

LORETO COLLEGE	Name of School
COORPAROO	Location

P&F ASSOCIATION CONSTITUTION

Adopted at an Annual General Meeting 7 September 2004

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1. **NAME**

- 1.1 The name of the Association shall be “The Parents and Friends’ Association of Loreto College, Coorparoo” (“the Association”)

2. **INTERPRETATION**

In this Constitution unless the context otherwise requires:

- (a) “**Annual Levy**” is the fee applied by the Federation to the parents/carers of each child attending a Catholic School in Queensland.
- (b) “**College**” means Loreto College, Coorparoo.
- (c) “**Delegate**” means an Ordinary member acting as a representative on the Diocesan Council.
- (d) “**Diocesan Council**” means the body representing the interests of all Parents and Friends Associations in the Archdiocese of Brisbane.
- (e) “**the Executive**” means those Ordinary Member selected or appointed to fill the positions of President, two (2) Vice Presidents (one male and one female), Secretary, Treasurer, and up to five (5) other elected Members, preferably across year levels.
- (f) “**Federation**” is the Federation of Parents and Friends Associations of Catholic Schools in Queensland, and is the body representing all Parents and Friends Associations in Catholic Schools in Queensland.
- (g) “**Friends**” are current teachers at the College, current staff at the College, past students, parents of past students, Sisters of the Institute of the Blessed Virgin Mary and other Members of the College community interested in pursuing the objectives of the P&F Association by their regular attendance at meetings and such other persons as the Executive may determine. The Executive has the power to determine if a person is a parent/carer, Ordinary Member or Friend and its decision is final.
- (h) “**Ordinary Member**” is a Parent/Carer of a child enrolled at the College.
- (i) “**Parent/carer**” means the natural parents, legal custodians or people who are ‘in loco parentis’ i.e. someone who is legally acting in place of a parent on behalf of a minor.
- (j) “**Sub-Committees**” means those Ordinary Member selected or appointed to particular committees (e.g. music, drama, sports) to fulfil specific roles and/or tasks that are agreed as required.

3. **OBJECTIVES AND POWERS**

- 3.1 The Objectives of the Association shall be those that accord with the content of the documents ‘The Catholic School’ (Sacred Congregation for Catholic Education, Rome 1977), the Code of ‘Canon Law (1983)’, and “The Catholic School on the Threshold of the Third Millennium” - Congregation for Catholic Education (For Seminaries and Educational Institutions).

- 3.2 In particular, the Association will participate in the optimum spiritual, intellectual, social and physical development of pupils of the College by:

- (a) providing a medium of support, information and involvement of parents/carers in their children’s education and the College community
- (b) developing collaboration between parents/carers and College staff.

- (c) promoting the principles of Catholic education.
- (d) fostering a distinctive Christian environment in the College.
- (e) promoting the development of and/or improvements to the College;
- (f) promoting the interests of the College;
- (g) assisting in providing the students of the College with educational aids and equipment;
- (h) providing a medium wherever practicable or appropriate for parents/carers to participate at Diocesan, State and National levels;
- (i) to do all of the above in accordance with priorities established by the Principal of the College.

3.3 The Association:

- (a) may affiliate with the Federation of Parents and Friends Associations of Catholic Schools, Queensland and thereby its respective Diocesan P&F Council by payment of the Annual Levy;
- (b) will work in partnership with the administration of the College in supporting all aspects of its operation.

3.4 The Association shall not:

- (a) affiliate with any political body or party;
- (b) affiliate with any association whose objectives are inconsistent with the objectives stated in clause 3.1.

