



Australian
Pasifika
Educators
Network

Australian Pasifika Educators Network

Constitution 2024 -2027

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Preliminary

1. Defined Terms

In this Constitution, unless the contrary intention appears:

- **APEN:** Australian Pasifika Educators Network.
- **Pasifika:** Refers to people genealogically, spiritually, and culturally connected to the lands, skies, and seas of the Pasifika region (including Aotearoa New Zealand) who have chosen to settle in Australia.
- **Educators:** Pasifika and non-Pasifika people in places of learning committed to Pasifika learner success.
- **Learners:** Pasifika people engaged in learning across early childhood, primary, secondary, and tertiary levels.
- **Communities:** Pasifika people who are genealogically, spiritually, and culturally **connected** to the Pasifika region and have settled in Australia.
- **ACNC:** Australian Charities and Not-for-profits Commission.
- **ACNC Act:** *Australian Charities and Not-for-profits Commission Act 2012* (Cth)
- **Corporations Act:** *Corporations Act 2001* (Cth).

2. Interpretation

In this Constitution, unless the context otherwise requires:

- a) The singular includes the plural and vice versa.
- b) Headings are for ease of reference and do not affect interpretation.
- c) References to a clause are references to clauses in this Constitution.

3. Application of relevant legislation

APEN is registered under the ACNC Act and complies with all applicable laws, including the Corporations Act, the *Associations Incorporation Act 2009* (NSW), and any amendments or modifications. The replaceable rules in the Corporations Act do not apply to APEN unless stated otherwise.

4. Objects

APEN is a recognised Public Benevolent Institution (PBI) with the purpose of advancing education, alleviating disadvantage, and promoting public welfare among Pasifika communities in Australia. The core objectives of APEN are:

4.1. Advancement of Education

APEN is committed to improving educational outcomes for Pasifika learners in Australia at all levels of education, from early childhood through to tertiary institutions. This will be achieved through:

- a) Facilitating culturally responsive programs and initiatives that support the academic and personal development of Pasifika learners.
- b) Facilitating professional development opportunities for Pasifika educators and enhancing pathways for career advancement.
- c) Advocating for curriculum reform that reflects Pasifika perspectives, histories, and cultural knowledge within the Australian education system.
- d) Partnering with schools, universities, TAFEs, and other educational bodies to ensure access to equitable learning environments for Pasifika learners.

4.2. Relief of Disadvantage

Focused on relieving educational and social disadvantage experienced by Pasifika learners and communities. This will be done by:

- a) Co-creating targeted programs that provide direct support to Pasifika students facing financial, educational, or social hardship.
- b) Offering scholarships, grants, and financial assistance to Pasifika learners from low socio-economic backgrounds.
- c) Collaborating with government, community organisations, and other stakeholders to remove barriers to access and participation in education for Pasifika students.
- d) Providing tailored support services, including mentoring, tutoring, and community engagement programs aimed at closing the achievement gap for Pasifika learners.

4.3. Promotion of Public Welfare

Committed to enhancing the overall well-being of Pasifika communities in Australia by:

- a) Addressing social and economic inequities that impact Pasifika learners' access to education, employment, and well-being.
- b) Facilitating family and community engagement programs that foster collaboration between Pasifika communities and educational institutions.
- c) Supporting initiatives that enhance the mental health, emotional well-being, and resilience of Pasifika learners and their families.
- d) Working with local governments, non-profits, and community organisations to deliver programs that address issues such as unemployment, underemployment, and health disparities within the Pasifika community.

4.4. Empowerment of Pasifika Identity and Culture

APEN recognises the importance of cultural identity in education and personal development. To empower Pasifika learners and communities, APEN will:

- a) Advocate for the inclusion of Pasifika cultural perspectives, values, and knowledge in education policy and curriculum development.
- b) Celebrate Pasifika excellence through awards, recognition programs, and events that highlight the contributions of Pasifika individuals and communities to Australian society.
- c) Foster spaces for cultural exchange and dialogue through conferences, workshops, and public forums focused on Pasifika education, identity, and leadership.
- d) Encourage Pasifika learners to maintain strong connections to their cultural heritage while thriving in the Australian education system.

4.5. Collaboration and Partnerships

APEN aims to build strong, collaborative relationships with educational institutions, government bodies, public, non-profit and community organisations, and the private sector to:

- a) Promote systemic change within the Australian education system, advocating for policies that support the inclusion and success of Pasifika learners.
- b) Partner with like-minded organisations to expand the reach of APEN's programs and increase the visibility of Pasifika issues within national education debates.
- c) Foster relationships with Pasifika communities across Australia to ensure that APEN's initiatives are responsive to the evolving needs and aspirations of Pasifika people.

