



A.P.E.C.

**ASSOCIATION DES PARENTS D'ÉLÈVES DU CAP
ÉCOLE FRANÇAISE FRANÇOIS LE VAILLANT**

**[FRANÇOIS LE VAILLANT FRENCH SCHOOL
CAPE TOWN PARENTS ASSOCIATION]**

STATUTES

GENERAL MEETING ON 18 OCTOBER 2016

SECTION 1: CONSTITUTION

- 1.1 Motivated by the Cape Town French community, a non-profit Association has been created between the adherents to these statutes, governed by the Act of 1st July 1901 and the Decree of 16 August 1901, named : “ASSOCIATION DES PARENTS D’ÉLÈVES DE L’ÉCOLE FRANÇAISE DU CAP [A.P.E.C.]” (*THE CAPE TOWN FRENCH SCHOOL PARENTS ASSOCIATION - A.P.E.C.*).
- 1.1 The school « ECOLE FRANCOIS LE VAILLANT » is registered under number 13/3/1/100 in accordance with Section 53 of the South African Schools Act, 1996 (Act no 84 of 1996).

SECTION 2: PURPOSE OF THE ASSOCIATION

- 2.1 The purpose of the Association des parents d’élèves de l’École Française du Cap is to educate French and French-speaking children or, only at nursery school level, children whose families wish for them to acquire a great enough command of French to enable them to continue being schooled in that language within the framework of a private institution, managed by a parents association, and which bears the name of ECOLE FRANCOIS LE VAILLANT.
- 2.2 The sole object of the Association is to carry on “The provision of education by a “school” as defined in the South African Schools Act, 1996, (Act No. 84 of 1996)” or such other public benefit activity as defined in Section 30 (1) of the Income Tax Act 58 of 1962 (the Act) in a non-profit manner and with an altruistic or philanthropic intent.
- 2.3 Schooling complies with the syllabi and instructions of the French National Department of Education, in accordance with the Agreement signed with the A.E.F.E. in application of article 4 of Act 90-588 of 6 July 1990.
- 2.4 The institution must facilitate / enable the mobility of French and French-speaking families by guaranteeing those who are temporarily in Cape Town that their children who have come from France or from another school abroad, are integrated into their appropriate level without any difficulty. Furthermore, upon leaving the school, the child must be able to continue normally his or her schooling in France or in another French school. The educational structure, in particular the number of pupils per class and per option, living languages and options offered, will have obtained the prior approval of the Cultural Advisor attached to the French Embassy.

SECTION 3: BODY OF THE ASSOCIATION

- 3.1 Any person, parent, guardian or person responsible for a child schooled at the ECOLE FRANCOIS LE VAILLANT, and not being in arrears of the yearly subscription, the amount of which is determined at a General Meeting, is an active member of the Association.
- 3.2 The French Consul in Cape Town is an ex-officio member and honorary chairman.
- 3.3 The Cultural Advisor attached to the French Embassy in South Africa, the Principal and his deputy and two elected representatives of the teaching body are all ex-officio members of the Association.

SECTION 4: REGISTERED OFFICE

- 4.1 The registered office is established in the school building at “101 Hope Street, Gardens, 8001, Cape Town”. It may be transferred by a simple proposal of the Committee, to be ratified in a General Meeting with a two thirds majority.

SECTION 5: COMPOSITION OF THE COMMITTEE

- 5.1 A parents committee of the Association is renewed every year at the ordinary General Meeting at the beginning of the school year. The new members are elected for 2 years.

The Committee is made up of:

- 6 to 10 members of the Association (of which a minimum of 2 parents from High School);
- 7 ex officio members ;
- 2 to 4 members asked to the Committee in their official capacity (“official” members).

- 5.2 Any member of the Association of French nationality or whose children are of French nationality as well as a maximum of 40% non-French members, may be elected to the Committee, with the exception of persons employed at the French school in Cape Town. Outgoing members may be re-elected twice. Candidates should submit their names to the Chairman of the Committee and notified to the members of the Association eight days before the date of the General Assembly. In the case of insufficient number of candidates submitted, any member present at the General Assembly may submit their candidacy.

- 5.3 Ex officio and “official” members may not be elected to the Committee.

Ex officio members with consultative powers are:

- the French Consul in Cape Town ;
- the Cultural Advisor attached to the French Embassy ;
- the Principal and his/her deputy;
- the Coordinator/Director of the Primary School,
- the Administrative and Financial Director of the school,
- a representative of the teaching body in the primary school;
- a representative of the teaching body in the High school.

“Official” members with consultative powers are:

- the representative (locally elected) in South Africa of the Conseil Supérieur des Français à l’Etranger
- a representative of the Conseillers Consulaires
- a maximum of two members upon the decision of the Committee, in the event where significant donations are made to the school, limited to one member per donor entity.

- 5.4 A member elected to the Management Committee may not be a member of the Etablissement Committee.

SECTION 6: FUNCTIONING OF THE COMMITTEE

- 6.1 The members of the Committee elect from among their ranks, within fifteen days following their election :

- A Chairman,
- A Vice-Chairman,
- A Treasurer,
- A Secretary

- 6.2 Should the Chairman be unable to fulfil his duties, the interim period is taken over, in the following order, by the Vice-Chairman, the Treasurer and the Secretary.

