant statute, every member, Secretary or other office or servant of the Management Committee shall be indemnified by the Management Committee in respect of all acts done in good faith on its behalf, and it shall be the duty of the members, out of the funds of the Management Committee to pay all costs, losses and expenses which any such officer or servant may have incurred or become liable for by reason of any contract entered into, or act or deed done by him in his capacity as an officer or servant or in the discharge of his duties.

Subject to the provisions of any relevant statute, no member or other officer of the Management Committee shall be liable for the acts, receipts, neglects or defaults of any other member or officer, or for joining in any receipt or other act for conformity or for any loss or expense happening to the Management Committee though the insufficiency or deficiency of title to any property acquired by order of the members, or on behalf of the Management Committee, or for the insufficiency or deficiency of any security in or upon which any of the monies of the Management Committee shall be invested or for any loss or damage arising from bankruptcy, insolvency or tortuous act of any person with whom any monies, securities or effects shall be deposited or for any loss or damage occasioned by any other loss, damage or misfortune whatever which shall happen in the execution of the duties of his office or in relation thereto unless the same happen through his / her own dishonesty.

6. Powers of the organisation

The management committee may take on the power and authority that it believes it needs to be able to achieve the objectives that are stated in point number 2 of this constitution. Its activities must abide by the law.

6.1 The management committee has the power and authority to raise funds or to invite and receive contributions.

6.2 The management committee does, however, have the power to buy, hire or exchange for any property that it needs to achieve its objectives.

6.3 The management committee has the right to make by-laws for proper management, including procedure for application, approval and termination of membership.

6.4 Organisations will decide on the powers and functions of office bearers.

7. Finances

7.1 A bank account is to be opened in the name of the organisation in order to conduct financial transactions.

7.2 Day to day finances are to be properly kept by the school bursar. This role includes managing petty cash, making payments to creditors as well as salary payments and also billing parents for school fees.

7.3 There are to be 3 signatories for any bank account opened in the name of the organisation, with 2 signatures required for any banking transactions. The signatories must be members of the Management Committee, one being the Chairperson.

7.4 The school finances are to be audited on an annual basis by an external auditing firm appointed by the Management Committee.

7.5 The financial year of the school will run from 1 January to 31 December each year.

7.6 Financial statements must be drawn up within six months after the end of the financial year.

7.7 Accounting records and (audit) reports must be submitted to the Director of Non-profit Organisations within eight months after the end of the financial year. This information is also to be submitted to the subsidy division of the Western Cape Education Department within 6 months after the end of the financial year.

7.8 The Management Committee will set school fees by 31 July of the preceding year and reserves the right to increase fees during the course of a year under exceptional circumstances.

7.9 School fees are used for all running costs of WPS&C. These include, but are not restricted to, salaries of all staff, maintenance and improvement to the grounds and buildings, all classroom requirements.

7.10 If the organisation has funds that can be invested, the funds may only be invested with registered financial institutions. These institutions are listed in Section 1 of the Financial Institutions (Investment of Funds) Act, 1984. The organisation can go to different banks or registered financial institutions to seek advice on the best way to look after its funds.

8. Changes to the constitution

8.1 No amendment of this Constitution shall be valid without the prior approval of the Management Committee. A two-thirds majority vote as well as approval from the WPS Educational Trust is required to make amendments.

8.2 No amendments may be made which would have the effect of making the organisation cease to exist.

8.3 Copies of any amendments to the constitution must be submitted to the relevant authorities and/or institutions as required by law.

9. Dissolution/Winding-up

9.1 The organisation may close down if at least two-thirds of the members present and voting at a meeting convened for the purpose of considering such matter, are in favour of closing down.

9.2 When the organisation closes down it has to pay off all its debts. After doing this, if there is property or money left over it should not be paid or given to members of the organisation. It should be given in some way to another non-profit organisation that has similar objectives. The organisation's general meeting can decide what organisation this should be.

Accepted as the Constitution of Wellington Preparatory School and College on 9 May 2018.

Johnsen

Chairperson

[Signature]

Witness

10/05/2018

Date

Bill McDonald

Deputy Chairperson

Kumala

Witness

10/5/2018

Date