Income and Property

5. Application of Income

The income and property of APEN will only be applied to promote the objects stated in Clause 4. No income or assets of APEN will be distributed to members, except as reasonable compensation for services rendered to the organisation.

6. Receipts

APEN will issue receipts for any donations, grants, or income received, in accordance with applicable tax laws and not-for-profit regulations.

Membership

7. Types of Membership

APEN will have the following types of membership, each with distinct rights, responsibilities, and eligibility criteria:

7.1. Institutional Members

Institutions such as schools, universities, TAFEs, and other large organisations that align with APEN's vision and mission. Institutional Members will:

- a) Be able to nominate representatives to engage in APEN's activities, attend meetings, and serve on subcommittees.
- b) Participate in APEN's initiatives, programs, and research activities.
- c) Contribute to and collaborate with APEN on advancing Pasifika education within their institutions and the broader education sector.

7.2. Individual Members

Educators, professionals, and community members who align with APEN's goals. Individual Members will:

- a) Be entitled to vote at general meetings.
- b) Participate in APEN's activities, including professional development, mentoring, and networking opportunities.
- c) Support APEN's strategic objectives by contributing to initiatives that advance Pasifika education and promote the inclusion of Pasifika perspectives in the Australian education system.

7.3. Associate Members

Students and individuals who have reached the age of majority, or those ineligible for Individual Membership, and wish to engage with APEN's activities. Associate Members will:

- a) Not be entitled to vote at general meetings.
- b) Be encouraged to participate in APEN's student initiatives, mentorship programs, and leadership development opportunities.
- c) Receive access to educational resources, events, and activities that support their learning and professional growth.

8. Eligibility for Membership

8.1. Institutional Members

- a) Any educational institution (such as a school, university, or TAFE), government body, or large organisation aligned with APEN's goals and mission may apply for Institutional Membership.
- b) Institutions must nominate a representative to act on their behalf at meetings and events, and these representatives may vote on behalf of their institution.

8.2. Individual Members

- a) Any educator, professional, or community member over the age of 21 who identifies with or supports Pasifika education is eligible for Individual Membership.
- b) Members must demonstrate a commitment to APEN's vision and mission and contribute to the advancement of Pasifika educational outcomes.

8.3. Associate Members

- a) Any student or individual under the age of 21 or someone who is not eligible for Individual Membership but wishes to engage with APEN's activities is eligible for Associate Membership.
- b) Associate Members should be interested in Pasifika education, learning, and community engagement but do not hold voting rights.

9. Admission to Membership

9.1. Application Process

- a) Applications for membership, regardless of type, must be submitted in writing (or electronically) using the approved membership form (Appendix 1).
- b) The completed application must include all required details, including eligibility criteria, and be accompanied by any applicable membership fee.
- c) For Institutional Members, a nominated representative must be indicated in the application.

9.2. Approval of Membership

- a) All applications for membership will be reviewed and approved by the Board of Directors.
- b) The Board may accept, reject, or request additional information from applicants.
- c) Successful applicants will be notified in writing of their acceptance within 14 days of the decision and will be added to the APEN membership register upon receipt of any applicable fees.

9.3. Membership Fees

- a) Institutional Members: Fees will be set annually by the Board and may vary depending on the size and capacity of the institution.
- b) Individual Members: A standard annual fee, determined by the Board, will be payable by Individual Members.
- c) Associate Members: A reduced or nominal fee will be applied to Associate Members to encourage participation, as determined by the Board.

9.4. Commencement of Membership

- a) Membership will commence once the application is approved, and any applicable fees are paid.
- b) The Memberships Officer will enter the new member's details into the register of members and provide them with a membership certificate or confirmation.

10. Rights and Obligations of Members

10.1. Institutional Members

- a) Entitled to nominate representatives who will have voting rights at general meetings.
- b) Have the right to participate in APEN's programs, initiatives, and research activities.
- c) Are expected to contribute to the strategic objectives of APEN, particularly in advancing Pasifika education within their institutions.

10.2. Individual Members

- a) Entitled to vote at general meetings and actively participate in APEN's decision-making processes.
- b) Expected to support and contribute to APEN's programs, mentorship opportunities, and events aimed at improving educational outcomes for Pasifika learners.

