



THORNIE
Christian College

Constitution

Learning for life!

Thornlie Christian College, a Ministry of Thornlie Church of Christ
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PREAMBLE

Thornlie Christian College (Inc.) exists as a Ministry of Thornlie Church of Christ (Inc.)
Believing that it is the duty and privilege of Christian parents to provide Christian education for their children and believing that this can be best accomplished by concerted action, namely, by the establishment of Christian schools, the Association hereby makes and adopts the following Constitution.

1. NAME

Thornlie Christian College

2. OBJECT

The object of the Association is to establish a school or schools to provide an education which treats all aspects of the curriculum in the light of God's word and in which students will be encouraged to develop the abilities which God has given them as fully as possible as they grown towards Christian maturity in the fear and nurture of the Lord.

3. STATEMENT OF FAITH

1. THE GODHEAD

We believe there is one God, eternally existing in three Persons, Father, Son and Holy Spirit
Deut. 6:4, Is. 40:28, 2 Cor. 13:14

2. THE SOVEREIGNTY OF GOD

We believe that God, being Sovereign, exercises supreme and absolute control over all creation. We believe that the Universe was created by the express word of the Sovereign God, and not by chance evolutionary. 1 Chron. 29:11, Dan. 4:35, Gen. 1:2, Ps. 33:6, John 1:3

3. THE HOLY SCRIPTURES

We believe the Holy Bible as originally written to be the inspired Word of God, authoritative and inerrant. The Bible contains all that is necessary for Salvation, and sets absolute standards for every age and life, no other authority is necessary. Ps. 119, 2 Tim. 3:16 & 17, 2 Pet. 1:20 & 21, Matt. 5:18, John 16:12 & 13

4. THE DEITY AND WORK OF CHRIST

We believe in the Deity of our Lord Jesus Christ, who though being the Eternal Son of God, humbled Himself and became man. He was conceived of the Holy Spirit and born to the virgin Mary, so that he could reveal God and redeem sinful man. He accomplished our Redemption and Atonement by His sinless life and His sacrificial death on the cross as our representative and substitute. His bodily resurrection is the assurance that our salvation has been accomplished. He is now in Heaven exalted at the right hand of God, where He is our High Priest and advocate. We believe that He will return in power and glory to set up His Kingdom. John 1:1, 2 & 14, Phil. 2:6 – 8, Luke 1:35, John 14:7, Rom. 3:24 & 25, 1 Cor. 15:3 – 8, Rom. 4:25, 1 Pet. 1:3 – 5, Eph. 1:20, Heb. 4:15 & 24, 7:25, Matt. 24:20 & 21, 25:31 – 34

5. SATAN

We believe that Satan is a real being. Throughout the Bible he is always shown to be hostile to God and man. His defeat has been accomplished by the sinless life, death and resurrection of Jesus Christ. Victory over Satan and his works will be complete at the end of the age. Gen. 3:1 – 6, Rev. 12:9 & 10, Job 1:6 & 7, Matt. 4:2 – 11, Is. 14:12 – 17, 1 Pet. 5:8, Acts 26:18, 1 John 3:8, Heb 4:15, 7:26, 2:14, Rom. 6:8 & 9, Rev. 20:10

6. THE LOST STATE OF MAN

We believe that man was created in the image of God, but through Satan's activity and Adam's subsequent sin, inherited a sinful nature, became alienated from God and is unable to regain his original condition by his own efforts. Gen. 1:26 & 27, 3:1 – 6, Rom. 5:12, Eph. 2:12, Rom. 3:23, Is. 64:6 & 7

7. SALVATION

We believe that salvation is the free gift of God, given to man by grace and received by personal faith in the Lord Jesus Christ. There is no other way to re-establish man's broken relationship with God. Eph. 2:8 – 10, John 1:12, Eph. 1:7, Acts 4:12

8. THE ETERNAL FUTURE

We believe in the resurrection of both the saved and the lost – they who are saved to eternal life in Heaven and they who are lost to eternal damnation in Hell. Luke 16:19 - 26, 23:43, 2 Cor. 5:8, 2 Thess. 1:7 – 9, Rev. 20:11 – 15

