

GOOD SAMARITAN COLLEGES AUSTRALIA

MANUAL OF POLICIES, STATEMENT AND PROTOCOLS

Introduction

Education of young people has been at the heart of the mission of the Congregation of the Sisters of the Good Samaritan of the Order of St Benedict since 1861. This ministry of Catholic education in the Good Samaritan/Benedictine spirit began within five years of the Congregation's foundation by John Bede Polding OSB, first Archbishop of Sydney. Ten incorporated Colleges are now members of the vibrant Good Samaritan Education Community in Australia.

Each of these schools, steeped in its Good Samaritan Benedictine traditions, retains its own distinctive spirit while sharing common characteristics of collaboration, teamwork and partnership. Principal, staff, students, parents, Board of Directors and Members of the Company of each College work together with the Superior and Council of the Congregation and with the Good Samaritan Education Council to develop educational communities where all members are valued.

The Congregation exercises ecclesial authority with respect to the colleges according to the provisions of canon law and is committed to participative leadership, promoting a discernment model of decision making that draws upon the wisdom both within and beyond the school communities. ([Good Samaritan Philosophy of Education](#))

The Congregation applies the principles of subsidiarity and the common good in exercising its authority with respect to the colleges so that decisions are made at the appropriate level. ([Preamble to the Constitution](#))

In July 2008, all policies, statements and protocols contained in the Manual at that time were reviewed, updated where necessary, and converted to a new policy and protocol format. New policies and protocols were developed to address identified gaps. Policies, statements and protocols will be approved by the Superior for use in all Good Samaritan Colleges when finalized. ([Const 7.5](#))

CORE DOCUMENTS

- 1.1 [Standardized College Constitution 5th edition](#)
- 1.2 [Standardized College Lease February 2003](#)
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- 1.4 [Philosophy of Education](#)
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- 2.6.1 [Schedule B Proforma – Salary Schedules and Procedures NSW Form](#)
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1. Core Documents

GSCA 1.1 Standardized College Constitution - 5th edition (January 2009)

PREAMBLE

The Congregation of the Sisters of the Good Samaritan (the Congregation) over the period 1981 to 1993 moved progressively to vary the mode of governance of each of its colleges from an unincorporated apostolate of the Congregation to a Company limited by guarantee. In making this change the Congregation wished to preserve the original purpose of each college in terms of religious identity, status as a not-for-profit organisation, and integration within the life and mission of the Catholic Church.

The ethos of the College is derived from the philosophy of education of the Congregation. This philosophy is given practical expression in the lived experience of the colleges. Each incorporated college is therefore commissioned by the Congregation to carry forward the Good Samaritan tradition in education.

The Congregation exercises ecclesial authority in respect to the colleges according to the provisions of canon law. In the exercise of this authority the Congregation applies the principles of subsidiarity and the common good. This means that decisions are made at the appropriate level as outlined in the constitution, and that the Congregation provides coordination and support across its network of colleges and encourages mutual support among the colleges.

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THE GOOD SAMARITAN PHILOSOPHY OF EDUCATION

Origins

The Congregation of the Sisters of the Good Samaritan of the Order of St Benedict was founded in Sydney by John Bede Polding OSB, Australia's first Catholic Archbishop, on 2 February 1857. This new Congregation, the first to be founded on Australian soil, was formed to care for disadvantaged and abused women. Polding, however, gave the Congregation a broad and flexible scope in its mission and by giving the name, "Sisters of the Good Samaritan"; he indicated that the Sisters were to have a Christ-like attitude of compassion and care for those they served. They would be *"ready to teach in schools, to visit and assist the sick in their own homes and in hospitals, to instruct ignorant persons in the faith, to conduct orphanages, to reform the lives of penitent women, and to apply themselves to every other charitable work"*. (Rules of Polding: Scope and Character of the Institute 1:1)

From the very beginning, commitment to women and the education of young people - girls in particular - has been at the heart of the congregation's mission. Sisters began teaching in a school in Sussex Street, Sydney in 1861. In subsequent decades the ministry of Good Samaritan education spread to other Australian States and to Japan. Education in the faith and adult

education are features of Good Samaritan ministry throughout Australia, in Japan, Kiribati and the Philippines.

Good Samaritan schools commit themselves to a vision of Catholic education which:

(a) *Draws on the strength of the Good Samaritan Benedictine tradition*

We value:

- the dignity of each person;
- an academic school environment which is at the forefront of contemporary educational developments;
- a love of learning;
- a holistic view of education and an integrated curriculum which will challenge and foster the creativity, initiative and ability of each student;
- respect for individual differences so that “the strong have something to strive for and the weak nothing to run from” (Rule of Benedict 64:9);
- the integration of faith and life;
- an appreciation of beauty and the diversity of cultural values;
- wise stewardship which reverences the earth and its resources;
- a balance of prayer and work;
- hospitality of heart and place;
- the seeking of peace.

(b) *Is directed to the seeking of God*

Life is a journey in search of God, the Creator, Word and Spirit. We reverence the Scriptures as nourishment and guide in the seeking of God. We express our longing for and praise of God in personal, communal and liturgical prayer. Because God has become one with us in Jesus Christ, we believe that our lived experience is the meeting place with the divine. Our plans and endeavours are so arranged “that in all things God may be glorified”.

(c) *Is centred on Jesus Christ and his mission*

Personal commitment to Jesus Christ and his mission is central to our educational ministry. Inspired by the example of the Samaritan of Luke’s gospel and by Polding’s compassionate missionary vision, we commit ourselves to a Gospel way of life, responding with energy and creativity to the challenge of our social reality. We have special concern for, and aim to stand in solidarity with, those on the margins of society.

(d) *Is committed to partnership and to Christian community*

Our educational settings, where we work in a spirit of collaboration, teamwork and partnership, witness to the possibility of Christian community. We aim to foster inclusive communities where all are encouraged to contribute with the “good gifts” given them (cf Rule of Benedict Prologue 21) and so build up the Body of Christ (cf 1 Corinthians 12).

(e) *Is committed to participative leadership*

We acknowledge the key dimensions of educational, spiritual and managerial leadership. We affirm a leadership style, which fosters the gifts and leadership potential of all members of the school community. Drawing upon the wisdom both within and beyond the school community we promote a discernment model of decision-making.

(f) *Is responsive to its cultural context*

The Spirit’s unifying force is what unites us in the midst of our cultural plurality. We recognise, accept and respect the differences among cultures and races in our school communities. We generously contribute to and critique the society in which we live.

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1.0 INTERPRETATION

1.1 In this Constitution, unless there is something in the subject or context inconsistent therewith:-

“Act” means the Corporations Act 2001 and any statutory modification or enactment thereof;

“Board” includes a meeting of the Directors duly called and constituted at which a quorum shall be present or, as the case may be, the Directors assembled or represented at such a meeting;

“Canon Law” means the body of law known as canon law within the Catholic Church;

“Chair of Board” means the chair for the time being of the Board or in the case of absence the Deputy Chair for the time being of the Board or in the absence of the Deputy Chair such other person as may be appointed by the Board to perform the duties of Chair;

“Chair of Members” means the chair for the time being of Company Members;

“College” means the school known as <Name of College>, <Address of College> that is known as a school of the Congregation conducted by the Company;

“Company” means <Name of College> <ACN of College> whatever its name may be from time to time;

“Company Members” means Members of the Company for the time being;

“Congregation” means the persons from time to time constituting the religious congregation known as the Sisters of the Good Samaritan of the Order of Saint Benedict;

“Constitution” means the Constitution for the time being of the Company;

“Corporation” means any body corporate, whether formed or registered within or outside the state;

“Council of the Superior” is the council elected or nominated from time to time by the laws of the Congregation to assist the Superior;

“Deputy Chair” means the Deputy Chair for the time being of the Board;

“Directors” means the Directors for the time being of the Company;

“Financial Year” means the twelve (12) months commencing the 1st January in each year or such other date as the Company Members determine;

“Good Samaritan Philosophy of Education” is as set forth in this Constitution;

“Mission Statement” means the Mission Statement developed by the College and approved by the Board after consultation with the Company Members;

“Office” means the registered office for the time being of the Company;

“Principal” means the Principal for the time being of the College;

“Register” means the Register of Company Members kept in accordance with the Act;

“Rule” means a Rule contained in this Constitution;

“Secretary” means any person appointed to perform the duties of a secretary of the Company and includes an honorary secretary;

“Standing Committee” means a committee that is integral to the work of the Board either as required by this Constitution or by legislation or by a resolution of the Board;

“State” means the state or territory of Australia in which the College is sited;

“Students” means the students attending the College from time to time, as determined by the policies of the Board;

“Superior” means the Superior for the time being of the Congregation or in her absence the Acting Superior of the Congregation;

“Trustees” means a body corporate pursuant to the provisions of the Roman Catholic Church Communities’ Lands Act 1942 of New South Wales and known as Trustees of the Sisters of the Good Samaritan;

“in writing” or “written” includes printing, lithography, typing, writing or other modes of representing or reproducing words in a visible form.

Words importing the singular number include the plural number and vice versa and words importing the masculine gender include the feminine gender and neuter gender and words referring to persons include corporations.

Words or expressions contained in this Constitution shall be interpreted in accordance with Part 1.2 of the Act as in force at the date this Constitution became binding on the Company.

The replaceable Rules provided for in the Act shall not apply to the Company.

1.2 This Constitution shall become effective as and from 1 June 2004.

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2.0 OBJECTS OF THE COMPANY

- 2.1 The objects for which the Company is established are:-
To conduct govern and carry on subject always to the provisions of relevant legislation, at <Name of College>, <Suburb>, or elsewhere in the State of New South Wales as part of the mission of the Roman Catholic Church and in conformity with its canon law, a Roman Catholic educational establishment for students of various cultures and social traditions; and to provide students with a sound modern education which will help them to develop humanly and spiritually and enable them to participate meaningfully in the life of the community; and to include in the curriculum religious instruction in accordance with the beliefs, teaching and traditions of the Roman Catholic Church.
- 2.2 The Company will at all times be conducted in accordance with the Congregation's understanding of its mission as part of the mission of the Catholic Church, and in accordance with the Congregation's philosophy of education and the Mission Statement of the College.

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3.0 POWERS OF THE COMPANY

- 3.1 The powers of the Company shall include all such powers as are necessary to enable the Company to carry out its objects and to do all things it is required or permitted to do, except that the power of investment by the Company shall be limited to one or more of the following:-
- a. an Australian Owned Bank supervised by the Australian Prudential Authority;
 - b. any Catholic Diocesan development fund;
 - c. any such other fund as may be approved by the Trustees; and
 - d. any investment fund as listed in an approved schedule signed by the Trustees.
- 3.2 The income and property of the Company from wherever it is derived shall be applied solely towards the promotion of the objects of the Company 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 Company Members PROVIDED THAT, except in the case of a Director (who may only be paid by the Company in the circumstances outlined in Rule 3.3), nothing herein contained shall prevent the payment in good faith of remuneration to any officers or employees of the Company nor to any Company Member thereof or any other person in return for any service actually rendered to the Company, nor the payment of all reasonable or proper rent for premises let by any Company Member nor payment in relation to any contract nor payment for the provision of goods or service where the Company Member's right arises other than by virtue of the Company Member's membership of the Company.

- 3.3 The Company shall not make payments to any Director of the Company other than:-
- a. for the payment of out-of-pocket expenses incurred by the Director in the performance of any duty as Director of the Company where the amount payable does not exceed an amount previously approved by the Directors of the Company;
 - b. for payment of any service rendered to the Company by the Director in a professional or technical capacity, other than in the capacity as Director, where the provision of the service has the prior approval of the Board and where the amount payable is approved by the Board and is not more than an amount which commercially would be reasonable payment for the service;
 - c. for payment of any salary or wage due to the Director as an employee of the Company where the terms of employment have been approved by the Directors of the Company.
- 3.4 If upon the winding up or dissolution (other than for the purposes of reconstruction or amalgamation) of the Company there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the Company Members but shall be given or transferred to a corporation or association which is tax exempt pursuant to Division 50 of the Income Tax Assessment Act 1997 as amended, and is chosen by the Superior, or, failing such choice, by the then Roman Catholic bishop of the diocese in which the College is then situated. The objects of such association or corporation shall be restricted to a charitable purpose as provided for in section 150(1) of the Act, and which by its Constitution is required to apply its profits (if any) or other income in promoting its objects and is prohibited from paying any dividend, or any other income or any amount on the winding up of the Company, to its Company Members.
- 3.5 The liability of the Company Members is limited.
- 3.6 Every Company Member undertakes to contribute to the property of the Company in the event of the same being wound up while he or she is a Company Member, or within one year after he or she ceases to be a Company Member, for payment of the debts and liabilities of the Company (contracted before he or she ceases to be a Company Member) and of the costs charges and expenses of winding up and for the adjustment of the rights of the contributories among themselves such amount as may be required not exceeding one hundred dollars (\$100.00).

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4.0 COMPANY MEMBERSHIP

- 4.1 The only persons who shall be eligible applicants for membership of the Company shall be the Superior and any persons for whom the Superior signs a nomination form for membership of the Company provided that a Member may not also be a Director or an employee of the Company.
- 4.2 The Company Members shall prescribe an application form to be used by those persons eligible to become Company Members. Upon receipt by the Secretary of a signed application, together with the nomination form signed by the Superior, an eligible applicant shall be entered in the Register as a member of the Company, and the Secretary shall advise the new Company Member, Chair of Members, Chair of Board Principal and the Superior that the Register and the details thereon has been updated.

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5.0 REGISTER OF COMPANY MEMBERS

- 5.1 The Secretary shall keep and maintain a Register and shall enter therein the full name, address and date of entry of each Company Member. The Register shall be available for inspection and copying by Company Members and the Superior upon request.
- 5.2 Admission to membership will only become effective upon the Register being updated to note that person as a Company Member.

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6.0 RESIGNATION, REMOVAL AND RETIREMENT OF COMPANY MEMBERS

- 6.1 Any Company Member shall cease to be a Company Member upon the happening of any one of the following events:-
- a. if the Company Member resigns from being a Company Member by notice in writing to the Superior;
 - b. if notice in writing from the Superior is given to the Secretary that the membership of the Company of a particular Company Member has ended.
 - c. at the expiration of the term of membership referred to in Rule 6.2.
- 6.2 Members shall generally be nominated by the Superior for a four year term though this may be varied to avoid all or a large number of the terms of membership of Members expiring simultaneously.
- 6.3 A person who ceases to be a Member pursuant to Rule 6.1 and who is not otherwise ineligible to be a Member shall be eligible for renomination by the Superior provided that:-

- a. unless the Superior determines otherwise, no person who has been a member for two consecutive terms, where the first of such terms commences in or after 2007, shall be eligible to be renominated as a Member before the expiration of one year after the completion of the two consecutive terms.
- 6.4 Upon a person ceasing to be a Company Member, the Secretary shall make in the Register an entry recording the date on which the Company Member ceased to be a Company Member.

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7.0 GENERAL MEETINGS

- 7.1 An Annual General Meeting of the Company shall be held in accordance with the provisions of the Act. All general meetings, other than Annual General Meetings, shall be called general meetings.
- 7.2 A general meeting shall be convened on such requisition or otherwise as provided for in the Act.
- 7.3 Subject to the provisions of the Act relating to special resolutions and agreements for shorter notice, twenty one days' notice at the least (exclusive of the day on which the notice is served or deemed to be served, and exclusive of the day for which notice is given) specifying the place, the day and the hour of meeting; where there is special business the general nature of that business shall be given to such persons as are entitled to receive such notices.
- 7.4 The business of an Annual General Meeting shall include any of the following, even if not referred to in the notice of meeting:
 - a. consideration of the annual financial statement as required by the Act and by current accounting standards;
 - b. election of Directors, subject to Rule 9.2;
 - c. appointment or removal of the Auditor, if necessary;
 - d. Report of Chair of Board;
 - e. Report of the Principal.

Any other business, at an Annual General Meeting or a general meeting, shall be considered to be special business.

- 7.5 The Company Members may in general meeting determine matters of policy to be followed by the Board in the management of the Company, including policies,

statements and protocols approved by the Superior for use in all colleges associated with the Congregation. Such matters of policy may include the following:-

- a. philosophy, including catholicity and ethos ;
- b. selection of Directors and succession planning for Directors;
- c. succession planning for the Principal, and selection, appointment, reappointment, suspension and removal of the Principal;
- d. induction and appraisal of the Principal and review of the Board and of the College;
- e. corporate real estate whether vested in the Trustees or the Company (cf Rule 20)
- f. amendment of the Constitution; (cf Rule 23)
- g. merging or dissolving the Corporation. (cf Rule 3)

If there is a doubt as to whether an issue involves a matter of policy the ruling of the Chair of Members shall be final and conclusive.

7.6 The Company Members in general meeting may pass resolutions upon any matter that:-

- a. is referred to them for their attention as a matter of policy by any Company Member for the time being or by the Superior;
- b. is referred to them for their attention as a matter of policy by the Board.

