

AUSTRALIAN TEACHER EDUCATION ASSOCIATION INCORPORATED

CONSTITUTION

1 Name and Purpose

The name of the Association is the Australian Teacher Education Association Incorporated

1.1 The mission of the Association is to promote:

- Pre-service and continuing education of teachers in all forms and contexts;
- teacher education as central to the well being of the educational enterprise of the nation; and
- research as a core endeavour within teacher education.

1.2 The objectives of the Association are

- to promote ideas and practices which are relevant to the education of teachers
- to encourage and promote research, innovation and evaluation in all aspects of teacher education
- to recognise excellence in teacher education
- to be an advocate for teacher education
- to provide members with means for the exchange of information relevant to teacher education
- to work to improve the professional status and welfare of teacher educators
- to cooperate with other organisations on matters concerned with teacher education
- to promote cooperation among teacher educators within Australia and throughout the world

2 Membership

2.1 Membership qualifications

Membership in the Association is open to individuals and organizations with a demonstrable interest in the education of teachers

2.1.1 There shall be four types of membership

1. Ordinary membership: which shall be open to those with a demonstrable interest in teacher education and quality teaching

2. Organisational membership: which shall be open to organizations with a demonstrable interest in teacher education and quality teaching
3. Honorary membership: which may be awarded from time to time by the Executive on an annual basis to persons who provide significant service to the Association
4. Fellow: which may be awarded by invitation from time to time by the Executive to a member or former member who has made an outstanding contribution to teacher education in ways that further the objectives of the Association.

All categories of membership shall have full rights and privileges.

2.2 Application for membership

- (1) Application of a person or organization for membership of the Association -
 - (a) must be made on the preferred ATEA membership form in writing or electronically; and
 - (b) must be lodged with the nominated officer of the Association.
 - (c) must be accompanied by the appropriate annual subscription
- (2) As soon as is practicable after receiving an application for membership, the nominated officer must refer the application to the Executive which must decide whether to approve or to reject the application.
- (3) If the Executive decides to approve an application for membership, the nominated officer must as soon as practicable after that decision notify the nominee of that approval and enter the nominee's name in the register of members. On the name being so entered, the applicant becomes a member of the Association.

2.3 Membership entitlements not transferable

A right, privilege or obligation that a person has because of being a member of the Association -

- (a) cannot be transferred or transmitted to another person; and
- (b) terminates on cessation of the person's membership.

2.4 Cessation of membership

A person ceases to be a member of the Association if the person—

- (a) dies or, for a corporation, is wound up; or
- (b) resigns from membership of the Association; or
- (c) is expelled from the Association; or
- (d) fails to renew membership of the Association.

2.5 Resignation of membership

- (1) A member is not entitled to resign from membership of the Association except in accordance with this section.
- (2) A member who has paid all amounts payable by the member to the Association may resign from membership of the Association by first giving notice (of not less than 1 month or, if the Executive has determined a shorter period, that shorter period) in writing or through electronic mail to

the Secretary of the member's intention to resign and, at the end of the period of notice, the member ceases to be a member.

- (3) If a person ceases to be a member, the Secretary must make an appropriate entry in the register of members recording the date the member ceased to be a member.

2.6 Fee, subscriptions

- (1) The entrance fee to the Association is at no cost or, if any other amount has been determined by resolution of the Executive, the other amount.
- (2) The annual membership fees for each category of membership of the Association shall be as confirmed or changed at the ANNUAL GENERAL MEETING, or if any other amount has been determined by resolution of the Executive, that other amount.
- (3) The annual membership fee shall fall due on 1 July each year
- (4) Membership fees shall not be refundable

2.7 Members' liabilities

The liability of a member to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount (if any) unpaid by the member in relation to membership of the Association as required by section 2.6 .