9. THE PERSON AND WORK OF THE HOLY SPIRIT

We believe that the Holy Spirit is a person, is God, and therefore possesses all the divine attributes. He convicts the world of sin, righteousness and judgment. He indwells believers when they accept Jesus Christ as Lord and Saviour, sealing them for the day of redemption. His work continues in the life of believers to produce in them a Christ-like character. It is the task of the Holy Spirit to glorify Jesus and reveal His Word. Gen. 1:2, Acts 13:2, 2Cor. 3:18, Rom. 8:9, 1 cor. 6:17, Eph. 1:13 & 14, 12:12 – 14, Eph. 5:18, John 16:8 – 14, Eph. 4:30, Matt. 1:21

10. THE CHURCH

We believe that the holy universal Church is made up of all born again believers. It is both a spiritual and physical body, of which Jesus Christ is the head. Eph. 5:25 & 27, 1Cor. 12:12 – 14, Eph. 1:22 & 23

11. CHRISTIAN EDUCATION

We believe that learning for its own sake, or in isolation from a knowledge of His plan is of limited value. It is the function of Christian education to encourage the search for truth in the context of God's Sovereignty and His created universe. Eccl. 1:18, 1 Cor. 3:19, Eph. 6:4, Prov. 22:6, 9:9 – 10, 16:4, John 18:37, 17:17, 14:6

4. POWERS

1. The Association has power to do all things necessary to provide a Christian Education for the children of its members.

In particular, and without limiting the generality of the foregoing the Association may;

- (a) establish and maintain Christian schools
- (b) publish or contribute to the publication of periodicals, journals, magazines, books, papers, pamphlets and information generally
- (c) act as trustee, make investments, loans and guarantees and generally exercise the contractual, business and financial powers necessary or desirable for the more efficient achieving of its objects and exercise of the powers conferred on it by this constitution or by law.
- (d) give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or corporation
- (e) exercise all the powers conferred under the Associations Incorporation Act 1987 upon incorporation and in particular section 13 of such Act.

5. MEMBERSHIP

1. FULL MEMBERSHIP

Membership shall be open to any person over the age of 18 years interested in furthering the objects of the Association who declares his or her agreement with such objects, accepts and agrees with the Statement of Faith and indicates, by active Church membership in good standing that he or she has received Christ personally as Lord and Saviour.

2. ASSOCIATE MEMBERSHIP

Where any person is desirous of joining or supporting the Association, but is unable to agree fully with the Statement of Faith, the Board of Directors may admit that person to associate membership at their discretion. An associate member shall not hold any office nor have any voting rights, but shall be entitled to all other privileges and responsibilities of full membership.

3. Thornlie Church of Christ (Inc.) shall be admitted as a member of the Association, having all the rights and responsibilities of membership as specified in this Constitution. In all matters the Elders of the Church shall have rights of review and the power of veto. Should the Elders deem it necessary they shall have the right to give direction to the Association or its Board of Directors and may choose to exercise their rights in the manner set out in Clause 12 (Voting).

4. The Association shall keep and maintain in an up to date condition a register of the members of the Association and their postal and residential addresses.

6. *SUBSCRIPTIONS*

The annual subscription fee for membership of the Association shall be such amount as is fixed from time to time by the Board of Directors. To exercise voting rights at any meeting of the association, members must be financial prior to the Annual General Meeting.

7. *TUITION FEES*

Tuition fees shall be such as are determined annually by the Board of Directors. In determining such fees, the Board shall make allowance for total family income where appropriate and for the number of children from one family enrolled at the College.

8. *ANNUAL GENERAL MEETING*

There shall be an Annual General Meeting held in March of each year to elect Board Members and receive the financial statements and reports and approve the Budget.

9. OTHER GENERAL MEETINGS

1. The Chairman shall call a General Meeting or a Special General Meeting, to be held within six weeks after he receives a request to call such a meeting signed by not less than ten per cent (10%) of the financial members and stating the business to be transacted at the meeting.
2. The Chairman at the request of the Board of Directors shall call a General Meeting or a Special General meeting.

10. NOTICE OF MEETINGS

The Secretary shall give at least two weeks-notice of General Meetings to all financial members of the Association.

11. QUORUM

A quorum for a General Meeting shall be twenty five per cent (25%) of the financial members.