7.7 Any decision of the Company Members made in accordance with this Constitution shall be conveyed to the Board and the Superior in writing by the Chair of Members.

7.8 The Company Members consent to be bound by all acts, matters and things done or permitted in accordance with these Rules by or on behalf or by reference to the Superior. The Company Members shall not pass any resolution or determine matters of policy that are in any way inconsistent with this Constitution and the Good Samaritan Philosophy of Education or any directive issued from time to time by the Superior.

7.9 A general meeting shall be held each year before the commencement of the next Financial Year to receive:-

- i. the budget for the forthcoming year.
- ii. information on any proposed major strategic planning.
- iii. any significant risks identified by the Board

- 7.10 A person, who is duly authorized in writing to attend a general meeting by the Chair of Members or the Superior or her delegate is entitled to be present but may not vote on any matter unless he or she is a Member.

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8.0 PROCEEDINGS AT GENERAL MEETINGS

- 8.1 No business shall be transacted at any general meeting unless a quorum of Company Members is present at the time when the meeting proceeds to business. A quorum shall be half of the Company Members, or two, whichever is the greater, and a quorum must be present, in person or by proxy, at all times during the meeting.
- 8.2 The Company may hold a meeting at two or more venues using any technology consented to by all Company Members which consent shall be a standing one unless a majority of Company Members agree otherwise.
- 8.3 Except in the case of a resolution under section 329 of the Act to remove an auditor, or any other resolution which the Act or this Constitution requires to be passed at a general meeting, the Company may pass a resolution otherwise required or permitted to be passed at general meetings without the general meeting being held if all the Company Members who are entitled to vote on the resolution sign a document containing a statement that they are in favour of the resolution set out in the document.
- a. Separate copies of the document may be used for signing by the Company Members if the wording of the resolution is identical in each copy;
 - b. The resolution is passed when the last Company Member signs the document;
 - c. If the Company passes a resolution under this Rule, the Company is not required to comply with Rule 8.1;
 - d. The passage of a resolution in accordance with this Rule satisfies any requirement of the Act or this Constitution that the resolution be passed at a general meeting;
 - e. This Rule does not affect any rule of law relating to the assent of Company Members not given at a general meeting.
- 8.4 Directors may attend the Annual General Meeting but shall not be counted for the purposes of constituting a quorum and shall not be entitled to vote.
- 8.5 If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of Company Members, shall be dissolved; in any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Chair of Members may determine; if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting is dissolved.

- 8.6 At each Annual General Meeting the Company Members shall elect one of their number to chair meetings of Company Members - this person to be known as the Chair of Members. The Chair of Members shall hold office for one year, and is eligible for re-election. The appointment will be notified in writing to the Secretary. The Chair of Members will represent the Company Members in liaison with the Chair of Board and the Principal.
- 8.7 At each Annual General Meeting the Company Members shall elect a Deputy Chair of Members. The provisions of this Constitution regarding the Chair of Members shall apply to the Deputy Chair of Members and to the office of Deputy Chair of Members.
- 8.8 The Chair of Members shall act as chair at every General Meeting of the Company, or if he or she is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, then the Company Members present shall elect one of their number to chair the meeting.
- 8.9 At any General Meeting at which a quorum is present the Chair may, with the consent of the Company Members present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place. No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give notice of an adjournment or the business to be transacted at an adjourned meeting.
- 8.10 A resolution put to the vote at any general meeting shall be decided on a show of hands unless a poll is demanded. A demand for a poll may be withdrawn.
- 8.11 On a show of hands a declaration by the Chair of Members is conclusive evidence of the result, provided that the declaration reflects the show of hands and the votes of proxies received. Neither the Chair of Members nor the minutes need state the number or proportion of the votes recorded in favour or against the resolution. The result of the poll shall be the resolution of the meeting at which the poll was demanded.
- 8.12 A poll on the election of Chair of Members or on the question of adjournment must be taken immediately. A poll that is duly demanded on any other resolution shall be taken when and in the manner the Chair of Members directs.
- 8.13 In the case of an equality of votes, whether on a show of hands or on a poll, the Chair of Members shall not be entitled to a second or casting vote.
- 8.14 A Company Member may vote in person, or by proxy provided that the proxy must be another Member of the Company. On a show of hands or on a poll, every person present in person or by proxy shall have one vote.

- 8.15 A Company Member who is of unsound mind or whose person or estate is liable to be dealt with in any way under the law relating to mental health may not vote.
- 8.16 The instrument appointing a proxy shall be in writing under the hand of the appointor duly authorised in writing. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll. A Company Member shall be entitled to instruct his or her proxy to vote in favour of or against any proposed resolutions. Unless otherwise instructed a proxy may vote as he or she thinks fit.
- 8.17 The instrument appointing a proxy may be in the following form or in a common or usual form.
- I, of
 hereby appoint of or failing
 him or her..... of as my proxy to vote for me on my behalf at the
 general meeting of the Company, to be held on the day of, 20... and at any
 adjournment thereof. My proxy is hereby authorised to vote *in favour of/*against the following
 resolutions.
 Signed this day of, 20
 * Delete whichever is not desired.
- 8.18 The instrument appointing a proxy shall be deposited at the Office or at such other place within the State as is specified for that purpose in the notice convening the meeting, not less than twenty-four (24) hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll and, in default of the above, the instrument of proxy shall not be treated as valid.
- 8.19 A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or unsoundness of mind of the Company Member or revocation of the instrument or of the authority under which the instrument was executed if no intimation in writing of such death, unsoundness of mind or revocation has been received by the Company at its Office before the commencement of the meeting or adjourned meeting at which the instrument is used.

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9.0 BOARD OF DIRECTORS

- 9.1 The management of the Company shall be vested in the Board.
- 9.2 The Board shall consist of not less than three (3) and not more than twelve (12) persons who, subject to this Constitution, shall be appointed by the Company Members after receiving advice from the Directors and after consulting the Superior. No employee or Member of the Company shall be eligible to be a Director.

- 9.3 Directors shall generally be appointed for a three year term though this may be varied to avoid all or a large number of the terms of office of Directors expiring simultaneously.
- 9.4 Unless the Superior determines otherwise, no person who has been a Director for three consecutive terms where the first of such terms commences in or after 2007, shall be eligible to be reappointed a Director before the expiration of one year after the expiration of three consecutive terms.
- 9.5 Appointment of Directors shall be subject to the requirements of the Act and of this Constitution.
- 9.6 The office of a Director shall become and be vacant:-
- a. by death of the Director; or
 - b. if the Director be absent from three successive meetings of the Board without leave granted by resolution of the Board; or
 - c. by the Director's written resignation from the office; or
 - d. if, after consultation with the Chair of Board and the Superior, the Director be requested in writing by the Chair of Members to resign from the Board; or
 - e. if the Director is declared bankrupt; or
 - f. in accordance with the Act.
- 9.7 The Directors are required to develop and implement a policy of succession planning so that prior to each Annual General Meeting, and at any other time as required, they are in a position to give advice to the Company Members regarding persons available to act as Directors for the ensuing year.
- 9.8 A person who is being considered for appointment as a Director is required to submit to the Secretary, before being appointed, a signed consent to act as a Director.
- 9.9 Any casual vacancy occurring because of resignation or vacancy in the number of Directors (for reasons other than the expiration of a Director's term of office) may be filled by the Board after consultation with the Company Members and the Superior and any Director so appointed holds office only until the next Annual General Meeting, and is then eligible for reappointment subject to this Constitution. The period for which a person may fill a casual vacancy under this Rule shall not count as a term of office under Rules 9.3 and 9.4.
- 9.10 A person who ceases to be a Director pursuant to any provision of this Constitution and who is not ineligible pursuant to Rule 9.4 to be a Director shall be eligible to be reappointed a Director.

- 9.11 At the first Board meeting after each Annual General Meeting, the Board shall elect from among its number a Chair of Board.
- 9.12 The Chair of Board shall hold office for one year and shall, subject to Rule 9.4, be eligible for re-election.
- 9.13 The office of Chair of Board shall become and be vacant:-
- a. if the Chair of Board ceases to be a Director; or
 - b. by the written resignation of the Chair of Board from the office.
- 9.14 If the Chair of Board is not present at a Board meeting the Deputy Chair of the Board shall chair the meeting or if the Deputy Chair of the Board is also absent the Directors shall elect a Director from those present to chair the meeting.
- 9.15 Whenever a vacancy in the office of Chair of Board occurs, the Board shall proceed to fill the vacancy in accordance with this Constitution.
- 9.16 There shall be a Deputy Chair of the Board.
- 9.17 The provisions of this Constitution regarding the Chair of Board shall apply to the Deputy Chair of the Board and to the office of Deputy Chair of the Board.
- 9.18 Subject to this Constitution the Board may continue to act notwithstanding the existence of a vacancy or vacancies among the Directors.

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10.0 FUNCTIONS AND DUTIES OF THE BOARD

- 10.1 Subject to the Act and this Constitution, the functions and duties of the Board are:-
- a. to appoint, suspend or dismiss the Principal after obtaining the approval of the Company Members and of the Superior;
 - b. to be responsible for the induction and performance review of the Principal in accordance with policies approved by the Company Members;
 - c. to manage the business of the Company by developing policies by which the objects of the Company may be realised;
 - d. to develop policies for use in the College that enhance collaborative leadership within the Board and in its relationship with the Principal;
 - e. to conduct, whether by themselves or otherwise, a regular review of the Board and a periodic review of the College;

- f. to exercise all powers of the Company except those that are, either by the Act or by this Constitution, required to be exercised by the Company in general meeting.

10.2 In carrying out these functions and duties, all cheques, promissory notes, bankers drafts, bills of exchange and other negotiable instruments, and all receipts for money paid to the Company, shall be signed, drawn, accepted, endorsed or otherwise executed, as the case may be, by any two (2) Directors, or in such manner as the directors determine.

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11.0 DOCUMENTATION - BOARD AND COMPANY MEMBERS

11.1 The Company Members shall provide to the Board:-

- a. statements of any policy changes;
- b. statements of plans and proposals for the future development of the Company.

11.2 The Board shall provide to the Company Members for their information:-

- a. current board policies regarding enrolments and fee structure;
- b. any other policies as requested by the Company Members from time to time;
- c. current organisational chart of the management structure of the College;
- d. information re proposed significant changes in the areas of pastoral care, learning and teaching;
- e. a copy of minutes of each meeting of the Board, of each meeting of the finance/audit committee, including cash flow situation, budget performance and forecast, and of major property meetings;
- f. a copy of the budget of income and expenditure and cash flow forecasts prior to the beginning of the next financial year; and
- g. subject to the Act such other information as is requested from time to time by the Company Members.

11.3 In preparation for the Annual General Meeting the Board shall, at the time of giving notice of the meeting, forward to the Company Members reports and resolutions pertaining to the business of the meeting in accordance with Rule 7.4.

11.4 The Company Members and the Board may agree from time to time that the exchange of documents be in electronic format.

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12.0 MEETINGS OF THE BOARD

- 12.1 The Board shall meet for the dispatch of business at such times and places as it may determine provided that:-
- a. it shall meet at regular intervals not less than four times a year;
 - b. it shall meet whenever the Chair of Members or Chair of Board gives reasonable notice in writing to each Director.
- 12.2 Not less than three clear days' notice in writing of an ordinary meeting, and such notice as is practicable of a special meeting shall be given to Directors. If however, less notice than herein provided be given of a meeting, that meeting shall not be invalidated thereby if all Directors, excluding, if need be, a Director who has requested and been granted by the Board leave or absence from that meeting, are present at the notified place and time and unanimously agree to waive, in respect of such meeting, the provisions of this rule.
- 12.3 A Board meeting may be called or held using any technology consented to by all Directors which consent once given shall be a standing one unless 75% of Directors agree otherwise.
- 12.4 The Directors may pass a resolution without a Board meeting being held if all Directors entitled to vote on the resolution sign a document containing a statement whether or not they are in favour of the resolution set out in the document. The procedure is:-
- a. separate copies of a document may be used for signing by Directors if the wording of the resolution and statement is identical in each copy;
 - b. when the last Director has signed, the resolution is decided according to Rules 12.5 to 12.7 inclusive.
- 12.5 At any meeting of the Board, each Director shall have one vote.
- 12.6 A resolution of the Directors must be passed by a majority of the votes cast by Directors for the time being entitled to vote on the resolution.
- 12.7 The Chair of Board shall not have a casting vote.
- 12.8 Notice of a special meeting shall state the business to be considered at that meeting, and no business other than that so stated shall be considered at that meeting.
- 12.9 At a meeting of the Board, half of the then Directors shall constitute a quorum.

- 12.10 If within half an hour from the time appointed for the meeting a quorum is not present the meeting shall be dissolved. All business proposed to be transacted at the meeting shall be brought before the next meeting of the Board.
- 12.11 If a quorum is not present for thirty minutes at any time after a meeting of the Board has commenced, that meeting shall thereupon be deemed to be adjourned to the next meeting of the Board.
- 12.12 The Chair of Board, or in his or her absence, the Deputy Chair of the Board, shall chair each meeting of the Board. If both the Chair of Board and the Deputy Chair of the Board are absent, the Directors present shall appoint one from among their number to chair the meeting.
- 12.13 Subject to this Constitution, the procedure to be followed at a meeting of the Board shall be as the Board determines.
- 12.14 The Superior or the Chair of Members, or a delegate of either duly authorised in writing for the purpose, may attend and take part in any meeting of the Board or of a committee of the Board, but may not vote on any matter unless he or she is a Director.
- 12.15 The Superior, or the Chair of Members, may request the attendance at any meeting of the Board of any person who, in the opinion of the Superior or the Chair of Members, as the case may be, may be able to assist the Board regarding any matter before it.

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13.0 CHAIR OF BOARD AND DEPUTY CHAIR OF THE BOARD

- 13.1 The Chair of Board shall have such duties and functions and may exercise such powers and authorities as are imposed or conferred on him or her by this Constitution and by any resolution of the Board including the following:-
- a. to foster and facilitate collaboration between the Board and the Principal;
 - b. to maintain liaison between the Chair of Members and the Principal as to the ongoing life of the College, present and future;
 - c. to decide any question of procedure arising at a meeting of the Board which is not provided for by this Constitution or any prior resolution of the Board;
 - d. to request the Principal or Secretary to carry out or give effect to any or all decisions or directions of the Board; and
 - e. to perform such other duties or functions as the Board may determine.
- 13.2 The Deputy Chair of the Board shall have such duties and functions and may exercise such powers and authorities as are imposed or conferred on him or her by this Constitution and by any resolution of the Board including the following:-

- a. to assist the Chair of Board in the performance and exercise of his or her office as requested;
- b. to act in and perform and exercise the office of Chair of Board in the absence of the Chair of Board, or in the event of his or her inability to perform or exercise his or her office; and
- c. to perform such other duties and functions as the Board may decide.

13.3 When acting in the office of chair, the Deputy Chair of the Board may do whatever the Chair of Board may do therein.

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14.0 DELEGATION BY THE BOARD

14.1 The Board may delegate to such one or more Directors as it may decide (hereinafter referred to as delegate or delegates, as the case may be) the performance or exercise of such of the duties, functions, powers and authorities imposed or conferred on it by this Constitution.

14.2 A delegation made under this rule may be subject to such conditions and/or limitations as to the performance or exercise of any of the specified duties, functions, powers and authorities delegated or as to time or other circumstances as may be specified in the resolution and instrument of delegation.

14.3 An instrument of delegation shall be signed by the Chair of Board at a meeting to approve delegation and one other Director who is not a delegate pursuant to that instrument, provided that, if that Chair of Board be a delegate pursuant to an instrument of delegation, that instrument shall be signed by two Directors who are not delegates pursuant to it.

14.4 A delegate or, where there is more than one delegate, one of their number as determined by them, shall report to the next following ordinary meeting of the Board and thereafter as directed by the Board with regard to the performance or exercise of the duties, functions, power and authorities delegated.

14.5 Subject to Rule 14.6, any act or thing done by the delegate or delegates when acting in pursuance of a delegation and within the terms thereof shall have the like force and effect as if the act or thing had been done by the Board.

14.6 Notwithstanding any delegation made under this Constitution the Board may continue to perform or exercise all or any of the duties, functions, powers and authorities delegated.