- 6.3 The Committee has the right to appoint a replacement to a position which becomes vacant.

- 6.4 Every member of the Committee has equal voting power. Decisions are made upon the majority of votes. In the case of a tie, the vote of the Chairman is the casting vote.

- 6.5 The elected Committee takes up its duties immediately, for one school year, until the ordinary General Meeting at the beginning of the following school year.

- 6.6 The Committee meets at least once every two months. Notification to attend a meeting including the agenda, and as far as possible, any preparatory documents, is sent to every member of the Committee by the Chairman. Deliberations within the Committee are confidential.
- 6.7 The Committee reserves the right to invite to its meeting any person considered likely to contribute towards the examination of any given point.
- 6.8 The Committee recruits, upon the proposal of the Principal and after recommendation of the C.C.P.L., local teaching staff working at least part-time, which it employs and remunerates. It recruits administrative and maintenance personnel, upon the proposal of the Principal.
- 6.9 These employees have a bilingual employment contract (French and official language), concluded with the Committee, defining in particular the level of remuneration, employment obligations and possible benefits.
- 6.10 The Committee acts in compliance with the agreement made with the French State, regarding school rules and regulations and employment contracts of locally recruited teachers.
- 6.11 The Committee guarantees the educational independence of the teaching body.
- 6.12 The Committee is responsible for managing the school. It participates in the organisation of the school in close collaboration with the Principal within the limits of their respective duties.
- 6.13 The Committee represents the Association on all occasions, in particular to the Principal, supervisory bodies and local authorities.
- 6.14 The Committee takes account of all revenues and expenditures incurred by the Association, of the assets and liabilities of the Association and of all transactions performed by the Association. A statement of accounts is drawn up at the end of the financial year of the Association, on 31st December of each year, to be submitted for the approval of the ordinary General Meeting during the second term of the school year.
- A management statement is to be planned by 31st December of each year.
- 6.15 The financial accounts are audited by a certified and independent auditor, chosen by the Committee and ratified at the outgoing General Meeting.
- 6.16 For any long term investments involving the Association, as well as for the transfer of all or part of the totality of assets of the Association, the Committee must obtain authorization, upon a simple majority. Voting will open on call of the Chairman of the Management Committee at least 15 days before the vote. It can take place during a working day. The results will only be valid if two thirds of the members participate in the vote, directly or by proxy in accordance with section 9.2 of these Statutes and with section 11 of the Agreement signed with the A.E.F.E.
- 6.17 Participation in the Committee, in whichever capacity, is voluntary. No member of the Association may claim any right to the funds of the Association.
- 6.18 The Chairman and/or the Treasurer must have French nationality.

SECTION 7: FINANCIAL ORGANISATION

- 7.1 The school's resources come from the following :
- Members' contributions,
 - School fees paid by the members,
 - Grants which may be allocated by the A.E.F.E. in application of section 8 of the Agreement signed with that body,
 - Donations.

- 7.2 School fees are determined by the Committee, every year before the last month of the school year. These fees may be adjusted at the latest one month before each term, by decision of the Committee upon a simple majority during a General Meeting. In the case of non-payment of school fees, the committee can impose a 10% fee, and after a reminder and by decision of the Committee and applied by the Principal, the suspension of the child from school and cancellation of membership of the family can be exercised. School fees can be reimbursed on a pro-rata basis in case of parents needing to leave by force majeure. All terms started are due.
- 7.3 School fees may be paid annually, by term or by month. Annual payments are due by 30 September of the school year. Term payments are due at the beginning of each term. Monthly payments are due on the 10th of the month for the months of September to May of the school year.
- 7.4 No Activity will directly or indirectly promote the economic self-interest of any fiduciary or employee of the Association otherwise than by way of reasonable remuneration.
- 7.5 The funds of the Association will be used solely for the purpose and objects of the Association and no funds will be distributed to any person other than in the course thereof.
- 7.6 The Association will not carry on any business undertaking or trading activity unless specifically permitted in terms of Section 10 (1) (CN) of the Act.
- 7.7 No remuneration will be paid to any employee, office bearer, member or other person which is excessive, having regard to what is generally considered reasonable in the sector and in relation to the service rendered and has not and will not economically benefit any person in a manner which is not consistent with its object.
- 7.8 No resources will be used, directly or indirectly to support, advance or oppose any political party.