12. VOTING

1. At a General Meeting all questions other than amendments to this Constitution shall be resolved by a simple majority vote of the financial members present and voting.
2. For the purpose of Sub-clause 1, each financial member, including the Chairman, shall have a deliberative vote. A tied vote shall require the question to be re-presented.
3. The Elders of the Thornlie Church of Christ (Inc.) may exercise their rights of direction or veto at any meeting by exercising voting rights equal to the number of voting members present plus one vote. In such case the Church shall appoint a person to act as proxy on its behalf. Such appointment shall be in writing and shall be inspected by the Chairman of the relevant meeting and shall be prima facie evidence of such appointment.
4. Only those members who are financial members at the time shall be entitled, subject to the lawful procedure of the meeting, to vote upon any motion at any Annual or other General Meeting.

13. *EXPULSION OF MEMBERS*

The Board may terminate a person's membership after giving that person a reasonable opportunity of defence, by passing a resolution to that effect, on the grounds:

1. that membership and/or school fees are more than 3 months in arrears (without there being in place an arrangement with the Board for their payment), or
2. that the member has ceased to qualify for membership as set out in Clause 5 of this Constitution, or
3. that the member has conducted themselves in a manner unworthy of a member of the Association.

The right to terminate membership may not be exercised until:

- (a) reasonable notice has been given to the member in question of the intention to terminate their membership
- (b) written reasons for the proposed termination of membership are provided to the member at the same time as the notice contemplated by sub-clause (a) above, and
- (c) the member is given reasonable opportunity to be heard and to respond to the reasons referred to in sub-clause (b).

14. *RESIGNATION*

Any member of the Association may resign from membership at any time by notice in writing delivered to the Secretary of the Board of Directors.

15. *BOARD OF DIRECTORS*

1. There shall be a Board of Directors, consisting of nine (9) members of the Association, five (5) of whom shall be appointed by the Elders of Thornlie Church of Christ (Inc.), the remaining four (4) to be elected by the Association with no more than one (1) representative from any other single congregation or fellowship. Nominations for the four (4) elected positions are to be presented to the Elders of Thornlie Church of Christ by the first Tuesday of the month in which the Annual or other General Meeting is to be held. All nominees for elected positions must be approved by the Elders of Thornlie Church of Christ to be eligible for election.

Directors may nominate for re-election or re-appointment upon completion of a term, subject to the approval of the Elders of Thornlie Church of Christ. The term of appointment or election is for a two (2) year period unless otherwise specified to fill an incomplete term.

2. The Principal and Bursar of any school maintained by the Association shall be ex-officio members of the Board without voting privileges. No other employee in any school maintained by the Association shall be entitled to be a Board Member. Thornlie Church of Christ may also appoint an Elders' representative to be an ex-officio Member of the Board without voting privileges.

3. The Board shall elect from its number a Chairman, Vice Chairman, Secretary and Treasurer.
4. In the event of a vacancy on the Board due to resignation or otherwise, a replacement is to be appointed by the Elders of Thornlie Church of Christ or the Board determined by the procedures outlined in Clause 15.1. Such replacement shall hold office until the next Annual or other General Meeting.
5.
 - (a) The Board may appoint a member of the Board to act in the place of an office bearer during absences of the office bearer or when the office bearer is unable to act, and a person so appointed has, while so acting, all powers and duties and may exercise all the functions of that office bearer.
 - (b) The members of the Association may recommend to the Elders of Thornlie Church of Christ the removal of a Board Member from office on the following grounds:
 - (i) Failing to attend three (3) consecutive meetings without reasonable excuse
 - (ii) Failing or neglecting to carry out the duties of the office
 - (iii) Any of the reasons contained in Clause 13.
 - (c) The Elders of Thornlie Church of Christ may remove a Director from office at their discretion.

16. FUNCTIONS OF THE BOARD

Except as otherwise provided by this Constitution and subject to resolution of the Members of the Association carried at any Annual or other General Meeting, the Board shall:

1. have the general control, management (through the Chief Executive Officer/Principal) and administration of the affairs, property and funds of the Association)
2. have the responsibilities for the setting of policies affecting the administration of the College and its educational programme
3. have the responsibility for the ratification of appointment and termination of all staff (both teaching and non-teaching) and shall require employees to meet the requirements for full membership of the association as set out in Clause 5.1
4. determine the terms of reference of sub-committees and ratify appointments to such committees
5. consider for approval applications for membership of the Association.

17. BOARD MEETINGS

1. The Board shall meet as often as the Chairman or the Board think necessary, but at intervals not exceeding 2 months.
2. The secretary shall give at least two (2) weeks-notice of Board Meetings to all Members of the Board.