10.3. Associate Members

- a) Not entitled to vote but encouraged to actively engage in APEN's student-led initiatives, mentorship programs, and educational events.
- b) Expected to promote APEN's values within their educational and community networks.

11. Cessation of Membership

Membership in APEN will cease if:

- a) Resignation: A member submits a written notice of resignation to the Secretary.
- b) Institutional Dissolution: An Institutional Member ceases operations or no longer aligns with APEN's goals.
- c) Non-payment of Fees: Membership will lapse if annual fees are not paid within 60 days of the due date, following a written reminder.
- d) Expulsion: A member may be expelled by a resolution of the Board if their conduct is deemed contrary to APEN's values or mission. The member will be given 14 days' notice of the proposed resolution and an opportunity to be heard at the meeting.

12. Register of Members

- a) The Secretary will maintain a register of all members, including the class of membership, name, postal address, and the date of commencement.
- b) The register will be kept at the APEN office or official address and will be available for inspection by any member upon request.
- c) Members may request that their personal information, apart from their name, be kept confidential.

General Meetings

13. Calling General Meetings

13.1. Annual General Meeting (AGM)

- a) The Board must call an Annual General Meeting (AGM) once in each calendar year, in accordance with the requirements of the Corporations Act, to discuss and approve key decisions, review APEN's financial statements, and elect or confirm Directors.
- b) The AGM will be held within six months of the end of APEN's financial year.
- c) At least 21 days' written notice must be given to all members for the AGM, specifying the place, date, and time of the meeting and outlining the agenda.

13.2. Special General Meetings (EOM)

- a) The Board may call a Extra Ordinary Meeting (EOM) at any time to discuss urgent matters that require member approval.
- b) Members may request the Board to call an EOM by submitting a written request signed by at least 5% of the voting members. The request must state the reasons for the meeting and the matters to be considered.
- c) Upon receiving a valid request, the Board must call the EOM within 21 days of the request. If the Board fails to do so, the members requesting the meeting may call the meeting themselves, as permitted by the Corporations Act.

13.3. Notice of General Meetings

- a) Notice of all general meetings (AGM or EOM) must be given in writing to all members at least 21 days before the date of the meeting. The notice must include:
 - The date, time, and location of the meeting.
 - The agenda and the general nature of the business to be conducted.
 - Information about any special resolutions to be proposed.
- b) Notice may be given electronically or by post, depending on the preference stated by the member.
- a) Quorum for General Meetings: A quorum for a general meeting (whether AGM or EOM) is 50% of voting members present in person or by proxy. This includes Institutional, Individual, and any nominated voting representatives of Institutional Members.
- b) If a quorum is not achieved, the meeting shall be classified as a "Special Meeting." During such meetings, no voting activities will occur. To maintain efficacy in decision-making processes, a maximum of two adjournments per calendar year will be permitted for any meeting lacking a quorum. This ensures that subsequent meetings can proceed with full decision-making capabilities.

14. Proceedings at General Meetings

14.1. Chairperson of the Meeting

- a) The Chair of the Board of Directors will preside as Chairperson at all general meetings. In the absence of the Chair, the Deputy Chair will preside. If both are absent, the members present will elect one of the Directors to act as Chairperson for the meeting.
- b) The Chairperson is responsible for ensuring the orderly conduct of the meeting, including the facilitation of voting procedures.

14.2. Adjournment of Meetings

- a) The Chairperson may adjourn the meeting with the consent of the majority of members present at the meeting. The adjournment may be to a specific time and place or at the discretion of the Chairperson.
- b) No business can be transacted at the adjourned meeting other than the unfinished business from the original meeting.
- c) If the meeting is adjourned for more than 21 days, new notice must be provided to members.

14.3. Voting at General Meetings

- a) Each voting member (Institutional and Individual Members) is entitled to one vote. Institutional Members vote through their nominated representative.
- b) Associate Members do not have voting rights.
- c) A resolution is passed if a majority of the votes cast are in favour, unless a special resolution is required.
- d) Voting is typically conducted by a show of hands unless a poll is demanded by at least three members present in person or by proxy.

14.4. Special Resolutions

- a) A special resolution requires a 75% majority of votes cast by members entitled to vote at a general meeting. Special resolutions are required for significant decisions such as:
 - Amendments to the Constitution.
 - Winding up or dissolution of APEN.
 - Changes to the structure of the Board or other major governance changes.

- b) Notice of the intention to propose a special resolution must be included in the notice of the meeting.