2.8 Disciplining of members

- (1) If the Executive is of the opinion that a member -
- (a) has persistently refused or neglected to comply with a provision of these rules; or
 - (b) has persistently and willfully acted in a manner prejudicial to the interests of the Association;
- The Executive may, by resolution—
- (c) expel the member from the Association; or
 - (d) suspend the member from the rights and privileges of membership of the Association that the Executive may decide for a specified period.
- (2) A resolution of the Executive under subsection (1) is of no effect unless the Executive, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under subsection (3), confirms the resolution in accordance with this section.
- (3) If the Executive passes a resolution under subsection (1), the Secretary must, as soon as practicable, serve a written notice on the member -
- (a) setting out the resolution of the Executive and the grounds on which it is based; and
 - (b) stating that the member may address the Executive at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice; and
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that the member may do either or both of the following:

- (i) attend and speak at that meeting;
 - (ii) submit to the Executive at or before the date of that meeting written representations relating to the resolution.
- (4) Subject to the Act Section 50, at a meeting of the Executive mentioned in subsection (2), the Executive must—
 - (a) give to the member mentioned in subsection (1) an opportunity to make oral representations; and
 - (b) give due consideration to any written representations submitted to the Executive by that member at or before the meeting; and
 - (c) by resolution decide whether to confirm or to revoke the resolution of the Executive made under subsection (1).
- (5) If the Executive confirms a resolution under subsection (4), the Secretary must, within 7 days after that confirmation, by written notice inform the member of that confirmation and of the member's right of appeal under section 2.9.
- (6) A resolution confirmed by the Executive under subsection (4) does not take effect -
 - (a) until the end of the period within which the member is entitled to appeal against the resolution if the member does not exercise the right of appeal within that period; or
 - (b) if within that period the member exercises the right of appeal—unless and until the Association confirms the resolution in accordance with section 2.9 (4).

2.9 Right of appeal of disciplined member

- (1) A member may appeal to the Association in general meeting against a resolution of the Executive that is confirmed under section 2.8 (4), within 7 days after notice of the resolution is served on the member, by lodging with the Secretary a notice to that effect.
- (2) On receipt of a notice under subsection (1), the Secretary must notify the Executive which must call a general meeting of the Association to be held within 21 days after the date when the Secretary received the notice or as soon as possible after that date.
- (3) Subject to the Act, section 50, at a general meeting of the Association called under subsection (2) -
 - (a) no business other than the question of the appeal may be transacted; and
 - (b) the Executive and the member must be given the opportunity to make representations in relation to the appeal orally or in writing or through electronic mail, or both; and
 - (c) the members present must vote by secret ballot on the question of whether the resolution made under section 2.8 (4) should be confirmed or revoked.
- (4) If the meeting passes a special resolution in favour of the confirmation of the resolution made under section 2.8 (4), that resolution is confirmed.

3 Executive

3.1 Powers of Executive

The Executive, subject to the Act, the regulation, these rules, and to any resolution passed by the Association in general meeting -

- (a) controls and manages the affairs of the Association; and
- (b) may exercise all functions that may be exercised by the Association other than those functions that are required by these rules to be exercised by the Association in general meeting; and
- (c) has power to perform all acts and do all things that appear to the Executive to be necessary or desirable for the proper management of the affairs of the Association.

3.2 Constitution and membership

- (1) The Executive consists of -
 - (a) the office-bearers of the Association; and
 - (b) 5 ordinary Executive members; each of whom must be elected in accordance with subsection (3) or appointed in accordance with subsection (7).
- (2) The office-bearers of the Association are -
 - (a) the President; and
 - (b) the President-Elect or the Immediate Past President; and
 - (c) the Honorary Treasurer; and
 - (d) the Honorary Secretary.
 - (e) the Journal Editor
 - (f) the Conference Organiser
- (3) With the exception of the President, President-Elect and Immediate Past President, each member of the Executive holds office, subject to these rules, until the conclusion of the Annual General Meeting following the date of the member's election, but is eligible for re-election.
- (4) A ballot shall be conducted to appoint a President-Elect for the final year of the outgoing President's term of office
- (5) A motion seeking the confirmation of the President-elect for the following two years shall be put to the Annual General Meeting at the expiration of the term of the preceding President.
- (6) A motion seeking the confirmation of the current President as incoming Past-President for the forthcoming year shall be put to the Annual General Meeting
- (7) If there is a vacancy in the membership of the Executive, the Executive may appoint a member of the Association to fill the vacancy and the member so appointed holds office, subject to these rules, until the conclusion of the next Annual General Meeting after the date of the appointment.
- (5) The Executive has the power to co-opt two (2) additional members

3.3 Election of ATEA Executive members

- (1) Nominations of candidates for election as office-bearers of the Association or as ordinary Executive members -