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15.0 ESTABLISHMENT OF COMMITTEES

- 15.1 The Board is to establish a finance/audit Standing Committee that is required to meet at least four times in each year. The Board may establish such other committee or committees of the Board as it determines from time to time.
- 15.2 A committee shall consist of such persons, whether Directors or not, as the Board may appoint to the committee.
- 15.3 The terms and conditions of appointment of persons appointed to a committee shall be as the Board determines.
- 15.4 At the time it appoints persons to a committee, and thereafter as it deems necessary, the Board shall fix the number of such persons that must be present at a meeting of the committee to constitute a quorum for such a meeting.
- 15.5 The Board shall appoint a Director to be chair of each committee; provided that if the Board be of the opinion that there are special reasons arising from the nature of the duties and functions of a committee which make it in the interest of the Company and preferable that it should do so, it may appoint as chair of that committee a person who is not a Director.
- 15.6 The terms and conditions of appointment as chair of the committee shall be as the Board determines.
- 15.7 The duties, functions, powers and authorities of a committee shall be as the Board determines. These duties, functions, powers and authorities shall be performed and exercised as the Board determines.
- 15.8 A committee shall be deemed to be established when the name, duties, functions, powers and authorities thereof are prescribed or fixed and the chair thereof is appointed.
- 15.9 A committee shall not have power to perform any of its duties or functions while there is no chair thereof appointed.
- 15.10 Subject to this Constitution a committee shall be subject to the authority of the Board at all times and shall act in accordance with and not contrary to any direction of the Board.
- 15.11 The Board, at any time and either with or without notice of its intention so to do, may dissolve a committee by notice in writing to the chair of the committee.

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16.0 COLLEGE POLICIES

The Board shall have power to make, revoke and amend policies for the management of the College and rules for the conduct of the business of the Board, provided however that in so doing no policies made, revoked or amended by the Board pursuant to this rule shall be in any way inconsistent with this Constitution and with the Good Samaritan Philosophy of Education or any directive issued from time to time by the Company Members.

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17.0 THE PRINCIPAL

- 17.1 The Board is responsible for the appointment, reappointment, suspension or removal of the Principal; in each case the Board requires the approval of the Company Members and of the Superior.
- 17.2 The Board is responsible for the induction and performance review of the Principal in accordance with policies approved by the Company Members.
- 17.3 The Principal is the chief executive officer of the Company and is appointed to further the objects of the Company.
- 17.4 The Principal is required to maintain effective liaison with the Chair of Board and the Chair of Members.
- 17.5 The Principal is required to work with the Chair of Board in the preparation of the agenda for each Board meeting, and to attend all meetings of the Board unless the Board has authorised leave of absence for a specific reason. The Board at all times reserves the right to require the Principal to withdraw from discussion of any agenda item that touches on the Principal's employment.
- 17.6 The Principal shall be actively involved in discussions of the Board but does not have voting rights.
- 17.7 Subject to the policies of the Board the Principal shall be responsible to the Board for the education, care and welfare of the students, and for the leadership, stewardship and management of the College; in fulfilling these responsibilities there shall be full consultation at all times between the Principal and the Chair of Board and the chair of any committee with special responsibility for the matters under consideration.
- 17.8 Subject to any policies, which may from time to time be made by the Board, the Principal shall:-
- a. decide on the admission, suspension, discipline or dismissal of Students;

- b. make available on request to the Board reports on such matters as the Board may from time to time require;
- c. present to the Board an outline of the management structure of the College, and including lines of responsibility and accountability;
- d. be responsible for the appointment and promotion of staff of the College within the limits of the budget approved by the Board;
- e. be responsible for the suspension and the termination of staff of the College in accordance with the policies approved by the Board.

17.9 Any act, matter or thing required to be done by the Principal or power vested in the Principal pursuant to this Constitution may in the case of the absence or indisposition of the Principal, or in the event of the office of the Principal being vacant at any time, may be delegated to the person or persons designated to assume responsibility in accordance with the management structure and policies of the College.

17.10 The Principal is responsible for ensuring the preparation of an annual budget and budget and cash flow forecasts to be presented for the consideration of the finance/audit committee of the Company, and the approval of the Board.

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18.0 THE SECRETARY

18.1 The Secretary or secretaries, shall be appointed by the Board in accordance with the Act and for such terms and upon such conditions as the Board thinks fit, and any Secretary so appointed may be removed by the Board.

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19.0 EXECUTION OF DOCUMENTS

19.1 The Company may execute a document by having it signed by:-

- a. two Directors of the Company; or
- b. a Director and a Secretary.

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20.0 THE PROPERTY

20.1 The Board shall act in accordance with the current lease document in all matters pertaining to real property that is vested in the Trustees.

- 20.2 Real property that is vested in the Company is held for the objects of the Company and not otherwise, and is to be administered, including alienation, in accordance with the provisions of Canon Law.
- 20.3 The Board shall ensure that the real property is kept in a state of good repair and condition and, from time to time as and when necessary, shall ensure that it is renewed or replaced, as the case requires.

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21.0 NOTICE TO DIRECTORS

- 21.1 Without prejudice to any other method of giving notice, it shall be sufficient compliance with any provision of this Constitution requiring notice to be given to Directors if, with observance of the required time, notice is given:-
- a. in a document delivered to the Director in person; or
 - b. in a prepaid letter or other document addressed and posted to the Director at his or her last-known address two days prior to the date by which notice must be given; or
 - c. in a resolution of the Board made at a duly held meeting of the Board and which sufficiently specifies that which is required to be notified, if the terms of that resolution, as recorded in the confirmed proceedings of that meeting, be delivered or posted as aforesaid to the Director.
- 21.2 Any such notice may be given in any manner of representing or reproducing words in visible and legible form, and may give notice of either one or more than one matter or event.

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22.0 DISSOLUTION OF BOARD

- 22.1 The Board may, subject to the Act and after consulting the Superior, be dissolved by resolution of the Company Members in general meeting. Such a resolution is to be given to each Director by the Chair of Members within seven days next after the general meeting.
- 22.2 A dissolution of the Board shall not of itself affect the continuity of this Constitution or invalidate any act or decision of the dissolved Board.
- 22.3 The Company shall treat a dissolution of the Board as creating casual vacancies in the office of each Director and casual vacancies in, respectively, the office of Chair of Board and the office of Deputy Chair of the Board, and thereupon the several said casual vacancies shall be filled, subject to this Constitution, by appointments being made to the

vacant offices as if such vacancies had occurred without any such dissolution of the Board.

- 22.4 Nothing in this Rule of itself shall cause a person who was a Director at the time of that dissolution to be ineligible to be appointed to fill any such casual vacancy.
- 22.5 Upon a dissolution of the Board any committee established according to this Constitution shall thereby be dissolved.
- 22.6 Upon a dissolution of the Board a delegation made by the Board shall thereby be revoked and a subsequent Board may in accordance with this Constitution make a fresh delegation of the same matter in terms the same as or different from those of the revoked delegation.

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23.0 REPEAL, VARIATION AND AMENDMENT OF CONSTITUTION

- 23.1 This Constitution may be varied or amended from time to time by a special resolution of the Company Members in accordance with the Act provided that the consent of the Superior to such a proposal has been given in writing.
- 23.2 The Board may propose a variation or amendment to this Constitution provided that the proposal has been adopted at a meeting of the Board in respect of which notice in writing of the proposal and of the date, time and place of the meeting of the Board at which it was to be considered was given to the Directors not less than one month prior to the date of that meeting.

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24.0 ACCOUNTS

- 24.1 The Board shall cause proper accounting and other records to be kept as required by the Act and by current accounting standards and shall:
- a. distribute to the Company Members copies of financial information noted in Rule 11.2 of this Constitution; and
 - b. cause to be made out and laid before each Annual General Meeting financial information noted in Rule 7.4 of this Constitution.
- 24.2 Subject to the Act the Board shall from time to time determine at which times and places and under what conditions or regulations the accounting and other records of the Company shall be open to the inspection of Company Members.

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25.0 THE AUDITOR

25.1 The Company shall appoint a properly qualified auditor or auditors; duties and remuneration are regulated in accordance with the Act.

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26.0 NOTICE - GENERAL MEETINGS

26.1 Notice may be given to any Company Member or other person entitled to receive a notice in any manner provided for in this Constitution. Notice shall be deemed to be given as provided for in the Law.

26.2 Notice of every Annual General Meeting shall be given in accordance with Rule 7.3 to the following persons:-

- a. every Company Member except those Company Members who have not supplied to the Company an address for the giving of notices to them; and
- b. the Principal; and
- c. the auditor or auditors for the time being of the Company; and
- d. every Director and the Secretary.

26.3 Notice of other general meetings shall be given in accordance with Rule 7.3 to the following persons:-

- a. every Company Member, as in Rule 26.2 a; and
- b. the Secretary.

26.4 No other person shall be entitled to receive notices of general meetings.

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27.0 INDEMNITY

27.1 Every person who is or has been a Director or other officer of the Company is indemnified, to the maximum extent permitted by the Act, out of the property of the Company against any liabilities for costs and expenses incurred by that person:-

- a. in defending any proceedings relating to that person's position with the Company whether civil or criminal, in which judgment is given in that person's favour or in which that person is acquitted or which are withdrawn before judgment; or
- b. in connection with any administrative proceedings relating to that person's position with the Company, except proceedings which give rise to civil or criminal

proceedings against that person in which judgment is not given in that person's favour or in which that person is not acquitted or which arise out of conduct involving that person's lack of good faith; or

- c. in connection with any application in relation to any proceedings relating to that person's position with the Company, whether civil or criminal, in which relief is granted to that person under the Act by the court.
- 27.2 Every person who is or has been a Director or other officer of the Company is indemnified, to the maximum extent permitted by the Act, out of the property of the Company against any liability to another person (other than the Company) as such an officer unless the liability arises out of conduct involving a lack of good faith.
- 27.3 Each of the indemnities contained in Rules 27.1 and 27.2 of the Constitution applies automatically to the persons referred to in those rules unless the Directors in their absolute discretion determine that the indemnity should not so apply in any particular case.
- 27.4 The Company shall pay a premium for a contract insuring a person who is or has been a Director or other officer of the Company against:-
- a. Any liability incurred by that person as such an officer which does not arise out of conduct involving a willful breach of duty in relation to the Company or a contravention of sections 182 or 183 of the Act; or
 - b. any liability for costs and expenses incurred by that person in defending proceedings relating to that person's position with the Company whether civil or criminal, and whatever their outcome.

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28.0 WINDING UP

- 28.1 The Company Members or the Board shall not take any steps to wind up or dissolve or otherwise reconstruct or amalgamate the Company without the prior written consent of the Superior, unless they are otherwise required to do so by law.
- 28.2 If the Company maintains a fund known as a Gift Fund, as defined by "A New Tax System" and in accordance with the Income Tax Assessment Act 1997, and if the fund is wound up or if the endorsement of the Commissioner for Taxation of the fund or Company as a deductible gift recipient is revoked, any surplus assets of the Gift Fund remaining after payment of the liabilities attributable to it shall be transferred to a fund, authority or institution chosen by the Superior or, failing such choice, by the then Roman Catholic bishop of the diocese in which the College is then situated, to which

income tax deductible gifts can be made, including any other Gift Fund that the Congregation operates.

Review History

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FOREWORD

The journey of education in the Good Samaritan/Benedictine spirit began in 1861 with the establishment of our first school at Sussex Street in Sydney. From that humble beginning, a network of Good Samaritan schools gradually grew up along the eastern states of Australia to the western tip of the island of Kyushu in Japan.

Today, there are eleven incorporated colleges, each with a distinctive spirit that connects them to the local Church in which they are situated. Yet, there are common characteristics. One of the strongest markers of all our schools is surely the co-operation and collaboration that exists. Principal, staff, students, parents, Board of Directors and Members of the Company work together with the Congregational leadership and the Good Samaritan Education Council to develop quite remarkable educational communities where all are valued and welcomed.

In the Good Samaritan Philosophy of Education we write, *'We strive, in our educational settings, where we work in a spirit of collaboration, teamwork and partnership, ... to foster inclusive communities where all are encouraged to contribute with the 'good gifts' given them (cf Rule of Benedict. Prologue 21) and so build up the Body of Christ (cf 1 Corinthians 12).'*

The potential to make a difference in our world through this collaboration and interaction is enormous. Yet, we are also aware that providing the very best Catholic education possible today requires great skill, generosity and disciplined planning. To collaborate well, we all need careful preparation for the common task. This Handbook is for the use of those specifically involved in the educational mission and governance of our colleges - Members, Directors and Officers of the Company, and senior executives in the leadership and management of the Colleges.

It was the belief of John Bede Polding, monk and missionary, first Archbishop of Sydney and founder of the Sisters of the Good Samaritan of the Order of St Benedict, that true Catholic education accents 'combined action' expressed by inclusion, collaboration and attention to the 'spirit'. It is my hope that this next edition of the Handbook will be a source of encouragement and guidance as we engage in this 'combined action' of Catholic education.

This Handbook comes with my gratitude to the Education Council and Executive Officer, in particular, as well as to all who minister in our educational ministry.

Clare Condon SGS
Superior

May 2007

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THE GOOD SAMARITAN PHILOSOPHY OF EDUCATION

Origins

John Bede Polding OSB, Australia's first Catholic Archbishop, founded the Congregation of the Sisters of the Good Samaritan of the Order of St Benedict in Sydney on 2 February 1857. This new Congregation, the first to be founded on Australian soil, was formed to care for disadvantaged and abused women. Polding, however, gave the Congregation a broad and flexible scope in its mission and by giving the name, "Sisters of the Good Samaritan"; he indicated that the Sisters were to have a Christ-like attitude of compassion and care for those they served. They would be "*ready to teach in schools, to visit and assist the sick in their own homes and in hospitals, to instruct ignorant persons in the faith, to conduct orphanages, to reform the lives of penitent women, and to apply themselves to every other charitable work*" (Rules of Polding: Scope and Character of the Institute n.1)

From the very beginning, commitment to women and the education of young people – girls in particular – has been at the heart of the congregation's mission. Sisters began teaching in a school in Sussex Street, Sydney in 1861. In subsequent decades the ministry of Good Samaritan education spread to other Australian States and to Japan. Education in the faith and adult education are features of Good Samaritan ministry throughout Australia, in Japan, Kiribati and the Philippines.

Good Samaritan schools commit themselves to a vision of Catholic education which:

(a) Draws on the strength of the Good Samaritan/Benedictine tradition

We value:

- the dignity of each person;
- an academic school environment which is at the forefront of contemporary educational developments;
- a love of learning;
- a holistic view of education and an integrated curriculum which will challenge and foster the creativity, initiative and ability of each student;
- respect for individual differences so that "the strong have something to strive for and the weak nothing to run from" (Rule of Benedict 64:9);
- the integration of faith and life;
- an appreciation of beauty and the diversity of cultural values;
- wise stewardship, which reverences the earth and its resources;
- a balance of prayer and work;
- hospitality of heart and place;
- the seeking of peace.

(b) Is directed to the seeking of God

Life is a journey in search of God, the Creator, Word and Spirit. We reverence the Scriptures as nourishment and guide in the seeking of God. We express our longing for and praise of God in personal, communal and liturgical prayer. Because God has become one with us in Jesus Christ, we believe that our lived experience is the meeting place with the divine. Our plans and endeavours are so arranged "that in all things God may be glorified".

(c) Is centred on Jesus Christ and his mission

Personal commitment to Jesus Christ and his mission is central to our educational ministry. Inspired by the example of the Samaritan of Luke's Gospel and by Polding's compassionate missionary vision, we commit ourselves to a Gospel way of life, responding with energy and creativity to the challenge of our social reality. We have special concern for, and aim to stand in solidarity with, those on the margins of society.

(d) Is committed to partnership and to Christian community

Our educational settings, where we work in a spirit of collaboration, teamwork and partnership, witness to the possibility of Christian community. We aim to foster inclusive communities where all are encouraged to contribute with the "good gifts" given them (cf Rule of Benedict Prologue 21) and so build up the Body of Christ (cf 1 Corinthians 12).

(e) Is committed to participative leadership

We acknowledge the key dimensions of educational, spiritual and managerial leadership. We affirm a leadership style, which fosters the gifts and leadership potential of all members of the school community. Drawing upon the wisdom both within and beyond the school community we promote a discernment model of decision-making.

(f) Is responsive to its cultural context

The Spirit's unifying force is what unites us in the midst of our cultural plurality. We recognise, accept and respect the differences among cultures and races in our school communities. We generously contribute to and critique the society in which we live.

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CONGREGATION OF THE SISTERS OF THE GOOD SAMARITAN – Spirit and Commitment to Education

The original work of the Sisters of the Good Samaritan (the Congregation) was to care for women in need, a specific social need that was urgent and immediate in Sydney in the mid-1850's. However, the mandate given to the Congregation by its founder Archbishop John Bede Polding was broad and all-embracing: *"...the practice of the spiritual and temporal works of charity... to teach in Schools, to visit and assist the sick in their own homes and in hospitals, to instruct ignorant persons in the faith, to conduct orphanages, to reform the lives of penitent women and to apply themselves to every other charitable work."* (Rules of Polding: Scope and Character n.1)

Within five years of their foundation, the Sisters had established a school in Sussex Street, Sydney (1861). While the Sisters were dedicated to their work in the schools, it is clear from the words of Polding that he envisaged the work of education as encompassing the wider vision of life-long education.

In 1948, at the invitation of Bishop Yamaguchi, the Congregation sent six sisters to Nagasaki, Japan. Four years later, in the city of Sasebo, they began, their work of education, which was later extended to Nara and Tokyo.