14.5. Polls

- a) A poll may be demanded before or after a vote is taken, or immediately after the results of a show of hands are declared.
- b) A poll must be taken as directed by the Chairperson, and the result of the poll will determine the outcome of the vote.
- c) If a poll is demanded on the election of a Chairperson or on the adjournment of a meeting, it must be taken immediately. For other resolutions, the poll may be taken at a time decided by the Chairperson.

15. Proxy Voting

15.1. Appointment of Proxies

- a) Members entitled to vote may appoint a proxy to vote on their behalf at a general meeting. A proxy must be a member of APEN.
- b) The appointment of a proxy must be made in writing, using the form prescribed by the Board, and signed by the member appointing the proxy.
- c) The proxy form must be lodged with the Secretary at least 48 hours before the scheduled meeting.

15.2. Rights of Proxies

- a) A proxy has the same rights as the member who appointed them, including the right to vote on resolutions, demand a poll, and join in any meeting discussions.
- b) A proxy may vote as directed by the member appointing them. If no directions are given, the proxy may vote as they see fit.

15.3. Validity of Proxy Votes

- a) A proxy vote remains valid unless the appointing member revokes the proxy in writing and the revocation is received by the Secretary before the meeting commences.

16. Written Resolutions

16.1. Passing Resolutions in Writing

- a) APEN may pass a resolution without holding a general meeting if all members entitled to vote on the resolution sign a document containing the resolution and indicate that they are in favour of it. This resolution is considered passed when the last member signs the document.
- b) Separate copies of the document may be used for signing by members, provided that the wording is identical in each copy.

16.2. Electronic Resolutions

- a) A written resolution may be circulated and signed electronically, provided the method allows for a reliable means of identifying that the member has approved the resolution.

Governance Structure

17. Board of Directors

17.1. Number of Directors

APEN will have no less than 4 and no more than 8 Directors unless a resolution passed at a general meeting determines otherwise.

17.2. Initial Directors

The initial Directors will be either elected by the members or appointed by the founding Executive Committee during the transition from a Chair-led structure.

17.3. Qualifications for Directors

To be eligible for election or appointment as a Director, an individual must:
Identify as Pasifika or demonstrate significant experience in advancing Pasifika education

- a) Have been an active member of APEN for at least 24 months.
- b) Be committed to APEN's objects and values.
- c) Hold a senior or executive position within an educational institution or organisation or demonstrate equivalent leadership experience in advancing Pasifika educational outcomes.

17.4. Appointment of Directors

Directors will be elected by members of APEN at the AGM or appointed by a resolution of the Board if a vacancy arises between AGMs. Directors are appointed for a term of two years and may seek re-election.

17.5. Casual Vacancies

The Board may appoint an individual to fill a casual vacancy until the next AGM, where the position will be subject to member election.

17.6. Removal of Directors

A Director may be removed from their position if a majority of the Board or the members at a general meeting pass a resolution to that effect. Grounds for removal include, but are not limited to, breach of fiduciary duties, consistent non-attendance at Board meetings, and conduct detrimental to the interests and reputation of APEN.

Examples of conduct that could lead to removal are but not limited to:

- a) Breach of Fiduciary Duty: Failing to act in the best interests of APEN, such as making decisions that benefit the Director personally at the expense of the organization.
- b) Consistent Non-Attendance: Failing to attend a specified number of Board meetings without reasonable cause, as defined by the Board's attendance policy.
- c) Financial Misconduct: Engaging in fraud, misappropriation of funds, or other financial irregularities that harm APEN.
- d) Conflict of Interest: Participating in decision-making where there is a direct conflict between the interests of APEN and the personal or other professional interests of the Director.

17.7. Suspension of Directors

A Director may be temporarily suspended by a majority resolution of the Board pending a full investigation into alleged misconduct. Suspension is a precautionary measure and does not presuppose guilt. Criteria for suspension include allegations of serious misconduct that could jeopardize the functioning or the reputation of APEN if the Director continues in their role. Suspension remains in effect until a final decision is made through a formal review process, which should be completed within a set period as specified in the APEN bylaws.

17.8. Handling Disputes and Ensuring Redress

To ensure fairness and transparency in the handling of disputes related to the suspension or removal of Directors, APEN will establish a Dispute Resolution Committee comprising members who are not directly involved in the matter. This committee will be responsible for investigating the allegations, conducting a fair hearing, and recommending actions based on the findings to the Board.

All procedures related to the suspension or removal of a Director should be documented in an appendix to the APEN Constitution, providing clear guidelines on the process, timelines, and rights of the involved parties to appeal decisions.