3.5 The Association has the following powers which must be used to promote the Objectives of the Association:

- (a) to purchase, take on lease or exchange, hire or otherwise acquire and hold any real or personal property including any rights and privileges;
- (b) to erect buildings and/or renovate, repair, reconstruct, alter, improve, and to demolish any buildings or structures now or hereafter vested in the Association;
- (c) to sell, exchange, lease, let, mortgage, pledge, hire, dispose of, turn to account or otherwise deal with all or any part of the real and personal property of the Association;
- (d) to conduct appeals for funds and to accept donations whether of real or personal estate and devises and bequests;
- (e) to raise or borrow money and secure the repayment thereof in such a manner as the Association thinks fit, with power to issue debentures, grant mortgages, charges or securities upon all or any of the property real or personal both present and future of the Association and to redeem or pay off either wholly or in part any existing or future security and to give any guarantee or indemnity for the payment of money or the performance of any contract or obligation by any person;
- (f) to invest in securities or otherwise and to deal with the monies and property of the Association not immediately required for the purposes of the Association in such a manner as may from time to time be determined by the Committee and to lend money to affiliated bodies;

- (g) to hold and administer any real or personal property in trust;
- (h) to employ and remunerate Officers, agents and servants in pursuance of the work of the Association;
- (i) to affiliate with or grant affiliation or provisional affiliation to or collaborate with any association or body the objects of which are concordant with those of the Association on such terms and conditions as shall be thought fit;
- (j) generally to perform such other acts as may properly be incidental or conducive to the attainment of the Objects of the Association.

4. **ASSOCIATION MEMBERSHIP**

4.1 The membership of the Association shall consist of:

- (a) the parent/s and or carer/s of each child enrolled at the College who shall be called Ordinary Members;
- (b) the Principal or the Principal's nominees;
- (c) the Friends of the College.

4.2 Register of Members:

- (a) In the case of those qualifying for Ordinary Membership as parents and/or carers of children currently on the College roll, the College roll shall be considered as the register of Members.
- (b) The Executive may cause a register to be kept in which shall be entered the names of all persons admitted to membership of the Association as "Friends". The minutes of a meeting may be used as the register. Membership of a "Friend" or a category of "Friend" can be reviewed each year.

5. **EXECUTIVE MEMBERSHIP**

5.1 Membership of Executive shall consist of:

- (a) the President;
- (b) two (2) Vice-Presidents of which one shall be male and the other female;
- (c) the Treasurer;
- (d) the Secretary;
- (e) up to five (5) other elected members preferably across year levels.

5.2 **Election of the Executive**

- (a) At the Annual General Meeting of the Association, all the elected Members of the Executive shall retire from office, but shall be eligible for re-election or re-appointment subject to the terms of this Constitution.
- (b) The Executive shall be elected from the Association membership by the Ordinary Members.
- (c) Term of office of the elected Executive Members shall be one year with the right to serve a maximum of three (3) consecutive full terms in the one position.

- (d) Having served the maximum term in one position the member may stand for election for another position on the Executive.
- (e) If an Executive member has served their maximum term (as per 5.2 c) and no nomination is forthcoming for that position, the Ordinary Members may re-appoint the incumbent to that position.
- (f)
 - (i) Nominations for the Office of President, Vice-Presidents, Treasurer, Secretary and elected Members of the Executive may be in writing and signed by a nominator and seconder and by the nominee indicating willingness to accept Office. These must be in the hands of the Secretary before the commencement of the Annual General Meeting.
 - (ii) Nominations will also be accepted from the floor of the Meeting provided that there is a seconder for the nomination and that the nominee indicates willingness to accept Office;
 - (iii) In the event of more nominations being received than there are vacancies, a ballot shall be conducted at the Annual General Meeting in such manner as the Executive shall so resolve.

5.3 Termination of Membership of Executive

- (a) Any member of the Executive may resign at any time from membership of the Executive by giving notice in writing to the Secretary. Such resignation shall take effect at the time when such notice is received by the Secretary unless some later date is specified in the notice when it shall take effect on that later date.
- (b) Any member of the Executive may be removed from office at a specially convened meeting of the Association for that purpose if the member:
 - (i) Fails to comply with any of the provisions of this Constitution; or
 - (ii) Behaves in a manner considered to be injurious and prejudicial to the character or interests of the Association (refer to the P&F Code of Conduct for examples of the type of conduct which may be injurious or prejudicial)
- (c) The member concerned shall be given a full and fair opportunity of presenting a case, and if the Association resolves to terminate membership of that person, it shall advise the member in writing within seven days accordingly.
- (d) At any such specially convened meeting the member shall be given the opportunity to fully present a case. The question of removal shall be determined by the majority vote of the Members present at that meeting.
- (e) In the case of resignation or removal of the Treasurer, the books and accounts shall be audited before handover to the newly appointed Treasurer.