SECTION 8: RULES AND REGULATIONS

- 8.1 In order to remain compliant with the requirements to qualify for tax exemptions and deduction of donations from taxable income as provided for in the Act, the following Rules and Regulations will apply to the Association:
- 8.1.1. A copy of all amendments to the constitution, trust deed, memorandum and articles of association, or other written instrument, under which the public benefit Association was established, will be submitted to the Commission for the South African Revenue Services.
- 8.1.2. The public benefit Association will submit the required returns for income tax together with the relevant supporting documents.
- 8.1.3. No donation will be accepted which is revocable at the instance of the donor for reasons other than a material failure to conform to the designated purposes and conditions of such donation, including any misrepresentation with regard to the text adaptability thereof in terms of Section 18A: Provided that a donor (other than a donor which is an approved public benefit organisation or an institution, board or body which is exempt from tax in terms of Section 10(1)(cA)(i), which has as its sole principal object the carrying on of any public benefit activity) may not impose any conditions which could enable such donor or any connected person in relation to such donor to derive some direct or indirect benefit from the application of such donation.
- 8.1.4. The Association will not be a party to, or does not knowingly permit, or has not knowingly permitted, itself to be used as a part of any transaction, operation or scheme of which the sole main purpose is the reduction, postponement or avoidance of liability for any tax, duty or levy which, but for such transaction, operation or scheme, would have been or would have become payable by any person under the Act or any other act administered by the Commissioner for the South African Revenue Service.

- 8.2 Upon the proposal of the School Board, a general set of rules and regulations, subject to the provisions of clause 8.1 is submitted for approval by the Committee. It only becomes definitive after having been approved by the Principal and the Cultural Advisor. These rules and regulations organise the cooperation between partners of the school by specifying their different responsibilities. It includes the terms and conditions of employment of locally employed teachers, the regulations for the running of the school, as well as hygiene and safety regulations.

SECTION 9: GENERAL MEETINGS

- 9.1 The Committee Chairman calls two ordinary General Meetings every year.

- An **ordinary General Meeting at the beginning of the school year**, which is held within seven weeks following the beginning of the school year. The General Meeting is only opened in the presence of a quorum of fifty per cent of the members the Association present or represented. Should this not be the case, the General Meeting is postponed by half an hour and is then opened without a quorum being required. It then elects the new members of the committee.
- A second and outgoing **ordinary General Meeting** which is held during the second term of the school year. The General Meeting is only opened in the presence of a quorum of fifty per cent of the members of the Association present or represented. If this is not the case, the General Meeting is postponed by half an hour and is then opened without a quorum being required. The General Meeting gives its opinion on the activities report and on the annual financial report of the past year, of which the Committee requests quietus. The Committee proposes an estimated budget plan for the following school year. This budget is to be finalised by the new Committee within the months following its election.

The calls to meeting and the agenda are sent to the members of the Association at least fifteen days before the date of a General Meeting. The members have eight days within which to request in writing the addition of items to the agenda. The votes or quietus are taken upon the simple represented majority. When the Association is made to vote, each member has one voting right. A member present may hold at the most three duly signed proxies.

- 9.2 Extraordinary General Meetings may be called by the Parents' Committee or by a written request to its Chairman by at least one third of the members of the Association.

Calls to meetings, specifying the agenda, are sent by the Chairman to the members of the Association, at least eight days before the date set for the Extraordinary General Meeting.

The General Meeting is only opened in the presence of a quorum of two thirds of the members of the Association present or represented. If this is not the case, the Extraordinary General Meeting is postponed by eight days and is then opened without a quorum being required.

SECTION 10: STATUTES

- 10.1 The Statutes may be modified at a General Meeting and must then be approved by two thirds of the members present or represented. Once they have been approved by the General Meeting, they come into force after being registered by the appropriate South African authority.
- 10.2 The Statutes are translated into English by a sworn translator, such translation prevailing in the case of a dispute.

SECTION 11: DISSOLUTION

- 11.1 The dissolution of the Association may only be pronounced if two thirds of the members present or represented at the extraordinary General Assembly called to this end, are in favour of the dissolution.

In such case, the Parents' Committee will make the necessary arrangements to settle all debts and payments, after which it will begin the dissolution of the Association.

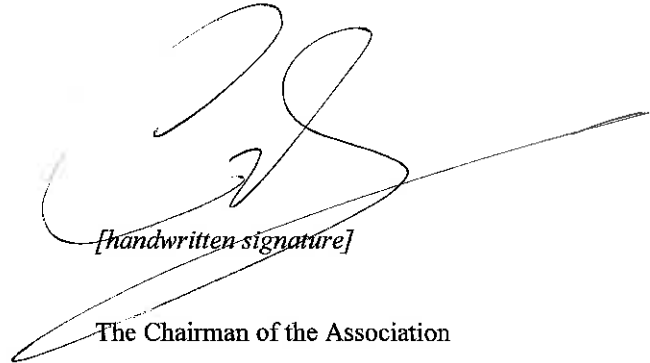
The dissolution of the Association leads ipso facto to the closing of the school.

- 11.2 In the event of the dissolution of the managing body, and on the assumption that a part of its assets will have been acquired through direct assistance from the French State or from the A.E.F.E., this part of the assets will be handed over to the Republic of France or to a body devoted to disseminating the French culture and language, the appointment of which as beneficiary will have been approved by the Embassy and by the Department of Foreign Affairs of the Republic of France.

These Statutes have been approved by the ordinary General Meeting on 18 October 2016 at the ECOLE FRANCOIS LE VAILLANT.

[handwritten signature]

The Secretary of the Association



[handwritten signature]

The Chairman of the Association