While some Sisters continue to minister in Parish schools which are now administered by the Catholic Education Offices, in the years since Vatican Council II a significant number of lay teachers have again taken up ministry and leadership in Catholic schools. Hundreds of thousands of Australians have been educated as a result of the partnership between the Sisters of the Good Samaritan and dedicated teachers.

The Congregation has retained ownership of eleven of its schools and values these schools as a sphere of its apostolic activity within the mission of the church. The schools are:

- ❖ Rosebank College, Five Dock, NSW
- ❖ St Scholastica's College, Glebe Point, NSW
- ❖ Stella Maris College, Manly, NSW
- ❖ Mount St Benedict College, Pennant Hills, NSW
- ❖ St Mary Star of the Sea, Wollongong, NSW
- ❖ St Patrick's College, Campbelltown, NSW
- ❖ Mater Dei, Camden, NSW
- ❖ Mater Christi College, Belgrave, Victoria
- ❖ Santa Maria College, Northcote, Victoria
- ❖ Lourdes Hill College, Hawthorne, Queensland
- ❖ Seiwa College, Sasebo, Japan

Over the past twenty years the Congregation has set up a different structure for the governance and management of its ten Australian schools, each of which has been incorporated as a Company Limited by Guarantee (the Company) under the Corporations Act 2001 (the Act). Seiwa College in Japan is incorporated according to Japanese law.

Charism of the Sisters of the Good Samaritan

The Rule of Benedict and the compassion of the Good Samaritan together form the spirit of the Congregation founded in response to a social need of the nineteenth century. Though the needs and conditions of society have changed since then, and will continue to change in the future, the abiding spirit of the Congregation remains strong and constant.

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MODEL OF GOVERNANCE OF THE COLLEGES

The decision of the Congregation to incorporate each of its Colleges was made in response to the guiding directions of the Second Vatican Council, and the complexity of today's world, especially in the legal and financial fields. Each College is governed according to a Constitution. The Members of the Company (the Members) represent and are accountable to the Congregation through the Superior and her Council. The Board of Directors (the Board), appointed by the Members in accordance with the Constitution, is responsible for the management of the College. The Principal as Chief Executive Officer (CEO) is responsible for the internal administration of the College and is accountable to the Board.

Juridic Identity and Ecclesial Responsibility

The Congregation exercises its ecclesial responsibilities through the Superior and her Council, and exercises its civil responsibilities through its Trustees (a corporate entity in civil law).

The Superior and her Council have established the Good Samaritan Education Council (GSEC), with its own Charter, to assist and advise them in providing stewardship and coordination of the governance of the Colleges.

The GSEC addresses matters that relate to both the ecclesial and the civil responsibilities of the Congregation. The ecclesial responsibilities, which have been integrated into the Constitution, and are often referred to as 'reserve powers', address two concerns:

- the Catholic ethos and mission (embraced by the Good Samaritan/ Benedictine tradition); and
- the temporal goods of the College

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MEMBERS OF THE COMPANY LIMITED BY GUARANTEE

Members ensure that the charism of the Sisters of the Good Samaritan is central to all of the educational endeavours of the Colleges. The Superior and her Council nominate persons as Members of each company and delegate to them the responsibility of ensuring that the educational ministry of the Congregation is carried forward with fidelity and vitality into the future.

Specific areas of responsibilities of the Members

Mission

- to ensure that the Company is faithful to promoting the charism of the Sisters of the Good Samaritan through their direct experience and knowledge of the operations of the Company;
- to participate in formation activities provided by the Congregation and/or the College

Currency of knowledge

- to know and understand the Constitution;
- to keep informed about and to pass on educational and philosophical directions of the Congregation;
- to adopt and pass on to the Board policies, statements and protocols approved by the Congregation for use in all colleges associated with the Congregation
- to be aware of Members' civil and canonical responsibilities

Meetings

- to attend the meeting each year to receive the budget and information on any proposed major strategic planning before the commencement of the financial year - Meeting 1
- to attend the Annual General Meeting (AGM) and vote on those matters as required by the Act and the Constitution - Meeting 2

The Company is responsible for any out of pocket expenses incurred by a Member in attendance at meetings of the Company or formation activities connected with her/his role as Member.

Reporting and accountability

- Following Meeting 1, The Chair of Members reports to the Superior and her Council, through the GSEC, noting any significant changes, challenges or areas of major concern facing the Company.
- Following Meeting 2 (AGM), the Chair of Members reports to the Superior and her Council, through the GSEC, noting any significant changes, challenges or areas of major concern reported upon.
- Should an extraordinary meeting of Members be held, the Chair of Members reports to the Superior and her Council, through the GSEC, on the business of the meeting.

The Member of each Company who is also a member of the GSEC brings her/his knowledge of the Company to discussions at GSEC meetings.

Rights of the Members under the Constitution

- The Members are the only persons who have the right, in accordance with the Constitution, to:
 - amend the Constitution of the College;
 - vote to wind up the Company;
 - change the name of the Company.
 These actions can only be taken with the written approval of the Superior.
- The Members, as specified in the Constitution, must be consulted before any substantive change in policy directions is made in the life of the College.
- On behalf of the Congregation, and in consultation with the Board of Directors, the Members retain the right:
 - to be consulted about, and to approve, religious and philosophical statements concerning the purpose of the College;
 - to be consulted in the appointment, re-appointment, suspension and removal of a Principal, and with the approval of the Superior, to give the necessary approval in response to Board recommendations and in accordance with the Constitution. (Constitution 17.1)
- The Members appoint the Directors in accordance with the Constitution (9.2). They may remove a Director following consultation with the Chair of Board and the Superior according to the Constitution (9.6).
- A Member may appoint a proxy for a meeting, using the appropriate form in the GSCA Manual.

The business of the Company is managed by or under the direction of the Directors in accordance with the Constitution and the requirements of the Act. The Principal is responsible for the internal administration of the College.

Term of Office for Members

- At each College, a Member has a 4 year term and is eligible for re-nomination for a second term. A break of at least one year is required after two consecutive terms.
- A staggered rotation has been established by appointing some Members initially for a 2 year period and others for 4 years.
- Each Company prepares a Membership Schedule, indicating the retirement dates of Members, updated annually at the AGM, as part of the Company Succession Plan.

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Towards Effective Governance

For the effective operation of a model of governance certain elements are essential. These include:

- ***Ethos***

Refer to the Preamble and The Good Samaritan Philosophy of Education at the beginning of the Constitution.

- ***Clarity of purpose***

Refer to the Objects of the Company (Constitution 2).

- ***Clear lines of responsibility and accountability***

The basic elements are contained in the Constitution and are further explored and explained in this *Governance Handbook for Members, Directors and Officers* and in the *Good Samaritan Colleges Australia (GSCA) Manual of Policies, Statements and Protocols* located on the Sisters of the Good Samaritan website.

- ***Communication***

While respecting appropriate protocols, confidentiality and privacy, it is important to keep open lines of communication between the Congregation, Members, Directors, Officers and staff.

In particular the Constitution requires the maintaining of liaison between the Chair of Members, Chair of Board and the Principal for the sake of the ongoing life of the College (Constitution 8.6, 13.1b, 17.4).

The GSEC facilitates stewardship, communication and coordination among all parties involved in governance within the Good Samaritan education community.

- ***Spirit of partnership and good will***

The Congregation recognises and commends the spirit of partnership evident among all who have been involved in each College since the introduction of this model of governance.

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THE BOARD OF DIRECTORS

Invitation to Become a Director

By inviting persons to join the Board of Directors the Congregation is inviting them to share in the privilege and responsibility of ensuring that the College, as a community of faith, retains its Catholic and Good Samaritan ethos, and provides the best possible educational opportunities that can be offered to the students within a faith community. The role of Director in a Good Samaritan College offers an opportunity to work in partnership with others in the ministry of education within the mission of the Church.

Appointment of Directors

People of good will, from all walks of life, may be appointed as Directors. The first and foremost requirement is that each one comes with his or her own life experience, knowledge and gifts, and is prepared to use and share them for the benefit of the school community. It is important that Directors have a sincere desire to grow in closeness to God, to live the gospel life and to listen to the voice of the Spirit in order to contribute fully to the work of the Board. At times this may call for a letting go of a personal opinion or position in order to listen to the voice of the Spirit in the whole group.

It is a legal requirement that a Director must not be an undischarged bankrupt nor subject to any personal insolvency agreement nor have been convicted of fraud or other offences under company law.

Ideally each Director contributes according to the gifts, skills and life experience that each one has - always remembering that no one has all of the wisdom, everyone has some of the wisdom and everyone has a different piece of the wisdom. Gifts differ but all are needed. The Board, therefore, needs a balance of special knowledge and experience (e.g. educational, legal, financial, business and human resource management) and some Directors ought to have local knowledge of the College.

The Directors have the responsibility to ensure that the Company is properly managed.

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Formation for Newly Appointed Directors

A general orientation and introduction to the school should take place before the first meeting. This will include:

- a visit to the College and a tour of the school and, if possible, an introduction to the senior administration of the school;
- presentation to the new Director of a copy of the Constitution, a copy of the *Governance Handbook for Members, Directors and Officers*, information required for on-line access to the *GSCA Manual of Policies, Statements and Protocols* on the Sisters of the Good Samaritan website along with a file of College information and policy documents;
- discussion, with the Chairperson or nominee and other Directors, on the responsibility of a Director;
- where appropriate, attendance at a meeting, or section of a meeting, of the Board.

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Responsibilities of Directors

Initial and continuing formation is essential for the Board to fulfil its responsibilities. A more formal formation programme will be arranged through the Chair of the Board, the GSEC and the Principal in which new and continuing Directors will participate.

The first responsibility of the Board is to ensure that the primary educational goal of the College is fulfilled, namely, the provision of a sound, contemporary, Catholic education leading to human and spiritual maturity, which fits students for their place in the local and global community. The Board should ensure that the religious and Good Samaritan ethos are distinctive characteristics of the school as expressed in its Mission Statement.

The Board is responsible for the development of policy and for ensuring that participative procedures of policy development are followed. Policies will be available to all within the College community. The Board will require, through the Principal, a reporting procedure regarding policy implementation.

The Board approves the annual budget and any ensuing variations, monitors expenditure and oversees the financial and business management of the school, in accordance with the Act and the Constitution and as required, from time to time, by the Congregation. This calls for a clear understanding of the financial procedures and the requirements of accountability to parents, to the Members, to the Congregation and to regulatory authorities.

The Chair or one of the Directors will be a member of the interview panel for the selection of key executive staff of the College.

Guided by the College Mission Statement, the Good Samaritan Philosophy of Education, and any criteria determined by the Board from time to time, the Principal makes staff appointments.

The Board oversees the provision of a sound curriculum in accordance with the Good Samaritan Philosophy of Education.

It is essential that the Board engage in long-term planning.

The Board undertakes to review its performance, including the effectiveness of its policies and projects.

The Board will report to the College community from time to time, and will report to the Members by forwarding to them the minutes of each Board meeting, meeting with them to present the budget and by formally reporting at each AGM.

The Directors will be aware of all of their responsibilities as described in the Constitution and as prescribed in the Act.

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Committees of the Board

The Board will be assisted by a finance/audit standing committee (Constitution 15.1) which is required to meet at least four times a year, and by other committees, as required by law or otherwise, to assist the Board in any particular area of its responsibility, (e.g. Property, Risk Management and Compliance, Governance).

Each committee is to be established in accordance with the Constitution. Committees make recommendations to the Board as a basis for decision-making by the Board.

Review of the Functioning of the Board

Review of the functioning of the Board is a process through which individual Directors and the Principal can make suggestions for improving Board performance.

A small review committee (including the Chairperson and Principal):

- determines the format and focus of the review;
- presents the outline and process for review for the approval of the Board;
- determines when the review will take place;
- appoints someone from within the Board to conduct the review, or engages the services of a facilitator, or a Member of the Company;
- presents the outcome of the review to the Board.

Following this and after discussion, the Board determines its annual goals for the coming year in the light of its long-range plan.

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Ethical Standards for Directors

- Directors will give the necessary time, thought and study to the work of the Board so that they may render effective service.
- Directors will be willing to share their own wisdom and to listen to the wisdom of others until, ideally, a consensus is reached. If there is voting, they must vote with honest conviction.
- Directors will abide by, and uphold, the final decision of the Board regardless of an individual stand taken on any issue.
- Directors are to ensure that problems are solved through due process.
- Directors will keep all confidences shared during the meetings of the Board.
- The lines of communication between the Members, the Directors, the Principal and the staff will be free and open.
- Directors will realise that the welfare of the students and adults served by the Board is a priority in making decisions.
- Directors will correct misinformation when it is encountered at a Board Meeting.
- Directors will clearly distinguish between educational policy and its implementation. The latter is the responsibility of the professional educators within the College.

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Directors' and Officers' Legal Responsibility

The law vests the overriding responsibility for managing a company with the Board of Directors of the Company. Because of the unique position of control given to the Directors (who will not necessarily be the owners of the Company) the law imposes a very high duty of care on Directors. The Directors of each College owe fiduciary duties to their College and must at all times act in good faith and in the best interests of the College. These duties are owed to the College.

However, in some circumstances, the law will also impose on the Directors a duty to consider not only the interests of the College but also the interests of the Congregation as owner, and of the Members and the creditors of the College as a separate legal entity.

The Act imposes the following specific duties on Directors:

➤ **Duty of care and diligence**

The Directors and Officers of each College must exercise their powers and discharge their duties with the degree of care and diligence that a reasonable person would exercise if they:

- were a Director or Officer in the College's circumstances; and
- occupied the Office held by and had the same responsibilities within the College as that Director or Officer (Section 180(1) of the Act).

A Director or Officer of a College who makes a business judgment (meaning any decision to take or not to take action in respect of a matter relevant to the business operations of the College) is taken to meet these requirements if they:

- make the judgment in good faith for a proper purpose;
- do not have a material personal interest in the subject matter of the judgment;
- inform themselves about the subject matter of the judgment to the extent they reasonably believe to be appropriate; and

- rationally believe that the judgement is in the best interests of the College (Section 180(2) of the Act).

➤ **Good faith**

Directors and Officers must exercise their powers and discharge their duties in good faith in the best interests of the College and for a proper purpose (Section 181 of the Act).

➤ **No improper use of position or information**

Directors and Officers must not improperly use their position or information obtained because they are or have been a Director or Officer, to gain advantage for themselves, or someone else, or to cause detriment to the College (Sections 182 and 183 of the Act).

➤ **No insolvent trading**

Directors must not allow the College to trade whilst insolvent or to incur debts if the Directors have reasonable grounds to suspect that the College will not be able to meet its debts when they became due and payable (Section 588G of the Act).

➤ **Responsibility for actions of delegates**

Where a Director delegates a power, the Director is responsible for the exercise of the power by the delegate as if the Director had exercised that power unless:

- the Director believed on reasonable grounds that at all times the delegate would exercise the power in conformity with the duties imposed on Directors; and
- the Director believed on reasonable grounds, in good faith, and after making proper enquiry, that the delegate was reliable and competent in relation to the power delegated.

Directors are entitled to rely on information or expert advice provided by employees of the College, professional and expert advisers, and other Directors and Officers of the College, provided they do so in good faith and having formed the view that it is reasonable to rely on that information or advice (Section 189 of the Act).

It is a criminal offence for Directors or Officers to:

- act recklessly intentionally, dishonestly, or fail to exercise their powers and discharge their duties in good faith in the best interests of the Company and for a proper purpose;
- use their position dishonestly with the intention of directly or indirectly gaining an advantage for themselves or someone else or causing detriment to the Company, or use their position recklessly as to whether the use may result in them or someone else directly or indirectly gaining an advantage, or in causing detriment to the Company;
- use information obtained from being a Director or Officer dishonestly with the intention of directly or indirectly gaining an advantage for themselves or someone else or causing detriment to the company, or use information recklessly as to whether the use may result in themselves or someone else directly or indirectly gaining an advantage or in causing detriment to the company.

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Directors' and Officers' Insurance

The Constitution makes provision for indemnity of Directors and Officers to the extent permitted by law (Constitution 27).

Sections 199A and 199B of the Act provide that the College is not able to indemnify, through payment of insurance premiums or otherwise, any Director or Officer in relation to:

- a liability owed to the College or a related body corporate;
- any pecuniary penalty or compensation order imposed for a contravention of the Act;
- a liability owed to someone other than the College, where the Director or Officer not acting in good faith caused the liability;
- legal costs incurred in defending:
 - an action for a liability incurred by a Director or Officer for which he or she is not entitled to be indemnified from the College;
 - criminal proceedings in which the Director or Officer is found guilty; or
 - proceedings brought by the Australian Securities and Investment Commission (ASIC), or a liquidator where the court grants the orders sought.

The College is also prohibited from agreeing to pay insurance premiums relating to potential liabilities arising out of a Director's or Officer's wilful breach of duty or a breach of the duty not to improperly use their position or information obtained as a result of being a Director or Officer (Section 199B of the Act).

Disclosure of interests and conflicts

A Director who has a material personal interest in a matter that relates to the affairs of the College must give the other Directors notice of the interest except in certain circumstances stipulated in the Act (Section 191).