17.9. Delegation of Authority

The Board of Directors retains ultimate authority over the strategic and operational decisions within APEN. While the Board may delegate specific responsibilities to subcommittees or individual members to facilitate efficient management and operational execution, this delegation does not diminish the Board's overarching governance role.

- a) **Operational Autonomy:** Subcommittees are authorised to autonomously make final decisions on routine and operational matters, such as event logistics and programme management, to ensure efficient daily operations. However, these decisions should remain within the scope of authority granted by the Board and must comply with established organisational policies.
- b) **Strategic Oversight:** All decisions of a strategic or policy-related nature must be reviewed and approved by the Board. This ensures that significant decisions align with APEN's strategic goals and governance framework.
- c) **Reporting and Accountability:** Subcommittees are required to submit regular reports to the Board detailing their activities, decisions, and any issues that arise. These reports are crucial for maintaining transparency and enable the Board to monitor and evaluate the effectiveness of the delegated authority.
- d) **Review and Escalation Procedures:** The Board retains the right to review and, if necessary, override decisions made by subcommittees that significantly impact APEN's operations, reputation, or strategic direction. Matters that exceed the subcommittee's delegated authority or that involve significant organisational risks must be promptly escalated to the Board for review and final decision.

18. Powers of the Directors

The Directors are collectively responsible for:

1. Managing the affairs of APEN in alignment with its objects and values.
2. Approving budgets, financial reports, and funding allocations.
3. Formulating and overseeing strategic plans.
4. Ensuring compliance with legal and regulatory requirements.
5. Appointing subcommittees as needed to carry out specific tasks.

19. Frequency of Meetings

The Board will meet at least four times annually, with additional meetings scheduled as required.

20. Quorum

A quorum for Board meetings is a majority of the Directors. If a quorum is not present within 30 minutes of the scheduled start time, the meeting will be adjourned.

21. Chair of the Board

The Directors will appoint a Chair to lead the Board for a two-year term, with responsibilities including facilitating meetings and representing APEN at formal engagements.

22. Other Board Positions

22.1. Secretary

The Secretary is responsible for the administrative management of APEN's records, meetings, and communications. Key responsibilities include:

- Maintaining accurate minutes of all Board meetings, general meetings, and AGMs.
- Managing correspondence on behalf of the Board, including sending meeting notices and distributing materials to members.
- Ensuring that the organisation's records (including minutes, registers, and official documents) are kept up-to-date and stored securely.
- Assisting with the preparation and distribution of the agenda for Board meetings in consultation with the Chair or President.
- Overseeing the election process at AGMs, including managing nominations and voting procedures.

22.2. Financial Officer

The Financial Officer (often referred to as the Treasurer) oversees the financial health and accountability of APEN. Key responsibilities include:

- Maintaining accurate and up-to-date records of all financial transactions, ensuring compliance with regulatory requirements.
- Preparing and presenting regular financial reports to the Board and members, including the annual financial statement for the AGM.
- Managing the organisation's budget, monitoring cash flow, and ensuring that expenditures align with APEN's financial policies.
- Administering the payment of all expenses, including authorising payments and ensuring that they are supported by appropriate documentation.
- Overseeing the preparation and lodgement of APEN's financial statements and tax returns, as required.
- Working closely with auditors during financial audits and ensuring timely submission of audit reports.

22.3. Communications Officer

The Communications Officer is responsible for managing and overseeing APEN's internal and external communications. Key responsibilities include:

- Developing and implementing APEN's communication strategy, ensuring alignment with the organisation's goals and values.
- Managing APEN's social media platforms, website, and other digital communication channels to raise awareness about the organisation's activities, events, and initiatives.
- Creating and distributing newsletters, press releases, and announcements to members, stakeholders, and the broader community.
- Collaborating with the Board and subcommittees to ensure consistent messaging and brand representation in all communications.
- Managing media relations, including responding to media inquiries, preparing spokespeople for interviews, and organising media coverage for key events and achievements.
- Supporting internal communication within APEN to ensure all members are informed about upcoming events, policy changes, and important news.
- Monitoring the effectiveness of communication efforts through feedback and analytics, adjusting strategies as needed to improve engagement.