5.4 Vacancies on Executive

- (a) The Executive shall have power to appoint a member, who may or may not already be a member of the Executive, to fill any casual vacancy caused by the resignation or removal of an office bearer, until the next Annual General Meeting.
- (b) Such an appointment shall be ratified at the next scheduled General Meeting of the Association.

5.5 **Functions of the Executive**

Except as otherwise provided by this Constitution and subject to resolutions of the Members of the Association carried at any Annual or General Meeting the Executive shall:

- (a) manage the administration of the affairs, including the property and funds, of the Association;
- (b) interpret and apply the Constitution with regard to any matter concerning the activities of the Association;
- (c) formulate bylaws for adoption, repeal or amendment by the General Meeting of the Association, designed to promote the good governance and management of the Association;
- (d) to set up Sub-Committees and delegate to any such Sub-Committee specifically or generally any of the powers, duties and discretions of the Executive under this Constitution;
- (e) to revoke, cancel, annul, alter, modify, amend or vary any delegation as aforesaid or any condition, restriction, limitation or stipulation imposed as aforesaid;
- (f) to impose any conditions, restrictions, limitations or stipulations upon the exercise of any power, duty or discretion delegated in accordance with the provisions hereof;
- (g) to receive the reports and recommendations of all Sub-Committees of the Association and to act thereon as it sees fit;
- (h) without prejudice to the foregoing to exercise all the powers of the Association as are required to be exercised by the Association in General Meeting subject to ratification by the General Meeting; and
- (i) to cause Minutes and/or Reports to be made of all proceedings conducted by or in any way related to the Association's activities whether general, special, executive, sub-committee meetings or delegations.

5.6 **Sub-Committees**

- (a) The Executive shall have the authority to appoint Sub-Committees (which may also be referred to as Committees) to undertake such tasks as it may from time to time determine. All Sub-Committees acting in accordance with the constitutional objectives shall be deemed to be a part of the Parents and Friends Association and must report back to the Association.
- (b) Each Sub-Committee shall consist of a Chair, Secretary, Treasurer and other interested Members of the Association.
- (c) A nominee should attend General Meetings and report on the activities of the Sub-Committee.
- (d) It is desirable that minutes of Sub-Committee meetings shall be kept and copies distributed to members of the Sub-Committee and to the Principal and Deputy Principals, the President and the Secretary of the Executive and tabled at General Meetings.
- (e) A Financial Statement should be supplied by the Treasurer of the Sub-Committee to the Treasurer of the Association prior to the Annual General Meeting of the Association.

- (f) The function of the Sub-Committee shall consist of the objects of the Association.
- (g) It is desirable for Sub-Committees to submit to the Executive for approval any plans for activities so that planning can be co-ordinated.
- (h) The funds of Sub-Committees should be applied to the purposes of the Sub-Committee and where there is an excess of funds, the Executive or General Meeting shall determine how those funds should be applied. Preference will be given to the application of those funds for the purposes of the Sub-Committee.

5.7 **Meetings of the Executive**

- (a) The Executive may meet separately from the General meeting as required during its term of office to exercise its functions. Decisions taken at meetings of the Executive shall be tabled at the next General Meeting for ratification or reporting purposes.
- (b) A special meeting of the Executive shall be convened by the President or, if absent, the Secretary, upon the request of a simple majority of Members of the Executive. Such request shall clearly state the reason why such special meeting is being convened and the nature of the business to be transacted thereat.
- (c) At every Executive Meeting a simple majority of the Members of the Executive shall constitute a quorum.
- (d) The Executive may meet together, subject to the constitution, and regulate its proceedings as it thinks fit, provided that questions arising at any meeting of the Executive shall be decided by consensus or a majority of votes and in the case of an equality of votes on any question at any meeting of the Executive the motion lapses so that the status quo is maintained.
- (e) Notice to rescind a resolution of the Executive shall be given to all Members of the Executive at least seven (7) days prior to the meeting at which it is proposed to move that such resolution be rescinded.
- (f) Subject to the provisions of this Constitution, the Executive may make such regulations as it thinks proper as to the summoning and holding of its meetings and for the transaction of its business and it may adjourn or postpone any meeting and generally may regulate its own proceedings as it thinks fit.
- (g) The Executive shall have the power to co-opt persons from time to time for such purposes as it may think fit, or to invite persons to attend meetings of the Executive for special purposes, with such rights as to be heard and to vote as the Executive shall prescribe.