A Director who has a material personal interest in a matter that is being considered at a Board meeting must not be present while the matter is being considered at the meeting, nor can that Director vote on the matter unless the requirements of Section 195 of the Act have been complied with.

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ROLE OF THE COMPANY SECRETARY

The law requires each College to appoint a Secretary resident in Australia. The person appointed Secretary might also be a Director. Each College is required to maintain a register of its Members, Directors, Company Secretary, Principal /CEO.

The Secretary, as the Public Company Officer, carries responsibility at law similar to that of Directors.

The duties of the Secretary of the Company include:

- Prepare Agenda for Board Meetings in consultation with the Chair of Board and the Principal.
- Distribute the Agenda, together with any relevant documentation, to the Directors 7 days before the date of a Board Meeting.
- Receive and send all correspondence unless another Director/CEO is asked at the Board Meeting to do so. Care should be taken to ensure that the Secretary retains a copy of all correspondence for the Company's records.
- Prepare Minutes and distribute them within 14 days to Directors and Members.
- Present a schedule of Meeting dates for the following year.

- Prepare the Schedule of Bad Debts to be written off and matters affecting the financial performance of the Company.
- Notify the Auditor of the proposed date of the AGM.
- Prepare, in consultation with the Chair of Members, the Agenda for the AGM.
- Include with the Agenda for the AGM, correspondence, the Annual Financial Report and reports of the Auditor, the Chair of Board, and the Principal, and any new policy documents.
- Send documents to the Superior, through the Executive Officer, GSEC, as required by GSCA Manual of Policies and Statements.
- Keep particulars in the Company Register updated.
- Retain a register of each document signed as a Deed by the Company.
- Notify the Australian Securities and Investments Commission (ASIC) regarding change of Members, Directors and Company Secretary and any other notifications required.
- Sign documents that are to be sent to the ASIC after the AGM.
- Verify and update all College insurances.
- Have a working knowledge of the Act.

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THE BOARD OF DIRECTORS AND THE PRINCIPAL

The Board provides a forum for sharing wisdom. It is also the means by which the Principal, as CEO, can exercise educational leadership and be given direction and assistance. The Board and the Principal, working collaboratively, ensure that the requirements of the philosophical, educational and financial accountability are fulfilled.

The Board has the following specific responsibilities in relation to the Principal:

- to undertake the selection procedures for the appointment of a new Principal in accordance with the provisions of the Constitution and the protocol in the GSCA Manual;
- to ensure that the review of the performance of the Principal is consistent with the Principal's contract and with the protocol on Principal Review in the GSCA Manual;
- to make a clear distinction between policy development and policy implementation.

The Principal works closely with the Board especially by:

- contributing to the agenda for Board meetings;
- identifying the needs of the College and informing the Board;
- making policy recommendations within a consultative process;
- presenting an annual budget for the consideration and approval of the Board;
- ensuring regular and adequate financial reporting to the Finance committee;
- offering ideas and making arrangements, in collaboration with the Chair of Board, for in-service of the Board.

The Principal provides the Board with timely, thorough and clear information about the school.

This is done through:

- preparation of a written report for each Board meeting;
- information about curriculum, staffing, activities, special events, facilities, resources and risk management issues;
- informing the Board about parent involvement in the school;

- sharing with the Board any school-wide problems or concerns;
- informing the Board of any significant changes in enrolments;
- providing the Board with regular statements of financial accountability.

The Principal is accountable to the Board. This is demonstrated by:

- carrying out all aspects of the duty statement of the Principal/CEO;
- engaging in the formulation of policies of the Board;
- managing the implementation of the policies of the Board;
- completing particular tasks that have been set by the Board;
- implementing Board decisions regarding long term planning in areas including:
 - trends for student enrolment and staffing
 - curriculum
 - budgeting and expenditure
 - capital planning
 - risk management

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THE POLICY PROCESS

In a Catholic school, principles arise out of gospel values. In Good Samaritan Colleges this gospel way of life, shaped by the Rule of Benedict and the compassion of the Good Samaritan, informs the approach to policy within the schools that are owned by the Congregation. Such policy is developed within the terms of the Constitution.

Consensus and Policy Formulation

Policy formulation involves sharing wisdom, which is realised in group consensus. Consensus is different from other kinds of decision making because it stresses the participative development of a decision in which people work together rather than compete with each other in the process. The goal of consensus is a decision that is consented to by all group members. Full consent does not mean that everyone must be completely satisfied with the final outcome - in fact, total satisfaction is rare. The decision and outcome, however, must be acceptable enough so that everyone will agree to own the decision and its consequences. Consensus is aimed at coming to wise, creative and inclusive decisions.

The need for the guidance of the Holy Spirit is recognised and sought through the process.

Group conditions that support consensus are:

- unity of purpose;
- equality, integrity and autonomy of people who are sharing wisdom;
- sufficient time allowed for the sharing of wisdom and the decision-making process;
- a willingness in the group to attend to process;
- a willingness in the group to attend to one's own and others' attitudes;
- a willingness to learn and practise sharing wisdom;
- a belief that a good and guiding God will assist and provide for all our endeavours.

Policy has several characteristics, which distinguish it from incidental or reactive decision-making. Policy arises from defined principles, which have a long-term or constant application and a widespread relevance. These principles may be social, economic, territorial or political. Because there are consequences of implementation, policy will always involve rationales for defining principles on which resources will be allocated.

In the formulation of policy, the Board aims to give voice to the mind of the faith community which it represents and to reflect that community's vision and values. Policy is a guide to discretionary action and is a broad and general direction given to a particular person or persons to carry out or to implement within the context of the school. A policy, furthermore, is the expression of a Board's mind and intention regarding some aspect of educational operation or organisation.

Origins of Policy

If a particular need requires a policy statement, anyone within an organisation can request the development of a policy. This means anyone in the school community - parents, teachers, students, administrators, Directors and Officers and Members - may ask that a policy be formulated. It is the responsibility of the Board to determine whether a policy is needed and how it will be formulated. For example, if the "need" is trifling or inconsequential, a policy is not necessary. Similarly, if the "need" is a unique situation that is not likely to recur, a policy may not be necessary.

An awareness of the need for change may prompt a search for new knowledge, especially where the issue impinges on principles of action through which an organisation, to date, has expressed its basic values. The Board should take into account, explicitly, both why the change is required and how it should be addressed. Policy is the process and product, not of an individual's effort, but of the deliberations and collective wisdom of all the Directors.

Policy should be developed by the Principal and staff and presented in draft to the Board for its consideration.

Types of Policies

Policies can be classified under broad headings and have particular purposes according to the nature of the policy. Some policies have combined purposes.

The main categories of policies are:

- Strategic/Directional
- Operational/Procedural
- **Compliance**

Some examples are:

Strategic/Directional:

- College Mission Statement
- Curriculum
- Aboriginal and Torres Strait Islander Education

Operational/Procedural:

- **Child Protection**
- Enrolment

Compliance:

- Safe Environment

Policy Making Process

- **Awareness**

A need is identified that seems to be best addressed through the development of policy.

- **New Knowledge**

A particular person or a committee is appointed by the Board to gather data, which will help it to understand a need. This information helps to identify policy options which are desirable, feasible and within the Good Samaritan/Benedictine tradition.

- **Understanding**

The draft policy should include some background, rationale and any explanatory notes required. It should be clear, direct and briefly stated.

- **Identification of Values**

On its first presentation, the draft policy is examined for its underlying values, by the Directors. They also consider the consequences, especially in the human and material resources required by the policy in both the short and the long term.

- **Consultation**

The Board, in conjunction with the Principal, decides who is to be consulted with regard to the policy that is being formulated. Those affected by the policy should be included in the consultation. Usually, a draft policy is forwarded to interested parties, together with a consultation sheet for written replies. The draft policy can be amended, accepted or sent back to the writer(s) for reworking until it is ratified in its final form.

- **The New Policy is Accepted and Published**

Once ratified, the policy is promulgated. Those affected by the policy are notified through an established process. Once a policy is promulgated, the College Board's Policy Manual is updated with the new or revised policy.

- **Review**

The policy is subject to periodic review after it has had a reasonable time for implementation.

[Back to top](#)**Policy and the Role of Principal**

The Principal, as CEO, provides educational leadership to the entire College community. The Principal has a dual role in relation to the Board, namely as the educational leader who contributes to policy identification and development, and as an administrator who ensures that the policy is translated into action.

Policy states what is to be done, but does not specify how it is to be done, and by whom it should be carried out. Policy may also be implemented through procedures, and/or programmes.

The Principal, as administrator and professional educator, and in collaboration with the College executive, is responsible for the implementation of the policy, and for providing progressive reports to the Board on such implementation.

The Board must trust the Principal and the College executive to determine the specifics of how a policy is to be implemented. It is outside the mandate of the Board to intervene, either collectively or individually, in the day-to-day running of the school.

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COLLEGE REVIEW AND DEVELOPMENT

Catholic Colleges, set within a community context, are both responsible and accountable. College Review and Development is a planned, responsible approach to education. It assists College communities to examine the way they work together so that they can continue to develop and adapt their practice to better meet the needs of the students they serve. The process also provides a documented account of what has been achieved and the developments and directions that a College should plan and implement within a cycle approved by the Board (e.g. three, or five years).

Long Term Planning

In order to carry out its responsibilities, the Board is required to engage in long term planning. With trust in God's loving care and using all the information available, a long-term plan (3-5 years) can be developed for the guidance of the Board, the Principal and the College community.

The steps for long term planning are:

1. Review the statement of mission or focus.
2. Assess the present situation.
3. Explore future possibilities.
4. Analyse the data.
5. Test the analysis. Gather further information if required.
6. Set goals and objectives and identify areas, which require policy formulation.
7. Develop an action strategy, including a time frame, for the implementation of the plan.

Dimensions of Long Term Planning should include:

Enrolment: Projections and any demographic patterns or other factors that may affect future enrolments at the College.

Curriculum: Identification of areas in which change may be expected or required.

Staffing: Projection of staffing needs and changes, for example, any new positions, which the College anticipates, or any positions that are likely to be reduced.

Supportive Services and Resources: Identification of what is needed to support the curriculum.

Facilities: Identification of major changes or additions relating to the buildings and the site. It identifies what new facilities may be required and develops a long-term maintenance and refurbishing plan for existing buildings and grounds.

Finances: Projected costs of the College and the sources of income. Each section of the proposed plan is costed. Modifications may have to be made to the proposals in the light of the overall financial commitments of the College.

Risk Management: Risks associated with the various areas of the plan are assessed and strategies for management put in place.

The long-term plan, including financial projections, is committed to writing and, with the approval of the Board, becomes the College Business Plan.

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GUIDELINES FOR DIRECTORS REGARDING REPRESENTATIONS TO BE TAKEN TO THE BOARD

Introduction

Parents, staff and others involved in the College, may, on occasion, approach a Director and ask that the Board attend to a matter.

The following guidelines have been developed to assist Directors to deal with issues of concern, which may fall into three broad categories:

- 1) issues that concern the competence and responsibility of the Board;
- 2) issues that concern the administration of the College in general terms;
- 3) issues that relate to individual staff members, students, parents or situations, and to the day-to-day running of the College.

1. Issues that concern the competence and responsibility of the Board

Areas of responsibility for the Board include:

- policy development
- financial management of the College
- general issues of pastoral care of staff, parents, students
- maintenance
- planning
- review of the Principal, the Board, the College

Directors may bring issues of concern in the above areas to a Board Meeting.

2. Issues that concern the administration of the College in general terms

These concerns would largely centre on such matters that affect the overall well being of the College and are not directed at individual staff members, students or parents, or specific organisational issues.

Directors should feel free to bring to the Board concerns of a general nature, whether they are issues raised by parents, staff or students, or by the Directors themselves.

The Director should raise such an issue of concern with the Chair and the Principal prior to raising it at the meeting.

3. Issues that relate to individual staff, students, parents or situations, or to the day-to-day running of the College

Issues in this category come under the internal administration of the College. They may include:

- performance of teachers
- individual programmes

- individual methodology
- College rules etc.
- specifics of policy implementation

These issues **are outside** the competence of the Board, and accordingly should not be brought to a Board Meeting.

Where an issue in this category is raised with a Director, the following procedures should be adopted:

- The Director advises the person presenting the issue that it is a matter to be handled by the internal administration of the College, and needs to be raised with the Principal;
- In the event of the person making representation with the Principal, and feeling that no resolution could be reached, then the person may refer the matter to the Chair of Board, who will then discuss the issue with the Principal.

Review History

1st edition published 1995

2nd edition published June 2003

3rd edition published June 2007

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GSCA 1.4

Philosophy of Education

Origins

The Congregation of the Sisters of the Good Samaritan of the Order of St Benedict was founded in Sydney by John Bede Polding OSB, Australia's first Catholic Archbishop, on 2 February 1857. This new Congregation, the first to be founded on Australian soil, was formed to care for disadvantaged and abused women. Polding, however, gave the Congregation a broad and flexible scope in its mission and by giving the name, "Sisters of the Good Samaritan"; he indicated that the Sisters were to have a Christ-like attitude of compassion and care for those they served. They would be *"ready to teach in schools, to visit and assist the sick in their own homes and in hospitals, to instruct ignorant persons in the faith, to conduct orphanages, to reform the lives of penitent women, and to apply themselves to every other charitable work"*. (Rules of Polding: Scope and Character of the Institute 1:1)

From the very beginning, commitment to women and the education of young people - girls in particular - has been at the heart of the congregation's mission. Sisters began teaching in a school in Sussex Street, Sydney in 1861. In subsequent decades the ministry of Good Samaritan education spread to other Australian States and to Japan. Education in the faith and adult education are features of Good Samaritan ministry throughout Australia, in Japan, Kiribati and the Philippines.

Good Samaritan schools commit themselves to a vision of Catholic education which:

(a) Draws on the strength of the Good Samaritan Benedictine tradition

We value:

- the dignity of each person;
- an academic school environment which is at the forefront of contemporary educational developments;
- a love of learning;
- a holistic view of education and an integrated curriculum which will challenge and foster the creativity, initiative and ability of each student;
- respect for individual differences so that "the strong have something to strive for and the weak nothing to run from" (Rule of Benedict 64:9);
- the integration of faith and life;
- an appreciation of beauty and the diversity of cultural values;
- wise stewardship which reverences the earth and its resources;
- a balance of prayer and work;
- hospitality of heart and place;
- the seeking of peace.

(b) *Is directed to the seeking of God*

Life is a journey in search of God, the Creator, Word and Spirit. We reverence the Scriptures as nourishment and guide in the seeking of God. We express our longing for and praise of God in personal, communal and liturgical prayer. Because God has become one with us in Jesus Christ, we believe that our lived experience is the meeting place with the divine. Our plans and endeavours are so arranged “that in all things God may be glorified”.

(c) *Is centred on Jesus Christ and his mission*

Personal commitment to Jesus Christ and his mission is central to our educational ministry. Inspired by the example of the Samaritan of Luke’s gospel and by Polding’s compassionate missionary vision, we commit ourselves to a Gospel way of life, responding with energy and creativity to the challenge of our social reality. We have special concern for, and aim to stand in solidarity with, those on the margins of society.

(d) *Is committed to partnership and to Christian community*

Our educational settings, where we work in a spirit of collaboration, teamwork and partnership, witness to the possibility of Christian community. We aim to foster inclusive communities where all are encouraged to contribute with the “good gifts” given them (cf Rule of Benedict Prologue 21) and so build up the Body of Christ (cf 1 Corinthians 12).

(e) *Is committed to participative leadership*

We acknowledge the key dimensions of educational, spiritual and managerial leadership. We affirm a leadership style, which fosters the gifts and leadership potential of all members of the school community. Drawing upon the wisdom both within and beyond the school community we promote a discernment model of decision-making.

(f) *Is responsive to its cultural context*

The Spirit’s unifying force is what unites us in the midst of our cultural plurality. We recognise, accept and respect the differences among cultures and races in our school communities. We generously contribute to and critique the society in which we live.

Review History

GSCA 1.1 February 2000, edited 2003

Converted to GSCA 1.4 version 1.0 October 2008

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GSCA 1.5

**Good Samaritan Colleges
Philosophy of Workplace Relations**

Values

This philosophy is based on the Gospel values of justice, community, inclusion, stewardship, service, hope, reconciliation, witness and compassion and on the church's social teaching.

Good Samaritan schools commit themselves to a vision of Catholic education which...is committed to partnership and to Christian community

Our educational settings, where we work in a spirit of collaboration, teamwork and partnership, witness to the possibility of Christian community. We aim to foster inclusive communities where all are encouraged to contribute with the "good gifts" given them (cf Rule of Benedict Prologue 21) and so build up the Body of Christ (cf 1 Corinthians 12).

*Good Samaritan Philosophy of Education, College
Constitution p 4*

Church social teaching

...the basis for determining the value of work is not primarily the work being done but the fact that the one doing it is a person

Pope John Paul II, *Laborem Exercens: On Human Work*, (September 1981) St Paul Publications, Homebush, para 6.

