



PROPOSED ADOPTION OF SAPSSMS MUSIC SOCIETY NEW CONSTITUTION

EXPLANATORY NOTES

For several years it has become apparent that the Society has been operating under an outdated set of rules which are out of step with both legal requirements and those of our partner, the Department for Education. This has caused issues with regard to clarity, transparency and accountability.

The Society is also seeking to ensure that we meet the obligations stated in our current Memorandum of Administrative Agreement with the Department for Education, in addition to having significant recognition in our negotiations with the Department.

The Society is required to:

- 1. Review its constitution during the period of this agreement to ensure the composition of the Executive includes at least 50% membership of persons not directly involved in the production or administration of the Program.*
- 2. Review governance of SAPSSMS during the period of this agreement (including financial approvals and delegations) for officers, members and employees in line with best practice for not-for-profit organisations*
- 3. Comply at all times with its constitution.*

The Society has sought legal advice from working lawyers who are familiar with constitutional law with regard to this significant task.

Changes also reflect the feedback we received from Society members after the 2018 Annual General Meeting.

At more than 15 months, this process has been a lengthy one, and we now believe that we are ready to adopt a new constitution that will stand us in good stead for years to come.

Consequently, the Society Executive has voted to put forward a motion at the Annual General Meeting to adopt this new Constitution, thereby re-establishing the balance between Primary Schools' Music Festival team members, affiliated schools and other members of the Society.

Based on legal advice, the new Constitution will be voted on in its entirety – modifications to individual clauses will not be accepted.

All references to the Department of Education and Children’s Services (DECS) are to be replaced with the Department for Education. Clause 18.1 states that this is not necessary but, as there are other proposed amendments, it should be updated at this time.

The majority of changes are to clause numbers, and the inclusion of additional clauses, as the current Constitution has been reformatted into a more logical sequence based on *An Example of Rules for an Incorporated Association, SA Office for Consumer and Business Affairs, August 2012*.

New Clause	Current Clause	Explanation
2	18.1, 18.2	Addition of definitions
3	3.0	Objects becomes Purposes of the Society
4	4.0	Powers becomes Powers of the Society
	3.4	Deleted
4.1 4.2		Addition of new clauses
4.7	3.6	Replace the words ‘officers and servants’ with ‘staff’
5	4.0	Change in clause number
6	5.0	There is now a distinction between fee-paying and non-fee-paying members and clearer definitions as to appointment and voting rights.
6.2.4 6.2.5		Neither the Assistant Director of Music nor the Administrator is currently listed as a member of the Music Society.
6.3	5.5	Change in clause number
6.4		Additional clause
6.5		Additional clause
6.6		Additional clause
7	8	Executive becomes The Board
7.1.1		Second paragraph is additional
7.1.2 7.1.3 7.1.4		Additional clauses
7.2		There are 3 divisions of Board member
7.2.1.1	8.2.3	Change in clause number
7.2.1.2	8.2.4	Change in clause number
	8.2.5	Production Manager clause deleted. The current makeup of the Executive includes 50% members from the PSMF team. It is considered that the Manager, PSMF and Director of Music, PSMF have the role of representing the team with regard to all matters relating to the production of the Festival.
7.2.1.3	8.2.8	Change in clause number. The role is Administrator, not Administration Officer
7.2.2.1	8.2.1	Change in clause number
7.2.2.2	8.2.7	Ensures that we have a Treasurer who has a good working knowledge of financial processes and software packages.
7.2.2.3	6.3.2	Change in clause number
7.2.2.4	8.5	Change in clause number
7.2.2.5	9.1	Change in clause number
7.2.3.1	8.2.2	Change in clause number. It is an accepted standard for charities and not-for-profit organisations that positions be filled from members of an elected Board. In particular, this is the practice in our schools - boards are put in place and then from those boards offices are filled.

New Clause	Current Clause	Explanation
7.2.3.2	8.2.6	Change in clause number, addition of how that member is elected, to whom they are responsible, and whom they represent
7.2.3.3		Additional clause. Leaders from Affiliated schools have a vested interest in our program. We have long sought to increase their participation as it puts the Society in a much better negotiating position with the Department. A delegation of up to eight (8) school leaders (including the President) who represent the schooling sector will be in a much stronger position than our current delegation of one (1).
7.2.3.4		Additional clause. It is important that non-leader members of the Society also have a voice on the Executive.
7.2.3.5	10	Change in clause number
7.3		Additional Clause
7.4	8.3	Change in clause number
7.5		Additional Clause
7.6	8.7	Change in clause number
7.7		Additional Clause
7.7.3	8.6	Change in clause number
7.8		Additional Clause
7.9		Additional Clause
8	14	Change in clause number
9		Additional Clause
9.1	6.0	
9.1.1	6.1	Financial Report takes considerably longer than two months after the Festival to prepare, hence the suggestion of 31 st March and the addition of the words "for the previous year".
9.1.2	6.2.1 6.2.2	14 days changed to 21 days to give people more notice
9.1.3.1	6.3.1	
9.1.3.2	6.3.2	
9.1.5	6.5	Used to be by secret ballot
9.1.6	6.6	Change in clause number
9.1.7	6.7	Change in clause number
9.2	7	Change in clause number
9.2.1.2	7.1.2	Change in clause number, increase from 6 to 8 schools
9.2.4		Additional clause
10		Additional clause
11	12	Change in clause number
11.1	12.5	Change in clause number
11.2	12.3	Change in clause number
11.3	12.4	Change in clause number
11.4	12.1	Change in clause number
11.5	12.2	Change in clause number
11.6		Additional clause
11.7	12.6	Change in clause number
11.8		Additional clause
12	13	Change in clause number
13	16	Change in clause number
13.2	17	Change in clause number
14	15	Change in clause number, 14 to 21 days and 2/3 to 3/4 majority as per <i>Changes to an incorporated association's rules SA, October 2015</i>