5.8 **Representatives**

- (a) Representatives of the Association to attend the meetings of other bodies can be nominated by the Executive.
- (b) Such representatives shall report regularly to the Executive on any matters which are of interest to the Association or which are raised at the meetings of those other bodies.

6. **MEETINGS**

- 6.1 Meetings of the Association shall be either:

- (a) Annual General Meeting. This shall be held in the month of September in each year or otherwise at such time and place as a General Meeting of the Association may determine.
- (b) General Meeting. The Association shall meet at least six times per year exclusive of the Annual General Meeting
- (c) Special General Meeting. This shall be called and held for a specific purpose. It may be held in conjunction with a General Meeting or an Annual General Meeting.

6.2 **Agenda of Annual General Meeting**

The business to be transacted at every Annual General Meeting shall include:

- (a) The reading of the minutes of the previous Annual General Meeting;
- (b) Business arising from the minutes;
- (c) The receiving of the President's Report;
- (d) The receiving of the Principal's Report;
- (e) The receiving of the Treasurer's Report that shall include the Audited Financial Reports of the books and accounts of the Association for the preceding financial year including all Sub-Committees. (If Annual General Meeting is held prior to end of designated financial year, the audited books shall be received at the first meeting of the new year before handover to the new Treasurer.);
- (f) The election of Members of the Executive;
- (g) The appointment of Delegates, if any, to the Diocesan P&F Council;
- (h) The appointment or ratification of Sub-Committees;
- (i) The appointment of an auditor;
- (j) The appointment of Trustees, if any;
- (k) Review and distribution of P&F Code of Conduct;
- (l) The notification to the Diocesan Council, in writing within 30 days of the AGM, of the details of the office bearers for the Association where the Association is a member of the Federation of Parents & Friends Associations of Catholic Schools in Queensland Inc.

6.3 **Quorum**

At the Annual General Meeting ten (10) Members shall constitute a quorum and at a General Meeting eight (8) Members shall constitute a quorum. At a Special Meeting, fifteen (15) Members shall constitute a quorum.

6.4 **Calling of Meetings**

- (a) The President or, if absent, the Secretary shall convene all Annual and General Meetings of the organization by giving not less than fourteen days notice of such meetings. The Executive shall determine the manner by which such notice is given.
- (b) The President or, if absent, the Secretary shall convene Special Meetings of the Association when:

- (i) Directed to do so by the Executive or,
 - (ii) Upon being given a request in writing signed by not less than 1/3 of the Members of the Executive or not less than thirty (30) Ordinary Members and clearly stating the purpose for which the Meeting has been requested.
- (c) Notice of twenty-one (21) days shall be given for a Special Meeting. The Notice may be given in the manner directed by the Executive. The Notice is to be given not later than fourteen (14) days from the requisition for the meeting under Clause 6.4(b).
 - (d) If a quorum is not present for any Meeting, the Meeting shall be adjourned for one (1) month. If a quorum is not present at the resumed Meeting, those present shall proceed with the business of the Meeting in accordance with the Notice of the Meeting.