Through work, individuals not only transform the world but also achieve fulfillment as human beings. The observance of fair and just principles and practices is required for the establishment and maintenance of a workplace that encourages and supports the full development of all persons serving the Church. Mutual respect, esteem and goodwill should underpin the relationship between the employer and the employee.

As Catholic employers, Good Samaritan Colleges are bound by both civil legislation and by the Church's social teaching.

A foundational principle in church social teaching on labour and work is the right ordering of relationships between workers and organisations, a relationship that is firmly situated within the principle of the common good.

The principle of the common good is characterised by such features as, promoting the well being of all members of the community, a spirit of cooperation rather than competition, effective communications between all parties and individual responsibility.

The church teaches that employers and employees are regarded as partners not adversaries in the school workplace and are urged to work together co-operatively for the wellbeing of the students.

The church also teaches that employers and employees, together with the organizations that represent them, have rights and responsibilities. Catholic social teaching recognises and supports a proper balance between the rights and responsibilities of employers and employees.

Principles of relationship between employing authorities and employees in Good Samaritan schools

- All those involved in the mission of Good Samaritan schools are guided by gospel values and contribute to the ethos of the schools.
- A Catholic perspective on people employed in Good Samaritan schools esteems a servant model of leadership. This perspective also affirms teaching as a ministry to promote the reign of God through quality teaching, learning, administration and support services.
- **The wellbeing of the students is the ultimate reference point for the quest for harmonious relationships in school communities.**
- There is a mutuality between employees and the employing authority in Good Samaritan schools. Both the employing authority and employees have mutual rights and responsibilities.
- The employing authority, in determining the nature of the work to be done, has a moral obligation to provide just wages and a wholesome working environment. Salaries must be in accordance with current awards or agreements and conditions of employment.
- Employees accept a responsibility to fulfill their respective roles in the work of the Good Samaritan school with integrity and professional competence.
- People have a right to participate in workplace consultations on significant matters which directly impact on their lives. However the right of participation in decision-making by employees is to be balanced with the right and responsibility of the employing authority to effectively manage the enterprise of the school.
- The employing authority and the employees are called to work together in a collaborative partnership with parents, the Good Samaritan Congregation, Diocesan authorities, community agencies and government for the good of students.
- Due care is taken by school authorities to nurture and promote a healthy balance between school commitments and home life for all employed in the school.
- Both the employing authority and employees have a fundamental freedom to take up membership in associations and unions that are constituted to protect their legitimate interests and concerns.
 - The employing authority should seek constructive working relationships with unions representing employees. At the same time, the employing authority should be able to expect that unions will respect their right to fulfill the mission of the school.
- An independent third party may be required to resolve major matters of differences between the employing authority and employees.
- The process for employing authority-employee negotiations should be transparent and accountable to the respective parties involved in the negotiations and to the wider community. The Good Samaritan employing authority should be guided in their agreements by the future direction and requirement of their organization and, at the same time, be aware of industry and community standards, and the historical nexus between wages and conditions in their own and other sectors.
- Negotiations between the employing authority and employees should be conducted in the spirit of respect and fidelity to the values of justice and reconciliation.

Adapted from *Church in the Workplace* QCEC 2006, *The Catholic Church as an employer in Australia Today* ACCER 2002 and the *Public Statement by the Australian Catholic Bishops Conference in Relation to the Commonwealth Government's Workplace Relations Amendment (WorkChoices) Bill 2005*

Review History

GSCA 1.2 June 2006

Converted to GSCA 1.5 version 1.0 October 2008

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GSCA 1.6**Philosophy of Student Wellbeing****Values**

This philosophy is based on particular Gospel values found at the heart of the Rule of Benedict and the Church's teaching. These values include love, respect, compassion, inclusion, community, justice, hope and reconciliation.

We value:

- ❖ *the dignity of each person (as a child of God);*
- ❖ *a love of learning;*
- ❖ *respect for individual differences so that "the strong have something to strive for and the weak nothing to run from" (Rule of Benedict 64:9);*
- ❖ *an appreciation of beauty and the diversity of cultural values;*
- ❖ *hospitality of heart and place;*
- ❖ *the seeking of peace.*

(Good Samaritan Philosophy of Education)

Respect for human persons entails respect for the rights that flow from their dignity as creatures. These rights are prior to society and must be recognised by it...

(Catechism of the Catholic Church: n.1930).

The person of each individual human being, in his or her material and spiritual needs, is at the heart of Christ's teaching; that is why the promotion of the human person is the goal of the Catholic school.

(The Catholic School on the Threshold of the Third Millennium #9)

Principles underlying student well-being and child protection policies and procedures in Good Samaritan schools

- Recognition of the God-given dignity and rights of students
- Students have a right to a safe, secure and peaceful environment
- Student well-being impacts directly on student learning
- Students are better prepared for learning when:
 - their innate human dignity is recognized
 - individual differences are catered for
 - cultural diversity is welcomed.
- Student well-being is the responsibility of all staff working in partnership with families in a whole school context.

Good Samaritan Catholic School communities are responsible for:

- providing a safe, supportive and inclusive environment within which students experience personal safety and safety in relationships

- being vigilant in all matters relating to child protection and safety
- developing protocols for effectively and non-violently managing behaviour within a supportive school environment
- regularly monitoring and reviewing all elements of the pastoral programs, their implementation, and their outcomes
- ensuring that the pastoral policies, programs and procedures conform to the requirements of State legislation for the protection of children and young people
- ensuring staff are appropriately trained in the understanding and application of these programs and procedures
- ensuring that the [Superior is notified of the referral](#) to a State authority of an allegation of harm to a student by an employee and of the [outcome of such a referral](#)

The principles underpinning a supportive Good Samaritan Catholic school environment form the organizational framework within which each school community plans strategies for sustaining positive relationships so that students are safe and effective learning and teaching may occur.

An Organizational Framework for strategies to sustain safe positive relationships and effective learning and teaching would include:

- pastoral relationships which help students value themselves and others
- inclusive teaching and learning which is responsive to diverse needs and educational disadvantage;
- support for students who are at risk or suffer harm
- supportive school-family partnerships
- formation in self-discipline, responsibility and resilience
- effective networks of care across the community
- specific structures and organisational arrangements to support student development and redirection
- reconciliation – offering, in the Christian tradition, support and opportunity for a fresh start.
- commitment to justice and service - identifying and eliminating barriers that hinder the participation and achievement of all students
- procedures that provide for a quick and appropriate response to concerns raised

Review History

GSCA 1.6 version 1.0 October 2008

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GSCA 2.2 Model of Governance of the Colleges (Statement)

The decision of the Congregation to incorporate each of its Colleges as a Company Limited by Guarantee was in response to the guiding directions of the Second Vatican Council, and the complexity of today's world, especially in the legal and financial fields. Each College is governed according to a Constitution. The Members of the Company (the Members) represent and are accountable to the Congregation through the Superior and her Council. The Board of Directors (the Board), appointed by the Members, is responsible for the Management of the College. The Principal, as Chief Executive Officer, is responsible for the internal administration of the College and is accountable to the Board.

Juridic Identity and Ecclesial Responsibility

The Congregation exercises its ecclesial responsibilities through the Superior and her Council, and exercises its civil responsibilities through its Trustees (a corporate entity in civil law).

The Superior and her Council have established the Good Samaritan Education Council, GSEC, with its own Charter, to assist and advise them in providing stewardship and coordination of the governance of the Colleges.

The [Education Council](#) addresses matters that relate to both the ecclesial and the civil responsibilities of the Congregation. The ecclesial responsibilities, which have been integrated into the Constitution, and are often referred to as 'reserve powers', address two concerns:

- the Catholic ethos and mission (embraced by the Good Samaritan/ Benedictine tradition); and
- the temporal goods of the school

[Members of the Company Limited by Guarantee](#)

Members ensure that the charism of the Sisters of the Good Samaritan is central to all of the educational endeavours of the Colleges. The Superior and her Council nominate persons as Members of each company and delegate to them the responsibility of ensuring that the educational ministry of the Congregation is carried forward with vitality into the future.

[Directors](#)

The Members appoint Directors with the approval of the Superior. The business of the Company is managed by or under the direction of the Directors in accordance with the Constitution and the requirements of the Corporations Act.

[Principal](#)

The Board appoints the Principal who is responsible for the internal administration of the College.

Towards Effective Governance

For the effective operation of a model of governance certain elements are essential. These include:

- **Ethos**
Refer to the Preamble and The Good Samaritan Philosophy of Education at the beginning of the Constitution.
- **Clarity of purpose**
Refer to the Objects of the Company (Const 2).
- **Clear lines of responsibility and accountability**
The basic elements are contained in the Constitution and are further explored and explained in this *Governance Handbook for Members, Directors and Officers* and in the *Good Samaritan*

Colleges Australia (GSCA) Manual of Policies, Statements and Protocols located on the Sisters of the Good Samaritan website

□ **Communication**

While respecting appropriate protocols, confidentiality and privacy, it is important to keep open lines of communication between the Congregation, Members, Directors, Officers and staff. In particular the Constitution requires the maintaining of liaison between the Chair of Members, Chair of Board and the Principal for the sake of the ongoing life of the College (Const 8.6, 13.1b, 17.4).

□ **Spirit of partnership and good will**

The Congregation recognises and commends the spirit of partnership evident among all who have been involved in each College since the introduction of this model of governance.

Review History

GSCA 2.2 Extract from Governance Handbook 1995

Reviewed 2003

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GSCA 2.5.1**Key Aspects of the Role of the Principal in a Good Samaritan School Statement****Context**

The ten Australian Good Samaritan colleges form a network of schools across three states. The role of the Principal is integral to the leadership and development of each school and to the quality of mutual support and collaboration across the network.

The role of the Principal of a Good Samaritan school is to lead an effective Catholic school which:

- has as its primary focus the education, care and welfare of students
- values the effect of relationships and celebrations in the transformation of each person
- is consistent with the constitution and the mission statement of the College and the current Good Samaritan statement of directions

Key aspects of the role are:

Leadership which:

- fosters among students a love of learning and among staff a love of learning and teaching
- includes in the life and mission of the school:
 - # an integrated curriculum which challenges the creativity, initiative and ability of each student
 - # a participative model of decision-making which embraces the principles of subsidiarity and the common good
 - # direction setting as a basis for planning and evaluation
 - # solidarity with people marginalised by circumstances and/or unjust structures
- promotes the community dimension of the school by:
 - # fostering right relationships
 - # raising awareness of and encouraging response to issues of social justice
 - # developing a model of partnership within the school community and beyond it
- recognises, names, values and responds to the cultural context of the school

Stewardship which:

- nurtures the Good Samaritan/Benedictine tradition
- provides for and supports the ongoing formation of all members of the school community
- manages resources wisely and cares for the environment
- provides clear lines of communication and of responsibility and accountability
- plans for continued development through management of staffing and physical resources
- fosters unity and values diversity within the social context of the school

Management which:

- uses an integrated approach to:
 - # develop and implement policies, procedures and practices that are fair and just
 - # record and report, and to plan, review and evaluate

Review History

GSCA 3.1 version 1 November 1999

GSCA 3.1 version 2 August 2005

Reviewed and converted to GSCA 2.5.1 version 1.0 October 2008

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GSCA 2.5.3**Induction of Incoming Principal Policy****Policy**

The Board in conjunction with the Good Samaritan Education Council is responsible for the development and implementation of a [Program of Induction for an Incoming Principal](#) to a Good Samaritan College.

References

Constitution	10
GSEC Charter	3(b)
Gov Handbook	Principal

Rationale

Leadership of a school is a complex and demanding task requiring significant self-knowledge, understanding of the contemporary Catholic Church and skills in interpersonal, organisational, educative, community and faith leadership. Each school has its own unique character and set of circumstances within the broad educational landscape and an incoming Principal brings his or her own vision, skills and experience to that particular educational setting.

A planned and targeted induction program provides support for the Principal in coming to know and understand their new Good Samaritan school community. At the same time it also helps to ensure continuity and a smooth transition to new leadership for the community.

This framework is aimed at providing assistance to Boards in developing such a planned and targeted Induction Program suitable to the needs of their particular College and incoming Principal.

The framework

- indicates the areas for induction, suggested strategies suitable to each area and possible timing for implementation of the strategies
- provides a [Reflection Tool](#) for identification by the incoming Principal of areas requiring emphasis within the Program relevant to their professional needs.
- a clear purpose for the Induction Program
- responsibility for the development of the Program

Scope

The Induction Program will assist the incoming Principal to:

- develop an understanding and ownership of the Good Samaritan tradition of the College
- gain an understanding of and experience in the Benedictine spirituality which is basic to the Good Samaritan Congregation
- obtain knowledge of and connection to the Archdiocesan/Diocesan and local Church structures
- become familiar with the governance structure of a Good Samaritan College in order to understand the roles and responsibilities of the various parties which make up the structure
- understand the challenges, responsibilities and support available as Principal of a Congregational College
- develop skills to competently oversee the financial management of the College
- become familiar with the structures and relationships within the College community
- become familiar with the current state of the Strategic and Facilities Development Plans
- become familiar with current policies and procedures with regard to faith development, staff development and management, student welfare and child protection, curriculum and community development and legal compliance at Federal and State levels

- access ongoing mentoring and support during the first year of appointment and beyond.

Consequences

- It is desirable for the Board to appoint the incoming Principal some weeks prior to the end of the outgoing Principal's Employment Agreement in order to allow time for the induction of the new Principal before they take up their formal duties.
- an Induction Program tailored to the experience and needs of the incoming Principal as an integral component of the selection and appointment process
- the appointment of a companion/mentor with regular meetings during the first year of contract
- the provision by the Board of ongoing professional supervision for the Principal

Review History

GSCA 2.5.3 version 1.0 October 2008

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GSCA 2.5.4 Induction for Incoming Principal Protocol

Purpose

The purpose of this protocol is to assist Boards in the development of an Induction Program for an incoming Principal that is suited to the skills and experience of the Principal and the needs of the College community.

References

Constitution [10](#)
 GSEC Charter [3\(b\)](#)
 Gov Handbook [Principal](#)

Protocol

1. The Principal completes the [Induction Program Reflection Tool](#).
2. The Board, in consultation with the Executive Officer of the Education Council and considering the Principal's responses to the Reflection Tool, develops an Induction Program based on the following framework.

Area	Suggested Strategies	Possible Timing
<i>Faith Leadership</i> <ul style="list-style-type: none"> • Good Samaritan/ Benedictine ethos • Catholic Mission of the College within the local church community • College faith dev programs and structures 	<ul style="list-style-type: none"> - Provision of reading materials eg the Rule of Benedict, "The Good Sams" by Margaret Walsh - Retreat focused on Benedictine spirituality - Visits to other Good Samaritan Colleges - Appointment of 'companion/mentor' for the first year - Meeting with relevant College personnel 	Prior to comm Prior to comm or within 1 st yr Within 1 st term Prior to comm
<i>Good Samaritan Governance</i> <ul style="list-style-type: none"> • Interrelationships of parties • Responsibilities of parties • Accountability and reporting processes 	<ul style="list-style-type: none"> - Provision of Good Samaritan Colleges Australia Manual of Policies and Statements (GSCA) and a copy of the College Lease - Meeting with Chair of Board and Chair of Members - Meeting with the whole Board - Meeting with Chair and/or Exec Officer of GSEC 	Prior to comm Prior to comm Prior to comm Within 1 st term
<i>Challenges/support as Principal of a Congregational College</i> <ul style="list-style-type: none"> • Expertise and support provided 	<ul style="list-style-type: none"> - Discussion with outgoing Principal - Meetings with Chair of Board and whole Board - Appointment of 'companion/mentor' for the 1st yr 	Prior to comm Prior to comm Within 1 st term

<ul style="list-style-type: none"> by Directors of Board Services provided by local CEC/CEO and as user pay Principal support groups 	<ul style="list-style-type: none"> Provision of professional supervision for duration of contract Meeting with local CEO/CEC Director Meeting with Principal Support Groups 	<p>Early 1st term</p> <p>Within 1st yr</p> <p>Within 1st term</p>
<p><i>Leadership of Learning</i></p> <ul style="list-style-type: none"> State requirements College offerings 	<ul style="list-style-type: none"> Provision of relevant materials eg State authority information, Learning Frameworks, Subject Handbooks, Student performance information, extra curricular programs Discussion with relevant College personnel 	<p>Prior to comm</p> <p>Within 1st term</p>
<p>Student Welfare/Child Protection</p> <ul style="list-style-type: none"> State requirements College structures, policies and procedures 	<ul style="list-style-type: none"> Provision of relevant materials eg, State structures and documentation, College policies Discussion with relevant College personnel 	<p>Prior to comm</p> <p>Within 1st term</p>
<p><i>Human Resource Management</i></p> <ul style="list-style-type: none"> Framework of Industrial Relations Employment Policies and Procedures Management of performance 	<ul style="list-style-type: none"> Provision of relevant materials eg policy manuals, staff handbooks, Awards and Agreements Discussion with outgoing Principal Discussion with Business Manager 	<p>Prior to comm</p> <p>Prior to comm</p> <p>Prior to comm</p>
<p><i>Strategic Planning and Facilities Management and Development</i></p> <ul style="list-style-type: none"> Strategic planning/management skills Current phase of the Strategic Plan 	<ul style="list-style-type: none"> Attendance at relevant course(s) Meeting with Chair of Board Provision of relevant documentation eg Strategic Plan, Facilities Development Plan Meeting with relevant College personnel 	<p>As required</p> <p>Prior to comm</p> <p>Prior to comm</p> <p>Within 1st term</p>
<p><i>Financial Management</i></p> <ul style="list-style-type: none"> Structure and reading of College accounts Recognising financial implications of curriculum, staffing, building decisions 	<ul style="list-style-type: none"> Provision of relevant materials eg Annual report and audited accounts Meeting with Chair of Finance Committee and Business Manager Attendance at relevant course(s) 	<p>Prior to comm</p> <p>Within 1st term</p> <p>Within 1st yr</p>
<p><i>Structures and relationships within the College community</i></p> <ul style="list-style-type: none"> Staff Parents and Friends Past students association 	<ul style="list-style-type: none"> Provision of relevant materials eg Constitutions, Newsletters etc Discussion with relevant College personnel Meeting relevant community members 	<p>Prior to comm</p> <p>Within 1st term</p> <p>Within 1st term</p>

- 3 The Board, in consultation with the Principal and the Executive Officer of the Education Council, puts in place a 'Leader to Leader' Companioning arrangement for the incoming Principal. The outline of which is as follows:

Goal:

- To provide support for principals in the first year of their appointment to a Good Samaritan College
- To utilize the expertise and experience of practiced Good Samaritan principals in a supportive relationship with new principals.