22.4. Public Officer

The Public Officer serves as APEN's official representative in dealings with government authorities and regulatory bodies. Key responsibilities include:

- Ensuring compliance with statutory obligations such as lodgement of required documents with relevant regulatory bodies (e.g., ACNC, ATO,).
- Acting as the main point of contact between APEN and the ACNC or other relevant regulatory authorities.
- Lodging all required documents, including notifications of changes to the constitution, board members, and financial reports, to comply with legal and regulatory requirements.
- Maintaining APEN's compliance with legal obligations under the Associations Incorporation Act and other relevant legislation.
- Ensuring that APEN's records are properly maintained and accessible to regulatory bodies as required by law.
- Facilitating public access to the organisation's records when appropriate and ensuring transparency in APEN's operations.

22.5. Events Officer

The Events Officer plays a central role in the planning, coordination, and delivery of events across the Australian Pasifika Educators Network (APEN). These events include state-based networking sessions, national leadership forums, workshops, webinars, student-focused summits, and the biennial APEN Conference.

- Designing and implementing APEN's annual events calendar, aligning activities with the organisation's strategic goals and community priorities.
- Coordinating logistics for in-person and virtual events, including conferences, workshops, forums, networking events, and public lectures.
- Liaising with speakers, facilitators, venues, and service providers to ensure seamless event delivery.
- Developing and managing event budgets, ensuring all activities are cost-effective and aligned with funding requirements.
- Collaborating with the Communications Officer and other Directors to ensure timely promotion and visibility of events across APEN's platforms.
- Maintaining detailed records and reports for each event, including participant feedback, attendance data, and outcomes for future planning.
- Contributing to the continuous improvement of APEN events by gathering feedback and embedding cultural responsiveness, accessibility, and community care principles into event design.

22.6. State Leads

State Leads are responsible for representing APEN in their respective states or territories and leading the coordination of localised engagement, advocacy, and professional development initiatives. Key responsibilities include:

- Acting as the primary APEN contact point within their state or territory, supporting visibility and outreach to local educators, communities, and institutions.
- Leading the planning and delivery of APEN activities and events within the state, aligned with national APEN priorities.
- Supporting the development of a local action plan to respond to regional education equity issues for Pasifika learners.
- Building and maintaining strong relationships with Pasifika educators, schools, tertiary institutions, and community organisations.

- Representing APEN at local forums, community events, and educational initiatives to strengthen community connections and visibility.
- Coordinating a small local working group or team of volunteers to support the delivery of initiatives.
- Promoting participation in APEN initiatives, such as conferences, workshops, and research projects, across their regional networks.
- Collaborating with other State Leads to share best practices and co-develop joint projects or campaigns where appropriate.
- Supporting the recruitment and retention of APEN members within their region to grow membership and engagement.
- Providing quarterly updates to the APEN Executive, sharing local progress, challenges, opportunities, and emerging issues.

22.7. Ordinary Members

Ordinary Members are non-office-bearing members of the Board who contribute to decision-making and strategic planning but do not hold specific administrative roles. Key responsibilities include:

- Actively participating in Board meetings and discussions, contributing to the governance and strategic direction of APEN.
- Providing advice, expertise, and support in their areas of experience, particularly regarding Pasifika education and community engagement.
- Assisting in implementing APEN's initiatives, programs, and projects as determined by the Board.
- Voting on key resolutions and decisions made by the Board.
- Acting as ambassadors for APEN, representing the organisation in the broader educational and community sectors.
- Participating in subcommittees or working groups as required to help achieve APEN's strategic goals.

23. Minutes and Records

Minutes will be taken at all Board meetings, approved at the subsequent meeting, and stored in compliance with regulations.

General Governance Principles

1. Transparency and Accountability:
The Board will ensure transparency in decision-making, providing regular reports at AGMs.
2. Compliance:
The Board will ensure that APEN adheres to all relevant legal requirements, including those regulated by the ACNC.

Conflicts of Interest

24. Conflicts of Interest

Executive Committee members must declare any conflicts of interest and refrain from voting on matters where they have a personal or financial interest.

Minutes and Records

25. Minutes and Record Keeping

- 25.1. Minutes must be kept for all meetings and approved at the subsequent meeting.

APEN will maintain a register of members, accessible for inspection by members upon request.

Winding Up

26. Winding Up

If APEN is dissolved, any remaining assets will be distributed to another organisation with similar objects, in accordance with ACNC regulations and not-for-profit laws.

Amendments

27. Amendments to the Constitution

This Constitution may be amended by a special resolution passed at a general meeting. Proposed amendments must be circulated to members at least 21 days prior to the meeting.