6.5 **Conduct of Meetings**

Unless otherwise provided by this Constitution, at every Executive Meeting, Annual General Meeting, General Meeting and Special meeting:

- (a) The President shall be Chairperson or, if absent, one of the Vice Presidents, and in the absence of both, a Chairperson shall be elected by resolution of a majority of the Members present at the meeting.
- (b) The Chairperson shall conduct all meetings in accordance with agreed and accepted rules for the conduct of meetings.
- (c) Every question, resolution or decision shall be decided by consensus but should a deadlock occur a vote of all Members of the Association present will be taken and a majority decision shall apply.
- (d) No person shall be eligible to vote at a General Meeting, Special Meeting or Annual General Meeting or any adjournment thereof unless such a person is an Ordinary Member or a Friend.
- (e) Should a vote be required every member present shall be entitled to one vote. Where a vote is tied, the motion lapses so that the status quo is maintained.
- (f) Voting shall be by show of hands or a division of Members, unless a simple majority of Members present move that a secret ballot be conducted. The Chairperson shall appoint two Members to conduct the secret ballot in such manner as the Chairperson determines. The result of the ballot as declared by the Chairperson shall be deemed to be the resolution of the meeting at which the ballot was demanded.
- (g) The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every meeting of the Executive, the Annual General Meeting, the General Meeting and any Special Meetings, to be entered in a book to be provided for that purpose. Such book is to be open for inspection at all reasonable times by any member of the Association who applies to the Secretary for that inspection.

7. **ALTERATION OF CONSTITUTION**

- 7.1 This Constitution may be amended at an Annual General Meeting or at a General Meeting of the Association provided that prior notice of the Meeting and of the amendment to be dealt with at the Meeting has been given as provided for in this Constitution.

7.2 Notice of any proposed amendment shall be given to Ordinary Members and to Friends by publication in the College newsletter or on the College web-site at least twenty-one (21) days before the General Meeting or the Annual General Meeting at which the amendment is to be considered.

8. FUNDS

8.1 The income and any property of the Association shall be applied in promotion of its objectives.

8.2 The financial year of the Association shall be from 1st July to 30 June .

8.3 The funds of the Association shall be banked in the name of the Association in such account as the Executive directs. If no such direction exists then the funds are to be invested in a bank or financial institution as the Annual General Meeting or a General Meeting may from time to time direct.

8.4 Proper books and accounts shall be kept and maintained showing correctly the financial affairs of the Association, and the particulars usually shown in books of like nature. Such books are to be open for inspection at all reasonable times by any member who applies to the Secretary for that inspection. The treasurer should present an updated report to each General Meeting.

8.5 All moneys shall be banked as soon as practicable after receipt.

8.6 All accounts other than petty cash transactions shall be paid by cheque signed by any two of a group of four Members of the Executive nominated for that purpose. Cheques shall be crossed 'Not Negotiable' except those in payment of allowances or petty cash recipients, which may be open.

8.7 The Executive shall determine the amount of petty cash that shall be available. The Monthly meeting of the Association shall ratify this amount. The use of Petty Cash will be reported in the Treasurers Report at each Monthly Meeting of the Association.

8.8 Accounts for payment, consistent with Clause 5.5, may be presented and passed at a General Meeting or at an Executive Meeting and subsequently endorsed by the next General Meeting.

8.9 The Association shall not borrow money except:

(a) In accordance with Clause 9 below,

(b) For the furtherance of its objectives, and

(c) Where a Special Meeting called for that purpose has granted approval.

8.10 The Association shall, where possible, manage all funds in accordance with an annual budget.

8.11 As soon as practicable after the end of each Financial Year, the Treasurer shall cause to be prepared a statement of receipts and payments, income and expenditure, and a balance sheet for the financial year just ended. All such statements shall be examined by the auditor, who shall present his/her report to the Secretary prior to the holding of the next Annual General Meeting following the financial year in respect of which such audit was made.

8.12 If the Annual General Meeting is held prior to the end of the financial year a Financial Report will be presented to the meeting. The audited Financial Report shall be presented to the first General Meeting after the end of the financial year.

8.13 The Treasurer of the Association or of a Sub-Committee will hand to the successor in office all records and accounts of the Association or Sub-Committee, as soon as the successor has been appointed.