Components:

- Leader to Leader Companioning is one part of the Induction Program for a new Principal
- It runs across the first year of appointment
- A regular program of contact is put in place between the new Principal and the Companioning Principal throughout the first year
- The program is coordinated by the Executive Officer of the GS Education Council

Criteria for Companioning Principals:

- Experience in leadership in Good Samaritan education
- Experience in the same Diocese is preferable

Expectations of Companions:

- Introduce themselves to the new Principal and offer support
- Establish a routine for communicating on a regular basis i.e. by phone, email or established meetings at least once per fortnight to begin with
- Foster an environment that encourages trust, confidence, creativity and freedom
- Be available to talk about the requirements of the principal role and governance structures in a Good Samaritan College, daily tasks, challenges and professional growth
- Offer support, advice, share experiences and frustrations
- Maintain the confidentiality of the relationship
- Participate in an end of year evaluation of the program

Expectations of Incoming Principals:

- To communicate with their Companion Principal at least once per fortnight in person or by phone or email
- Foster an environment of openness, trust, creativity and freedom
- Proactively consider the issues that it would be of help for them to discuss with their Companion Principal
- Maintain the confidentiality of the relationship
- Participate in an end of year evaluation of the program.

Review History

GSCA 2.5.4 version 1.0 October 2008

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GSCA 2.7.3**Principal Performance Review Policy****THIS POLICY IS CURRENTLY UNDER REVIEW AND HAS NOT YET BEEN CONVERTED TO THE NEW POLICY FORMAT****Purpose and Values**

The purpose of performance reviews is to provide formative feedback to the principal and to enable the Board to discharge its accountability to the school community. It therefore provides vital information about the ethos and development of the school.

The primary intent is to help the Principal make informed decisions with respect to future performance based on an appraisal of past performance and the emerging challenges presented by changing contexts.

Trust and confidentiality are essential for all involved in the process, which will be characterised by justice, openness and sensitivity.

A developmental performance review should lead to improved performance in ministry.

Aims of the Principal Performance Review

The aims of a performance review of a Principal who leads a College of the Sisters of the Good Samaritan are:

- To support the Principal in the role of Spiritual Leadership, Educational Leadership, Stewardship and Management of the College
- To sustain and develop the educational vision and performance of the College
- To critique developments in directions set by the Principal and the Board
- To ensure that the [Objects of the Company](#) are being met

[Back to top](#)**Criteria for the Performance Review**

The criteria on which the Principal's Performance will be reviewed are:

1. The Principal's effectiveness in the role of Spiritual leader, Educational leader, Steward and Manager as supported by the document: "Role of the Principal in a Good Samaritan School - Guiding Principles".
2. The Principal's effectiveness in achieving progress towards the longer term or annual goals for the College which were mutually agreed with the Board.

Essential Elements of the Performance Review

1. It is organised by the Board according to the [Constitution](#).
2. In the first year of a new contract the Principal and the Board agree on the timing of the Performance Review
3. The Principal and the Board of Directors mutually agree on the procedures for the

Review

4. The Board and Principal agree on the composition of the Review Panel. The panel, appointed by the Board, will have at least 3 members:
 - One member is to be from the Board of Directors
 - One member is to be a Sister of the Good Samaritan
 - One member is to be nominated by the Principal and approved by the Board
5. The data gathering conducted by the Review Panel is the minimum sampling judged necessary to produce a valid outcome. Parameters for this sampling are determined in discussion between the Review Panel and the Principal.
6. The Principal presents the panel with a self-evaluation report that includes
 - a) The cumulative record of achievements based on the agreed goals that have been endorsed by the Board of Directors.
 - b) Reflections on the role responsibilities of Spiritual Leadership, Educational Leadership, Stewardship and Management.
 - c) Barriers to satisfactory achievement and steps taken to address the problems.
 - d) Reflections on professional development which the Principal sees as desirable.
7. A copy of the final report is presented to the Chair of the Board.
8. The Chair of the Board provides a copy to the Principal and the Chair of the Members.
9. The Board of Directors considers the Review Report and provides a summary of its discussions to Chair of the Members of the Company.
10. The Chair of the Board and the Principal together prepare a precis of the Review Report that is considered appropriate to distribute to members of the College community.

Resources

[Sample Principal Performance Review](#)

Review History

Policy approved for trialing with the status of a working document	-	November 2000
Implementation to be effective from	-	January, 2001
Implementation experience to be reviewed	-	Ongoing

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GSCA 2.9**Accountability Policy****Policy**

Each person in the Good Samaritan Education Community is called to accountability according to the responsibilities in her/his role. This accountability is in the spirit of Benedictine stewardship by which all things are held sacred. Those within the governance structures are responsible and accountable as follows:

- The Principal is accountable to the Board for the implementation of the policies approved by the Board and for the day to day leadership and administration of the College
- The Board is accountable to the Members for the management of the College and the achievement of the [objects of the Company](#).
- The Members are accountable, through the Good Samaritan Education Council, to the Superior and Council for their oversight of the functioning of the College
- The Good Samaritan Education Council is accountable to the Superior and Council for the stewardship and co-ordination of the Good Samaritan Education Community.

References

Constitution [2.1, 4.1, 7.7, 7.8, 11.2, 17.3, 17.8](#)
 Gov Handbook [Model of Governance](#)
 GSEC Charter: [Role](#)

Rationale

Stewardship in the Benedictine tradition calls for reverential care for all aspects of creation that are placed within our sphere of responsibility. Benedict gives the reminder that it is necessary to give an account of that stewardship (RB 64).

There are significant and increasing demands for schools to account for compliance with legal and financial requirements from governments

Scope

Accountability requirements apply to Principal, Board of Directors, Members of the Company, the Good Samaritan Education Council

Consequences

According to their level of responsibility, all will:

1. comply with reporting and procedural requirements
 - a) of the model of governance for Good Samaritan schools
 - b) of government legislation
2. Observe the policies and protocols of financial management and reporting.

Review History

GSCA 2.9 version 1.0 October 2008

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GSCA 2.9.2

**Report Protocol: Chair of Board to Members
Annual General Meeting**

Purpose

This protocol sets out the content to be included in the report of the Chair of Board to Members at the Annual General Meeting of the Company.

References

Const [7.4](#) [10.0 - 11.4](#); [13.0 - 13.3](#)

Content of Report

<p>1. Directors</p> <ul style="list-style-type: none"> ▪ Expertise and functioning of Board ▪ Changes in Board composition ▪ Succession Planning ▪ Formation in the Good Samaritan Philosophy of Education for - <ul style="list-style-type: none"> i. new Directors ii. total Board 	<p>Gov. H'book pp16- 26 Const 9.0 to 9.18; 27.0</p>
<p>2. Committees</p> <ul style="list-style-type: none"> ▪ Names of existing committees ▪ Names and expertise of members of each committee ▪ Summary of key objectives and achievements. 	<p>Gov H'book p18; Const 15.0 - 15.11</p>
<p>3. Policies</p> <ul style="list-style-type: none"> ▪ new or substantially changed policies ▪ major changes in practice arising from Policy implementation. 	<p>Gov. H'book pp17, 27-30 Const 7.5, 7.6; 10.1 b-d; 11.1, 11.2; 16; 17.7, 17.8, 17.9</p>
<p>4. Communication</p> <ul style="list-style-type: none"> ▪ Liaison between Chairs of Members, Board and Principal. ▪ Presence of Directors at some significant school events. 	<p>Gov H'book pp15;25-26 Const 8.6; 13.1 b; 17.4</p>
<p>5. Review</p> <p>Plans in place and/or outcomes and quality of :</p> <ul style="list-style-type: none"> i. Board Review ii. Principal Review iii. School Review 	<p>Gov. H'book pp16-19 Const 10.1e Gov. H'book pp 25-26Const 10.1b,17.2 Gov H'book p 31-32 Const 10.1e</p>
<p>6. Finances</p> <ul style="list-style-type: none"> ▪ Financial Indicators Reporting Template – AGM ▪ Commentary highlighting movements and/or variations with notes for clarification. ▪ Nature and extent of loans 	<p>Gov H'book pp 16-23 Const 10.1c; 11.2f; 15.1; 17.10; 24.0-24.2</p>

<ul style="list-style-type: none"> ▪ Costs of Building projects completed ▪ Costs of property purchased and/or sold in name of company 	
<p>7. Compliance</p> <p>For example:</p> <ul style="list-style-type: none"> ▪ School Registration ▪ Child Protection ▪ Occupational Health & Safety 	<p>Gov H'book pp 16-32 Const 9.1, 10.1c</p>
<p>8. Facilities Development</p> <ul style="list-style-type: none"> ▪ Report on Maintenance plans ▪ Report on capital plans including planned purchase or lease of property 	<p>Lease Clause 9</p>
<p>9. Strategic Planning</p> <ul style="list-style-type: none"> ▪ Significant and substantive changes envisioned to current education and/or location. ▪ Responses to emerging educational issues. ▪ Enrolment trends and profile (including indigenous, international, adult, gender mix). 	<p>Gov H'book pp31-32 Const 9.1, 10.1c</p>
<p>10. Risk Profile</p> <ul style="list-style-type: none"> ▪ Risks facing the College ▪ Actions taken to manage and treat risks ▪ Board's judgment as to the level of residual risk 	<p>Gov H'book pp17-18 Const 9.1, 10.1c</p>

Review History

GSCA 2.7 Revised October 04, July 05, March 07, February 08
Reviewed and converted to GSCA 2.9.2 version 1.0 October 2008

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GSCA 2.9.3

**Report: Principal to Members Protocol
Annual General Meeting**

Purpose

This protocol sets out the content to be included in the report of the Principal to Members at the Annual General Meeting of the Company.

References

Const [7.4](#), [17.0 - 17.10](#)

Protocol**Content of Report**

The Principal shall be responsible to the Board for the education, care and welfare of the students, and for the leadership, stewardship and management of the College.

1. **Spiritual dimension of leadership** indicating
 - The priority given to the promotion of the Good Samaritan/Benedictine tradition, especially through:
 - the spiritual and religious development of students and staff
 - opportunities for formation in the tradition
 - a sound and vital prayer life for all
 - communication in college newsletter
 - that the College is an inclusive community which fosters **right relationships** and gives evidence of solidarity with marginalised people.
 - how linkages between the College and the local Church and community are encouraged.
 - the opportunities taken (by the Principal) for spiritual and professional development, for enrichment leave and for pastoral supervision.
2. **Educational dimension of leadership** indicating
 - how a love of learning and teaching is fostered
 - the provision of a high quality, integrated and innovative curriculum
 - trends in educational outcomes for students compared against state data where relevant
 - a commitment to the principles and practice of participative decision-making, subsidiarity and delegation
 - strategies for direction setting and evaluation
3. **Principal as Steward and Manager** indicating
 - adequate provision for staff development
 - careful management of resources
 - clear and appropriate communication
 - clear lines of responsibility, accountability and delegation
 - good general and financial planning
 - sound management and organization skills

- effective implementation of policies and practices
- how evaluation and review strategies are implemented
- trends and developments in boarding

4.

Risks:

- immediate and future challenges
- how these are being addressed
- level of risk remaining

Review History

GSCA 2.8 Revised Oct 04, Mar 07

Reviewed and converted to GSCA 2.9.3 version 1.0 October 2008

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GSCA 2.9.4**Reports: Chair of Members to Superior and Council Protocol****Purpose**

This protocol is to facilitate accountability procedures for Members to the Superior and Council by setting out reporting requirements and associated timelines.

References

GSCA 2.9.1	General Meeting Reporting Protocols
Gov Handbook	Specific Areas of Responsibilities of Members
Constitution	13.1b

Protocol**A. ANNUAL GENERAL MEETING**

Following the Annual General Meeting the Members of each Company, through the Chair of Members, report on the achievement of the [objects of the Company](#), the ethos and mission of the College, and the stewardship of temporal goods. This Members' Report, together with the Chair of Board's Report, the Principal's Report, audited financial statements and Financial Evaluation Template - AGM, completes the parcel of information formally received by the Education Council after each AGM.

Following analysis of these reports, the Education Council then advises the Superior and Council who exercise stewardship and coordination of the Colleges.

ETHOS AND MISSION**1. Purpose**

- Philosophical underpinnings/statements about the purpose of the College evident in:
 - Prayer, Liturgy
 - Newsletters, Assemblies
 - Social Justice activities
- Trends in educational outcomes for students
- Policy initiatives or substantive change to existing policy
- Responses to any emerging issues for Catholic Education at Diocesan, State and National levels

2. Formation

Evidence of formation in the Good Samaritan Philosophy of Education and Benedictine spirituality with respect to:

- Board
- Principal's leadership
- Staff
- Student leaders

3. Communication

Quality of communication between:

- the Chair of Members, the Chair of Board and the Principal
- the Chair of Board and the Principal
- the Board and the Principal

TEMPORAL GOODS

1. **Enrolments**
 - Trends in enrolment patterns
 - Percentage change to fee structure from previous year
2. **Strategic Planning**
 - Status of strategic planning
 - Facilities and property development
 - Properties purchased or leased by Company (or planned to be purchased/leased)
 - Changes envisioned to current education provision and/or location
3. **Financial Management and Planning**
 - Status of financial management and planning
 - Finance Committee membership/qualifications/experience
4. **Risk Profile**
 - Risks the College is facing
 - Actions taken by the College to address these risks
 - Level of risk remaining

B. GENERAL MEETING TO RECEIVE THE BUDGET

The reports submitted by each College following the Annual General Meeting provide historical information on the performance of the College during the previous year.

The general meeting to receive the budget is the vehicle by which predictive information on financial and strategic planning is provided by the College to Members. The Chair of Members Report provides this information to the Superior and Council through the Education Council. This meeting focuses upon the stewardship of the temporal goods.

Chair of Members Report

Following the general meeting to receive the budget, the Chair of Members provides a report to the Education Council through the Executive Officer. This report covers:

1. **Strategic planning initiatives or directions budgeted for in the coming year** e.g.
 - Percentage fee increase
 - Significant curriculum changes
 - Changes to staffing levels and/or composition
 - Building development
 - Provision of resources
 -
2. **Challenges being faced by the College** e.g.
 - Demographic changes
 - Balancing need for fee increases with accessibility for families
 - Issues related to staffing
 - Changes planned in surrounding schools potentially affecting enrolments
 -

3. Areas of financial risk or concern e.g.

- Adequacy of net operating margin
- Decline in enrolments
- Level of interest cover
- Level of bad debts
-

that have been reported upon at the meeting.

The minutes of the general meeting and the Budget Evaluation Template completes the parcel of information formally received by the Education Council following the general meetings to receive the budget.

Following analysis of these reports, the Education Council advises the Superior and Council who exercise stewardship and coordination of the Colleges.

C. ADDITIONAL GENERAL MEETINGS

Following any additional general meetings, the Chair of Members reports on the business of the meetings through the Education Council via communication with the Executive Officer

Review History

GSEC 2.9 Revised Oct 04

GSEC 2.9 Amended September 05, October 05, March 07, November 07, February 08

Reviewed and converted to GSCA 2.9.4 version 1.0 October 2008

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GSEC 2.9.5

Reports Protocol: Education Council to Superior and Council

Purpose

This protocol is to facilitate accountability procedures for the Education Council to the Superior and Council by setting out reporting requirements and associated timelines.