- (a) must be made in writing or through electronic mail, signed by 2 members of the Association and accompanied by the written (or email) consent of the candidate (which may be endorsed on the nomination form);
 - and
 - (b) must be given to the Secretary of the Association not less than 28 days before the date fixed for the election.
- (2) If insufficient nominations are received to fill all vacancies on the Executive, the candidates nominated are taken to be elected and further nominations may be received at the Annual General Meeting.
 - (3) If insufficient further nominations are received, any vacant positions remaining on the Executive are taken to be vacancies.
 - (4) If the number of nominations received is equal to the number of vacancies to be filled, the people nominated are taken to be elected.
 - (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot must be held.
 - (6) The ballot for the election of office-bearers and ordinary Executive members must be conducted prior to the Annual General Meeting in any way the Executive may direct.
 - (7) A person is not eligible to simultaneously hold more than 1 position on the Executive
 - (8) A motion seeking the appointment of the President-Elect as incoming President for the forthcoming two years shall be put at the Annual General Meeting at the expiration of the term of office of the preceding President.
 - (9) A motion seeking the confirmation of the President as incoming Immediate Past President for the forthcoming year shall be put at the Annual General Meeting.
 - (10) A ballot should be conducted to appoint a President-Elect for the final year of the outgoing President's term.

3.4 Secretary

- (1) The Secretary of the Association must, as soon as practicable after being appointed as Secretary, notify the Association of his or her contact details.
- (2) The Secretary must keep minutes of—
 - (a) all elections and appointments of office-bearers and ordinary Executive members; and
 - (b) the names of members of the Executive present at an Executive meeting or a general meeting; and
 - (c) all proceedings at Executive meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

3.4 Treasurer

- (1) The Treasurer of the Association must—
 - (a) collect and receive all amounts owing to the Association and make all payments authorised by the Association; and
 - (b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.

3.5 The Journal Editor

- (1) the Journal Editor shall be appointed by the Executive as a member of Executive
- (2) the term of office for the Journal Editor shall be three years
- (3) A maximum of two consecutive terms may be served as Journal Editor
- (4) If the Journal Editor is unable to perform satisfactorily the duties attached to the position the Executive is authorized to declare the position vacant

3.6 Conference Organiser

- (1) The Organiser of the forthcoming Annual Conference of the Association shall become a member of the Executive

3.7 Public Officer

- (1) A Public Officer shall be appointed by the Executive
- (2) The Public Officer shall reside in the ACT
- (3) If this position at any time becomes vacant the Executive shall within fourteen (14) days after it becomes vacant appoint a person resident in the ACT to fill the vacancy
- (4) The Public Officer within one month after the preparation of a balance sheet file with the ACT Registrar of companies a copy of that balance sheet certified to be correct by the person who audited the financial affairs of the Association.

3.8 Vacancies

- (1) For these rules, a vacancy in the office of a member of the Executive happens if the member -
 - (a) dies; or
 - (b) ceases to be a member of the Association; or
 - (c) resigns the office; or
 - (d) is removed from office under section 3.9 (Removal of Executive members); or
 - (e) becomes an insolvent under administration within the meaning of the Corporations Act; or
 - (f) suffers from mental or physical incapacity; or
 - (g) is disqualified from office under the Act, section 63 (1); or
 - (h) is absent without the consent of the Executive from all meetings of the Executive held during a period of 6 months.

3.9 Removal of Executive members

The Association in General Meeting may by resolution, subject to the Act, section 50, remove any member of the Executive from the office of member of the Executive before the end of the member's term of office.

3.10 Executive meetings and quorum

- (1) The Executive must meet at least 3 times in each calendar year at the place and time that the Executive may decide. The President may call meetings at other times giving at least 14 days notice. These meetings may be conducted via teleconference.
- (2) The President may call meetings at other times. These meetings may be conducted via teleconference. Additional meetings of the Executive may be called by any three members of the Executive.

- (3) Oral or written notice of a meeting of the Executive must be given by the Secretary to each member of the Executive at least 48 hours (or any other period that may be unanimously agreed on by the members of the Executive) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subsection (3) must specify the general nature of the business to be transacted at the Executive meeting and no business other than that business may be transacted at the meeting, except business that the Executive members present at the meeting unanimously agree to treat as urgent business.
- (5) Any five (5) members of the Executive constitute a quorum for the transaction of the business of a meeting of the Executive.
- (6) No business may be transacted by the Executive unless a quorum is present and, if within half an hour after the time appointed for the meeting a quorum is not present, the Executive meeting stands adjourned and must be reconvened within seven days.
- (7) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the Executive meeting, the meeting is dissolved.
- (8) At meetings of the Executive -
 - (a) the President or, in the absence of the President, the President-Elect or Immediate Past President presides; or
 - (b) if the President and the President-Elect or the Immediate Past President are absent - one of the remaining members of the Executive may be chosen by the members present to preside.