Appendix 1: Organisation Roles and Responsibilities

1. Director of Governance and Strategy

Primary Responsibilities:

- **Provide leadership in governance and strategic planning** by ensuring APEN operates in compliance with its constitution, legal obligations, and best practices in governance.
- **Lead the development and execution of APEN's strategic plan**, working with the Board and Directors to ensure alignment with APEN's mission and long-term goals in advancing Pasifika education.
- **Ensure the effective governance** of APEN by maintaining and updating governance policies, risk management frameworks, and performance measures to enhance the organisation's accountability and transparency.
- **Facilitate Board meetings, AGMs, and strategic planning sessions**, ensuring that decisions are well-informed, timely, and aligned with APEN's strategic objectives.
- **Oversee the organisation's risk management strategy**, identifying potential risks (legal, financial, operational, reputational) and developing strategies to mitigate them, ensuring the sustainability of the organisation.
- **Monitor and review organisational performance**, ensuring that APEN's programs, initiatives, and operations are aligned with its goals, values, and compliance requirements.
- **Engage and build relationships** with key external stakeholders, including government bodies, educational institutions, and other organisations, to promote APEN's advocacy efforts and influence educational policy.
- **Ensure the continuous development of APEN's governance structure**, fostering a culture of ethical leadership, transparency, and inclusion at all levels of the organisation.
- **Advise the Board on strategic decisions**, offering insights and recommendations that align with current trends, emerging opportunities, and challenges in the education and not-for-profit sectors.

Key Skills: Strategic leadership and governance, Stakeholder and relationship management, Risk management and compliance, Organisational development and strategic planning, Policy influence and advocacy, Performance monitoring and reporting, Collaborative decision-making.

2. Director of Educational Leadership and Practise

Primary Responsibilities:

- **Lead the development, implementation, and management** of APEN's key educational programs and initiatives, ensuring alignment with APEN's vision to enhance Pasifika educational outcomes.
- **Oversee Pasifika academic and professional learning programs**, scholarships, and community engagement activities, including the APEN conference, ensuring they are impactful, culturally relevant, and accessible to Pasifika educators and students.
- **Manage the development of state-based initiatives and engagement**, ensuring that programs and initiatives are tailored to meet local educational contexts and community needs while maintaining APEN's strategic objectives.
- **Develop and manage APEN's scholarship programs**, including the creation of selection criteria, the administration of the application process, and the operation of selection committees, ensuring these scholarships provide tangible support to Pasifika learners and professionals.
- **Collaborate with Institutional Members** (schools, universities, and other educational institutions) to expand APEN's reach in education, fostering opportunities for partnership and professional growth.
- **Monitor and evaluate the effectiveness of professional learning initiatives**, using data to improve program outcomes and ensure continuous growth and development of educators.
- **Work closely with the Director of Communications** to ensure programs are well-promoted and outreach efforts are engaging and broad reaching within the Pasifika community and educational sector.

Key Skills: Strategic program management, Professional learning design and implementation, Evaluation and monitoring of education initiatives, Scholarship program administration, Partnership building with educational institutions, Stakeholder engagement and collaboration, Leadership in education and capacity building.

3. Director of Research and Advocacy

Primary Responsibilities:

- **Lead APEN's research agenda**, focusing on advancing knowledge of Pasifika educational outcomes, challenges, and opportunities within the Australian context.
- **Design, conduct, and oversee research projects** that generate actionable insights into Pasifika education, ensuring data-driven decisions inform APEN's strategies and programs.
- **Develop policy papers, reports, and position statements** that advocate for systemic change in education policies affecting Pasifika learners and communities.
- **Forge strategic partnerships with universities, research institutions, and government bodies**, ensuring APEN remains at the forefront of Pasifika-focused educational research and advocacy.

- **Champion culturally responsive and evidence-based advocacy efforts**, ensuring that Pasifika perspectives and needs are represented in national and regional education forums, conferences, and policy discussions.
- **Analyse educational data and trends**, both qualitative and quantitative, to identify gaps, opportunities, and challenges within Pasifika education and inform advocacy campaigns.
- **Oversee the publication and dissemination** of APEN's research findings through academic journals, policy briefs, and public forums, raising the profile of Pasifika education issues.
- **Develop and implement advocacy campaigns** aimed at influencing educational reforms, curriculum changes, and public policies that promote equity, inclusion, and success for Pasifika students.
- **Collaborate with APEN's Directors, particularly the Director of Governance and Strategy**, to ensure research aligns with strategic goals and advocacy efforts are supported by robust evidence.