References

GSEC Charter [3\(h\)](#)

Protocol

1. The Executive Officer of the Education Council provides a report to each meeting of the Superior and Council on the matters being dealt with by the Education Council.
2. The Education Council provides an Annual Report on the Good Samaritan Education Community to the September Superior and Council meeting following receipt of the Annual General Meeting documents from the Colleges.

This report comprises:

- College summary information
- Summary of GSEC and Mission Team formation activities and attendance
- Chairs of Members Report – AGM, Budget and any additional reports
- Financial Evaluation Templates – AGM and comments

Review History

GSCA 2.9.5 version 0.1 October 2008

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GSCA 2.10**Risk Management and Compliance Policy****Policy**

The Sisters of the Good Samaritan and the ten Good Samaritan Colleges in Australia are committed to taking opportunities and managing associated risks that are likely to impact on the effectiveness of the Colleges in the achievement of the [Objects of the Company](#) as stated in the Constitution.

References

Constitution [4.2](#), [11.2](#), [15](#), [17.7](#), [17.8](#)

GSEC Charter [3\(g\)](#)

Rationale

This policy has emerged from

- the necessity for Superior and Council to exercise effectively the Superior's canonical responsibility in the governance of the Colleges
- the requirement of Members to represent and be accountable to the Congregation
- the requirement of Directors to meet due diligence and governance obligations
- the necessity to comply with risk management standards for good governance
- the recognition of compliance obligations under canon law, Corporation Act 2001, Occupational Health and Safety legislation, Child Protection legislation and other legislation relevant to the operation of schools.
- the desirability of a standard 'language' for assessing risks across the Good Samaritan education community

This policy is not directed to the avoidance of risk but rather to the implementation of a systematic process to take risk into account in decision making. Risk management is concerned with exposure to the consequences of uncertainty, or potential deviations from what is planned or expected. It is, therefore, core business for all organizations, an integral part of good management practice and an essential element of good corporate governance.

The embedding of effective risk management throughout the Good Samaritan education community assists in the achievement of the Objects of the Companies

Scope

This Policy applies to Members, Directors, Principals, Company Secretaries, Education Council, Trustees.

Consequences

- Decisions are made with regard to identification, prioritizing and treatment of risks at the appropriate level of responsibility within the governance structure.
- Risk management plans are developed, recorded and implemented at the appropriate levels within the governance structure.
- Reporting on risk management occurs at appropriate levels within the governance structure.

Review and Change History

GSCA 2.10 version 1.0 October 2008

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GSCA 2.10.1**Risk Management and Compliance Protocol****Purpose**

This protocol seeks to make risk management part of the culture of the Good Samaritan education community. When it is embedded in the philosophy, practices and business processes rather than viewed or practised as a separate activity then everyone in the organization becomes involved in the management of risk.

An effective risk management framework is necessary to meet the expectations of the Superior, Education Council, Members, the College communities and other external stakeholders that directors and management teams can demonstrate an understanding of the risks associated with management of the Colleges and that those risks are being appropriately and effectively managed.

This protocol seeks to implement a systematic language and process to appropriately identify, categorize, mitigate and generally manage risk when reviewing operations and making decisions. It is informed by the Australian Standard (AS/NZS 4360:2004) on the establishment of context, identification, analysis, evaluation, treatment, monitoring and review of risk.

References

Constitution [4.2](#), [8.20](#), [11.2](#), [15](#), [17.7](#), [17.8](#)

GSEC Charter [3\(g\)](#)

Protocol**The Superior**

- receives an aggregated risk profile from the Education Council for the Good Samaritan education community as part of the Annual Reporting process
- identifies, evaluates, treats and monitors risks in the legal framework of the governance structure with advice from the Education Council
- in the event of the Superior being informed that a College is facing a risk of high likelihood and severity of impact with regard to risk and compliance, the Superior will contact the Chair of Members, Chair of Board and the Principal of the College.

The Education Council

- receives, evaluates and reports to the Trustees on the risk profiles of Companies as part of the Annual Reporting process for the Good Samaritan education community
- identifies, evaluates, treats and monitors risks within the areas of governance, ethos and temporal goods for the Good Samaritan education community in consultation with the Colleges and with the approval of the Trustees
- reports to the Trustees on risks within the areas of governance, ethos and temporal goods as part of the Annual Reporting process for the Good Samaritan education community.
- reports immediately to the Superior, through the Executive Officer, in the event of risks with high likelihood of occurrence and severity of impact being reported by the Chair of Members

The Members

- receive a risk profile for the Company from the Board as part of the Annual Reporting process

- Identify, evaluate, treat and monitor risks in the selection and appointment of Directors and Principal
- report to the Trustees on risks within the areas of governance, ethos and temporal goods for the Company as part of the Annual Reporting process
- reports immediately, through the Chair of Members, to the Executive Officer of the Education Council in the event of risks with high likelihood of occurrence and severity of impact being reported by the Chair of Board

The Board of each College

- has in place a Risk Management and Compliance Policy for the College and procedures for the implementation and monitoring of the policy
- has in place a Committee which oversees risk management and compliance. It is recommended that this Committee meet at least four times per year
- determines the method and structure of identification, analysis, evaluation, treatment, monitoring, review and reporting on risks that is required internally within the College
- provides to Members a risk profile for the College in strategic, ethos, temporal goods and legislative compliance areas as part of the Annual Reporting process. These would include:
 - Significant change impacting on the nature of the school
 - Board and Committee expertise and functioning
 - Quality of review processes
 - Formation
 - Enrolment patterns
 - Facilities Development
 - Funding
 - Debt levels and ability to service debt
 - Provision for entitlements
 - Compliance (e.g. School Registration, Child Protection, OH&S, Industrial)
- reports immediately, through the Chair of Board, to the Chair of Members in the event of risks with high likelihood and severity being identified.

The Principal

- implements the Risk Management and Compliance Policy
- reports to the Board on the implementation of the policy
- reports immediately to the Board in the event of risks with high likelihood of occurrence and severity of impact being identified.

Review and Change History

GSCA 2.10.1 version 1.0 October 2008

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ETHOS**GSCA 3.1****Formation Policy****Policy**

Benedict's invitation to "Listen carefully and attend with the ear of your heart" (Prol 1) is extended to all members of the Good Samaritan Education Community who are called to engage with the Gospel and to live out the values of Good Samaritan Benedictine spirituality.

References

Constitution [10 \(c\)](#)

GSEC Charter [3 \(b\) \(d\)](#)

Rationale

Because the Good Samaritan Sisters are committed to providing a sound, modern Catholic education in their Colleges, all members of the Good Samaritan Education Community engage in appropriate formation opportunities. These facilitate understandings and experience of the ways in which Good Samaritan Benedictine values inform all dimensions of life across the whole Education Community.

Scope

This Policy applies to the required formation of Members, Directors, Principals and Education Council.

It supports the provision of formation opportunities for the benefit of other persons in positions of responsibility within the governance structure of the Good Samaritan schools.

Consequences

The following formation opportunities are developed and supported by the Education Council, Boards and Principals:

- **Members** [Formation Protocol](#)
 - Induction program
 - Financial seminar
 - Training and formation of Chairs of Members
- **Directors** [Formation Protocol](#)
 - Induction program
 - Formation opportunities provided regularly and implemented each year by the Board
 - Training and formation of Chairs of Boards and Chairs of Sub-committees
- **Principals**
 - Induction program [Framework for a Principal's Induction Program](#)
 - Regular Principals' meetings and formation opportunities [Formation Protocol](#)
 - Annual Principals' Conference
 - Enrichment Leave opportunity in accordance with [Principal's Enrichment Leave Policy](#)
- **Education Council** [Formation Protocol](#)
 - Induction program as provided by the Education Council
 - Financial seminars

- Visits to schools
- Opportunity to participate in Good Samaritan Immersion program
- Formation opportunities provided regularly and implemented each year by the Education Council
- Annual formation day
- **Further formation opportunities**
 - The Education Council supports and encourages Principals in the formation of their Leadership Team and staff members
 - The Education Council provides within this policy formation opportunities as required for Company Secretaries and Business Managers. [Formation Protocol](#)
- **Mission Team**
 - The Education Support Officer of the Education Council provides support for and liaison with the Mission Team

Review History

GSCA 3.1 version 0.1 October 2008

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GSCA 3.1.1

Formation Protocol

Purpose

The purpose of this protocol is to set out the formation experiences planned for members of each group within the governance structure of Good Samaritan Colleges. Responsibility for planning/providing these experience is indicated in the 'who' column.

References

Constitution [10 \(c\)](#)

GSEC Charter [3 \(b\) \(d\)](#)

Protocol

Group	Formation	When	Who
GSEC	Induction 1.Intro to GS spirituality, philosophy of education and governance structures, canonical and civil responsibilities (clarifying link to role of Congregation) (2.5hrs) Incl Kit, selection from: a) "The Good Sams" b) "Story of the Parable" booklet c) "Insight for the Ages" Chittister d) "Wisdom distilled from the Daily" Chittister e) Esther de Waal f) Website reference g) Thumbnail of Colleges (Mission Statements, extract from websites) h) Governance HB i) Access to Manual	Annual New Governance Personnel Formation Day	GSEC
	2. Visits to schools		
	3. Financial seminar	On appointment	
GSEC	Ongoing Formation		

	<ol style="list-style-type: none"> 1. Workshop/Retreat 2. GS Education Conference 	Annual Every 4 years	GSEC
Members	<p>Induction</p> <ol style="list-style-type: none"> 1. Intro to GS spirituality, philosophy of education and governance structures, canonical and civil responsibilities. Incl Member's Kit selection from– <ol style="list-style-type: none"> a) "The Good Sams" b) "Story of the Parable" booklet c) "Insight for the Ages" Chittister d) "Wisdom distilled from the Daily" Chittister e) Esther de Waal f) Website reference g) Information on Colleges (Mission Statements, Yearbooks, access to e-newsletters, most recent AGM report, lists of current Directors, management structures) h) Governance HB i) Access to Manual 2. Financial Seminar 	Annual New Governance Personnel Formation Day	GSEC
		On appointment	GSEC
Members	<p>Ongoing Formation</p> <ol style="list-style-type: none"> 1. Included in Formation Day cycle 2. Conference 	Annual Every 4 years	GSEC GSEC
Chairs of Members	<p>Induction</p> <ol style="list-style-type: none"> 1. Establish mentor relationships 	On appointment	GSEC
Chairs of Members	<p>Ongoing Formation</p> <ol style="list-style-type: none"> 1. Inclusion in Formation Day cycle 2. GS Education Conference 	Annual Every 4 years	GSEC GSEC
Directors	<p>Induction</p> <ol style="list-style-type: none"> 1. At invitation to become a Director, conversation with Chair of Board or delegate Incl Board Recruitment Kit, selection from: <ol style="list-style-type: none"> a) Personal letter of invitation b) "Story of the Parable" booklet c) College website reference d) Governance HB e) Information on College (Mission Statement, Yearbook, access to e-newsletters, list of current Directors, management structure) f) Information on the role of Directors g) Expression of Interest Form h) Relevant probity check documentation i) Consent to act as Director form 2. After appointment, introduction to GS spirituality, philosophy of education and governance structures, canonical and civil responsibilities. Incl Director's Kit, selection from – <ol style="list-style-type: none"> a) "The Good Sams" b) "Insight for the Ages" Chittister c) "Wisdom distilled from the Daily" Chittister d) Esther de Waal e) Information on College (most recent AGM report) f) Access to GSCA Manual 3. Financial Seminar 	Prior to appointment	Chair of Board
		New Governance Personnel Formation Day	GSEC
		On appointment	
Directors	<p>Ongoing Formation</p> <ol style="list-style-type: none"> 1. Regular formation at Board meetings 	Board meetings	Chair of Board

	2. Inclusion in Formation Day cycle 3. GS Education Conference	Annual Every 4 years	GSEC GSEC
Chairs of Board Committees	1. Regular formation at Board meetings 2. Inclusion in Formation Day cycle 3. GS Education Conference	Board meetings Annual Every 4 years	Chair of Board GSEC GSEC
Chairs of Boards	1. Regular formation at Board meetings 2. Inclusion in Formation Day cycle 3. GS Education Conference	Board meetings Annual Every 4 years	Chair of Board GSEC GSEC
Principals/ CEO	Induction Principal's Induction Program	In first year of appointment	Chair of Board with GSEC Exec Off
Principals/ CEO	Ongoing Formation 1. Regular formation at Board meetings, GSEC/Principals Meetings, Principals Conferences 2. Inclusion in Formation Day cycle 3. GS Education Conference 4. Enrichment Leave	Regularly through year Annual Every 4 years 10wks/5yrs	Principals with GSEC GSEC GSEC Principal with Board
Company Secretaries/ Business Managers	1. Regular formation at Board meetings (Company Secretaries) 2. Business Managers Conference (Business Managers) 3. Inclusion in Formation Day cycle 4. GS Education Conference	Board meetings Annual Annual Every 4 years	Chair of Board BM+GSEC GSEC GSEC
Staff	1. Mission Leaders Conference 2. Curriculum/Pastoral Leaders Conference 3. Retreat 4. Induction Days 5. Staff Immersion Program	Annual Annual Annual Annual Annual	Mission Team
Students	1. Leadership Conference 2. Student Immersion Programs	Annual Annual	Mission Team

Review History

GSCA 3.1.1 version 1.0 October 2008

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FORM B**Form 1.6.2****STRICTLY CONFIDENTIAL****Notice to the Superior of the Sisters of the Good Samaritan
of****the Outcome of an Investigation of an
Allegation against an Employee of Harm to a Student Referred to the relevant State Authority**

- (1) File Reference: _____
- (2) Brief details of conduct of the investigation, including who was responsible for it, involvement of State Authority.
- (3) Finding on allegation: False Vexatious Misconceived
 Allegation sustained Allegation not sustained – insufficient evidence

Complete this section of the form (Q4-8) IF THE ALLEGATION HAS BEEN SUSTAINED

- (4) Name of student: _____
 Gender: female male Age: _____
- (5) Name of employee: _____
 Gender: female male
 Employment Status:
 teacher principal other employee volunteer contractor
 other
 member of clergy member of Religious Institute
 Name of Institute _____
- (6) Subsequent action taken by the State Authority (if any):
- (7) Subsequent action taken by the College (if any):

Signature of Principal: _____ Dated: _____

Signature of Chair of Board: _____ Dated: _____

Form B of the Notice to the Superior is to be completed after the conclusion of the investigation. The original is to be retained in the confidential Child Protection file held at the school.

A copy is to be sent to the following:

- Superior, Good Samaritan Sisters, 1A Harris Rd Five Dock NSW 2046
- Catholic Church Insurances – Manager: Special Issues Claims, GPO Box 180B Melbourne Vic 3001

Approved for use July 2007

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GSCA 2.5.5 PRINCIPAL INDUCTION PROGRAM REFLECTION TOOL

This tool is intended to be used by the incoming Principal and the Board to discern the content, priority and depth of areas to be included in the Induction Program.

Faith Leadership

Little experience → Very experienced
1 2 3 4 5

Good Samaritan/Benedictine ethos:
Benedictine spirituality, Good Samaritan history and tradition, College GS history and tradition, Good Samaritan philosophy of education

Catholic Mission of the College within the local church community
Contemporary Church issues within the local worshipping community beyond the school

College faith development programs and structures:
Religious Education programs, retreat and reflection programs for various sections of the community, social justice programs

Good Samaritan Governance

Experience in an incorporated College:
General knowledge of Board of Management structures, responsibilities and accountability

Knowledge of interrelationships of:
Principal, Board of Directors, Members of the Company, GS Education Council, Superior of the Good Samaritan Order, local Catholic Education Office and Catholic Education Council; knowledge of the responsibilities of each party, accountability structures, reporting procedures

Challenges/ support available as Principal of a Congregational College

Experience in a College without the support structure of a bureaucracy

Curriculum

State requirements:
Knowledge of State curriculum structures and processes

College offerings:
Knowledge of College curriculum structures and processes and extra curricular programs

Student Welfare/Child Protection

State requirements:
Knowledge of State Child Protection legislation, structures and processes

College policies, processes and procedures:
Knowledge of GSCA policies, College policies and procedures

Human Resource Management

College Industrial Relations Framework:
Knowledge of relevant State/Federal industrial framework for the College and the Catholic industrial framework relevant to the College

Employment Processes:
Knowledge of College policies and procedures for employment, performance management and other industrial issues

Strategic Planning and Facilities Management and Development

Strategic Planning Skills:
Knowledge of and experience in strategic planning and strategic management

College Strategic Plan and Facilities Management:
Knowledge of current phase of College strategic plan and Facilities Development Plan

Financial Management

Financial Accounts:
Knowledge of and experience in reading and understanding financial accounts

Financial decision making:
Ability to recognise financial implications of curriculum, staffing and building decisions

Structures and relationships within the College community

Knowledge and experience in leading and managing staff and parent groups, knowledge of current parent and other groups in the College community