3. The quorum for a Board Meeting shall be five (5) voting members.
4. **Voting:** At a Board Meeting, all questions shall be resolved by a simple majority vote of members present and voting, and for that purpose each voting member, including the Chairman, shall have a deliberative vote. A tied vote shall require the question to be re-presented.

18. EXECUTIVE

The Executive shall consist of the Chairman, Secretary, Treasurer, Principal and Bursar.

19. FINANCE

1. All monies received for the purposes of the Association generally, or for the purposes of its school, Committees or agencies shall be received and controlled by such persons or Committees as the Board may from time to time appoint.
2. The Board shall authorise the opening of such Bank accounts as it may consider necessary and shall determine the method of operation of such accounts.
3. The Board may make such other determinations regarding the finances of the Association, consistent with this Constitution, as may be appropriate from time to time.

20. SEAL

1. The Chairman, Secretary and Treasurer for the time being shall be the official seal holders of the Association.
2. The Common Seal of the Association shall be kept in the custody of the Secretary or such person as the Board may from time to time direct and shall only affixed to any document or instrument at a meeting and pursuant to a resolution of the Board and in the presence of at least two (2) seal holders who shall sign any such document or instrument.
3. The Secretary shall keep record of all documents on which the Seal shall be affixed.

21. INCOME AND PROPERTY RESTRICTION

1. The income and property of the Association however derived shall be applied solely towards the promotion of the objects of the Association as set forth in this Constitution and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise, howsoever by way of profit, to the members of the Association. Provided that nothing herein shall prevent the payment, in good faith, of remuneration to any officer or servant of the Association, or to any member of the Association, in return for any services actually rendered to the Association, nor to prevent the payment of interest at a rate not exceeding the current bank rate, on money advanced by any member of the Association.
2.
 - (a) No real property or any interest in real property owned by the Association shall be sold, leased, made the subject of a licence, charged, mortgaged or otherwise pledged as security; and
 - (b) No agreement to purchase any real property or interest in any real property

Shall be entered into by the Association without the prior informed consent of the Thornlie Church of Christ (Inc.).

22. DISSOLUTION

1. The Association may be dissolved or wound up by a resolution at any General or Extraordinary General Meeting called for such purpose.
2. If upon the dissolution or winding up of the Association, after the satisfaction of all its' debts and liabilities and the costs, charges and expenses of that winding up there remains any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be distributed for charitable purposes or given or transferred to some other Christian Association or school incorporated under the Act and having objects similar, wholly or in part, to the objects of the Association and which shall prohibit the distribution of its or their income and property among its or their members, which Association or school shall be determined by the members of the Association at or before the time of dissolution or winding up, or in default thereof or if and insofar as effect cannot be given to such determination then such payment or distribution shall be determined by a Judge of the Supreme Court of Western Australia.

23. AMENDMENTS TO THE CONSTITUTION

No amendments to this Constitution shall be made except upon a resolution carried by a majority of not less than three fourths of the members present and voting at a General Meeting for which the quorum shall be half of the financial members, the notice of which shall have set out in extent the change proposed and which notice was given at least one (1) month prior to the meeting.

24. AUDIT

Once at least every year the accounts of the Association shall be examined and the correctness of the accounts and balance sheet ascertained by one or more properly qualified Auditor or Auditors.

A properly qualified Auditor or Auditors shall be appointed and his or their remuneration fixed and duties regulated in accordance with the relevant provisions of the Companies (Western Australia) Code.

25. MATTERS NOT PROVIDED FOR

Matters that are not provided for, or not adequately provided for in this Constitution, may be provided for in the form of by-laws issued by the Board or otherwise by resolutions of the Board not inconsistent with this Constitution.

26. CONTROVERSIAL ISSUES

1. In the interest of harmony amongst the membership of the Association, Controversial or Divisive doctrines which are not explicitly included in the Statement of Faith shall not be promoted within the Association or its school(s).
2. The Elders of Thornlie Church of Christ shall have the authority to determine whether particular issues are controversial or divisive, within the meaning of sub-section 1 of this clause.

27. INTERPRETATION OF CONSTITUTION AND STATEMENT OF FAITH

Any matters concerning the interpretation of this Constitution, the Statement of Faith and consequent implications thereof shall be referred to the Elders of Thornlie Church of Christ whose decision shall be binding on the Association and its members.