3.11 Delegation by Executive to subcommittee

- (1) The Executive may, in writing or through electronic mail, delegate to 1 or more subcommittees (consisting of the member or members of the Association that the Executive considers appropriate) the exercise of the functions of the Executive that are specified in the instrument, other than—
 - (a) this power of delegation; and
 - (b) a function that is a function imposed on the Executive by the Act, by any other Territory law, or by resolution of the Association in general meeting.
- (2) A function, the exercise of which has been delegated to a subcommittee under this section may, while the delegation remains unrevoked, be exercised from time to time by the subcommittee in accordance with the terms of the delegation.
- (3) A delegation under this section may be made subject to any conditions or limitations about the exercise of any function, or about time or circumstances, that may be specified in the instrument of delegation.
- (4) Despite any delegation under this section, the Executive may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by subcommittee acting in the exercise of a delegation under this section has the same force and effect as it would have if it had been done or suffered by the Executive.
- (6) The Executive may, in writing or electronically, revoke wholly or in part any delegation under this section.
- (7) A subcommittee may meet and adjourn as it considers appropriate.

3.12 Voting and decisions

- (1) Questions arising at a meeting of the Executive or of any subcommittee appointed by the Executive are decided by a majority of the votes of members of the Executive or subcommittee present at the meeting.
- (2) Each member present at a meeting of the Executive or of any subcommittee appointed by the Executive (including the person presiding at the meeting) is entitled to 1 vote but, if the votes on any question are equal, the person presiding may exercise a second or casting vote.
- (3) Subject to section 18 (5), the Executive may act despite any vacancy .
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Executive or by a subcommittee appointed by the Executive, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Executive or subcommittee.

4 General meetings

4.1 Annual General Meetings - holding of

- (1) With the exception of the first Annual General Meeting of the Association, the Association must, at least once in each calendar year and within 5 months after the end of each financial year of the Association, call an Annual General Meeting of its members.
- (2) The Association must hold its first Annual General Meeting—
 - (a) within 18 months after its incorporation under the Act; and
 - (b) within 5 months after the end of the first financial year of the Association.
- (3) Subsections (1) and (2) have effect subject to the powers of the registrar-general under the Act, section 120 in relation to extensions of time.

4.2 Annual General Meetings - calling of and business at

- (1) The Annual General Meeting of the Association must, subject to the Act, be called on the date and at the place and time that the Executive considers appropriate.
- (2) In addition to any other business that may be transacted at an Annual General Meeting, the business of an Annual General Meeting is -
 - (a) to confirm the minutes of the last Annual General Meeting and of any general meeting held since that meeting; and
 - (b) to receive from the Executive reports on the activities of the Association during the last financial year; and
 - (c) to receive and consider the statement of accounts and the reports that are required to be submitted to members under the Act, section 73 (1).
- (3) An Annual General Meeting must be specified as such in the notice calling it in accordance with section 4.4 (Notice).
- (4) An Annual General Meeting must be conducted in accordance with the provisions of this part.

4.3 General meetings - calling of

- (1) The Executive may, whenever it considers appropriate, call a general meeting of the Association.

- (2) The Executive must, on the requisition in writing of not less than 5% of the total number of members, call a general meeting of the Association.
- (3) A requisition of members for a general meeting -
 - (a) must state the purpose or purposes of the meeting; and
 - (b) must be signed by the members making the requisition; and
 - (c) must be lodged with the Secretary; and
 - (d) may consist of several documents in a similar form, each signed by 1 or more of the members making the requisition.
- (4) If the Executive fails to call a general meeting within 1 month after the date when a requisition of members for the meeting is lodged with the Secretary, any 1 or more of the members who made the requisition may call a general meeting to be held not later than 3 months after that date.
- (5) A general meeting called by a member or members mentioned in subsection (4) must be called as nearly as is practicable in the same way as general meetings are called by the Executive

4.4 Notice

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Secretary must, at least 14 days before the date fixed for the holding of the general meeting, send by post or electronically (or any other appropriate means of communication decided by the Executive) to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Secretary must, at least 21 days before the date fixed for the holding of the general meeting, send notice or to each member in the way provided in subsection (1) specifying, in addition to the matter required under that subsection, the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice calling a general meeting may be transacted at the meeting except, for an Annual General Meeting, business that may be transacted under section 4.2 (2).
- (4) A member desiring to bring any business before a general meeting must give written or electronic notice of that business to the Secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