- 8.14 If a Treasurer of the Association or of a Sub-Committee resigns during the term of office, the Association should arrange for an audit of the records and accounts of the Association or Sub-Committee to be carried out before handing these to the new Treasurer.
- 8.15 All donations to the general funds of the Association shall be administered for the purposes and objects of the Association provided that any such donation whether in money or otherwise which shall be made for any special object shall be used and applied in accordance with the expressed wish of the donor so far as may in the opinion of the Executive be practicable and insofar as such use shall not be inconsistent with the Constitution of the Association.
- 8.16 All property of any kind of the Association, whether present or future and whether real or personal, shall, where it is necessary to do so, be vested in the names of three (3) persons nominated by the Executive and who shall hold such property in Trust for the Ordinary Members of the Association on such terms and conditions as the Executive shall prescribe from time to time.
- 8.17 In the event all or any of the Trustees appointed under the previous Clause die or resign, the Executive shall have the power to appoint some person or persons to act as Trustee or Trustees for that purpose. Such appointment of Trustees shall be renewed at each Annual General Meeting of the Association.

9. **NOTICES**

- 9.1 Any notice may be served by the Association or the Executive upon any Member either personally or by sending it through the post in a pre-paid envelope addressed to such Member at that person's last known place of address. Any notice given by post pursuant to the provisions of this Constitution shall be deemed to have been effected at the time the envelope containing the notice would be delivered to the addressee in the ordinary course of the post.
- 9.2 Any notice required to be given by the Association or by the Executive to Members or any of them and not expressly provided for by this Constitution shall be sufficiently given if given by advertisement. The advertisement may be in the College newsletter or on the College web-site.

10. **NO AGENCY OF THE COLLEGE**

- 10.1 The Association will not hold itself out as agent of the College and has no Authority to bind the school.
- 10.2 Any decisions in relation to contractual matters are to be reached by consensus and discussed with the College Principal and entered into by the proper authority.

11. **DISSOLUTION**

- 11.1 The Association shall be dissolved:
- (a) If the Membership is less than three persons, or
 - (b) If a resolution to that effect is carried by a vote of three-fourths majority of the Members present at a Special Meeting convened to consider the question and of what at least three (3) month's notice has been given.
- 11.2 In such event, the property and other assets of the Association remaining after the payment of all expenses and other liabilities shall, as the majority of Members present at such General Meeting by resolution may decide, be handed over to:
- (a) The College;

- (b) The Archbishop of the Catholic Archdiocese of Brisbane , or
- (c) An Association within the Catholic Church having similar objectives.

CERTIFICATION

We certify that this is a true and correct copy
of the Constitution of The Parents & Friends Association of Loreto College Coorparoo

(PRESIDENT)

(SECRETARY)

DATE: _____

P&F Code of Conduct

Introduction

Loreto College, Coorparoo is a Catholic College within the Arch/Diocese of Brisbane

This Code of Conduct is intended to provide College community Members (that is, Parents/Carers and Friends) with guidelines for the effective conduct of meetings and the development of positive relationships within the College community.

General Conduct

Community Members agree to;

- (a) Support the Principal and staff in the development of a Christ-centred learning community based upon the principles of Catholic doctrine;
- (b) Support the College's policies developed in consultation with all stakeholders. The Principal has the responsibility to implement these policies;
- (c) Accept responsibility for the progress of their children and work with the teaching staff to deal promptly with areas of concern;
- (d) Treat all Members of the College community with respect and courtesy; and
- (e) Acknowledge and affirm success in individual and College achievement.

Conduct at Meetings

The regular Parents and Friends Association meeting is an opportunity for community Members to contribute to discussion on issues and to take decisions that will have a positive impact on the College community.

To ensure that this is carried out effectively, community Members agree to:

- (a) conduct activities in accordance with the Constitution of the P&F Association,
- (b) participate in P&F Association meetings and other community activities in a constructive manner and respect the views of others,
- (c) acknowledge that the decisions taken and actions proposed at the P&F Association meetings are representative of the majority of the College community,
- (d) adhere to the processes available to have issues addressed and decisions reviewed,
- (e) support the President and Members of the P&F Executive when they are required to make decisions on behalf of all parents in the College community, and
- (f) use appropriate conduct and language when participating in meeting discussions and promote positive personal relationships among community Members.

Conduct Unbecoming

If a community member is in breach of this code, the President of the P & F Association will meet with the Principal to decide appropriate action. The Principal's decision will be final and binding on community Members.

ADOPTED ON: _____ [DATE]

(PRESIDENT)

(SECRETARY)