Key Skills: Research design and methodology, Policy development and advocacy, Data analysis (quantitative and qualitative), Stakeholder and government engagement, Strategic planning and campaign development, Report writing and publication, Thought leadership in education, culturally responsive research practices

4. Director of Finance and Operations

Primary Responsibilities:

- **Oversee the financial health and sustainability** of APEN, including budget management, financial reporting, and ensuring compliance with all regulatory requirements and accounting standards.
- **Develop and manage APEN's financial strategy**, ensuring that resources are effectively allocated to support the organisation's strategic priorities and growth.
- **Lead APEN's fundraising efforts**, identifying and securing new sources of revenue through grants, sponsorships, partnerships, and donations to ensure long-term financial stability.
- **Monitor and control expenditures**, ensuring that all programs, initiatives, and operational activities remain within budget and align with APEN's financial policies and strategic goals.
- **Prepare and present financial reports** to the Board of Directors, ensuring full transparency and understanding of APEN's financial status and projections.
- **Oversee the operational logistics for APEN's key activities**, including events, conferences, and day-to-day operations, ensuring they run smoothly and efficiently.
- **Manage relationships with auditors and ensure compliance** with all legal and financial obligations, including submissions to regulatory bodies like the ACNC.
- **Collaborate with the Directors of other functions** to ensure that financial planning supports their strategic objectives and operations, particularly around program delivery and community engagement.

Key Skills: Financial management and budgeting, Fundraising and revenue generation, Compliance with financial regulations and standards, financial reporting and forecasting, Operational management and logistics, Strategic resource allocation, Stakeholder and partnership management

5. Director of Communications and Stakeholder Engagement


Primary Responsibilities:

- **Lead all internal and external communications**, ensuring that APEN's message is clear, consistent, and aligned with its mission to advance Pasifika education.
- **Develop and execute a comprehensive communication strategy**, incorporating digital, social, and traditional media to raise awareness of APEN's initiatives, programs, and advocacy efforts.
- **Manage APEN's digital platforms**, including the website, social media accounts, and newsletters, ensuring regular and engaging content that resonates with APEN's audiences.
- **Build and maintain relationships with stakeholders**, including media outlets, educational institutions, community organisations, and government bodies, ensuring APEN's voice is well-represented and respected.
- **Oversee media relations**, including responding to media inquiries, preparing spokespeople for interviews, and ensuring positive media coverage for APEN's events and advocacy work.
- **Develop communication materials** such as press releases, reports, presentations, and promotional materials that support APEN's programs, research, and advocacy campaigns.
- **Work closely with the Director of Educational Leadership** and Practise to ensure programs are effectively promoted to target audiences and that outreach campaigns are aligned with program goals.
- **Monitor the impact of communication strategies** using analytics and feedback, and adjust tactics as needed to improve engagement and reach.
- **Engage APEN members** and the wider Pasifika community, ensuring they are informed, connected, and actively participating in APEN's initiatives.

Key Skills: Strategic communications planning, Media and public relations, Stakeholder engagement and partnership building, Digital platform management and content creation, Branding and messaging, Campaign development and execution, Analytics and performance measurement.

Collaborative Leadership and Strategic Synergy Among APEN's Directors

The five Director roles within APEN interact in a synergistic and collaborative manner, each playing a pivotal role in the organisation's overarching mission to advance Pasifika education.



The Director of Governance and Strategy ensures that all activities align with APEN's strategic vision and legal obligations, creating a framework for other directors to operate within effectively. This role supports the Director of Educational Leadership and Development, whose focus is on implementing educational programs and managing state-based initiatives, by ensuring that these initiatives are aligned with APEN's long-term goals. The Director of Research and Advocacy provides the evidence and research to inform both governance and educational programs, ensuring that decisions are data-driven and that advocacy efforts are grounded in culturally responsive research. Collaboration between these roles ensures that APEN's initiatives are both impactful and evidence-based.

The Director of Finance and Operations interacts with all other directors by providing the financial oversight needed to support their programs, research, and initiatives. Effective budget management and resource allocation ensure that APEN's programs, events, and advocacy efforts are financially sustainable and compliant with regulatory standards. Additionally, the Director of Communications and Stakeholder Engagement works closely with the other directors to promote APEN's initiatives, programs, and research findings, ensuring that these efforts reach key stakeholders, including the broader Pasifika community. Together, the directors form a cohesive leadership team, each contributing their expertise to drive APEN's mission forward in a coordinated and strategic manner.

Appendix 2: APEN Organisation Chart