4.5 General meetings—procedure and quorum

- (1) A general meeting that is not an Annual General Meeting may be conducted through electronic means provided that those means allow members wishing to take part to participate in real time
- (2) No item of business may be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (3) 20 members present in person (who are entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

- (4) If within 30 minutes after the appointed time for the start of a general meeting a quorum is not present, the meeting if called on the requisition of members is dissolved or in any other case stands adjourned it must be reconvened within 7 days in a manner determined by the Executive and in keeping with Section 4.4
- (5) If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the start of the meeting, the members present (being not less than 10) constitute a quorum.

4.6. Presiding member

- (1) The President, or in the absence of the President, the President-Elect or the Immediate Past President presides at each general meeting of the Association.
- (2) If the President and the President-Elect or the Immediate Past President are absent from a general meeting, the members present must elect one of their number to preside at the meeting.

4.7 Adjournment

- (1) The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business may be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the Secretary must give written or electronic notice of the adjourned meeting to each member of the Association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in subsections (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

4.8 Making of decisions

- (1) A question arising at a general meeting of the Association is to be decided on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of the Association, a poll may be demanded by the person presiding or by not less than 3 members present in person at the meeting.
- (3) If the poll is demanded at a general meeting, the poll must be taken—
 - (a) immediately if the poll relates to the election of the person to preside at the meeting or to the question of an adjournment; or
 - (b) in any other case - in the way and at the time before the close of the meeting that the person presiding directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

4 9 Voting

- (1) Subject to subsection (3), on any question arising at a general meeting of the Association a member has 1 vote only.
- (2) All votes must be given personally
- (3) If the votes on a question at a general meeting are equal, the person presiding is entitled to exercise a second or casting vote.

5 Funds**5. 1 Funds—source**

- (1) The funds of the Association must be derived from annual subscriptions of members, donations and, subject to any resolution passed by the Association in general meeting and subject to the Act, section 114, any other sources that the Executive decides.
- (2) All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank account.
- (3) The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

5. 2 Funds—management

- (1) Subject to any resolution passed by the Association in general meeting, the funds of the Association must be used for the objects of the Association in the way that the Executive decides.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the Executive or employees of the Association, being members of the Executive or employees authorised to do so by the Executive.

6. Alteration of objects and rules

Neither the objects of the Association mentioned in the Act, section 29 nor these rules may be altered except in accordance with the Act.

7. Common seal

- (1) The common seal of the Association must be kept in the custody of the Secretary.
- (2) The common seal must not be attached to any instrument except by the authority of the Executive and the attaching of the common seal must be attested by the signatures either of 2 members of the Executive or of 1 member of the Executive and of the Secretary.

8 Custody of books

Subject to the Act, the regulation and these rules, the Secretary must keep in his or her custody or under his or her control all records, books, and other documents relating to the Association.

8.1 Inspection of books

The records, books and other documents of the Association must be open to inspection at a place in the ACT or a State in Australia nominated by the

Executive, free of charge, by a member of the Association at any reasonable hour.

9 Service of notice

- (1) For these rules, a notice may be served by or on behalf of the Association on any member either personally or by sending it by post or through electronic mail to the member at the member's address shown in the register of members.
- (2) If a document is sent to a person by properly addressing, forwarding (by post or electronic mail) to the person a notice, the document is taken for these rules, unless the contrary is proved, to have been served on the person at the time when the document would have been delivered in the ordinary course of post or electronic mail.

10 Surplus property

- (1) At the first general meeting of the Association, the Association must pass a special resolution nominating—
 - (a) another Association for the Act, section 92 (1) (a); or
 - (b) a fund, authority or institution for the Act, section 92 (1) (b); in which it is to vest its surplus property in the event of the dissolution or winding up of the Association.
- (2) An Association nominated under subsection (1) (a) must fulfill the requirements specified in the Act, section 92 (2).

Appendix 1
Application for membership of the Association

.....
Incorporated (incorporated under the *Associations Incorporation Act 1991*) I,

.....
(full name of applicant)

of

(address)

.....apply to become

(occupation)

a member of the incorporated Association. If I am admitted as a member, I agree

to be bound by the rules of the Association for the time being in force.

.....
(Signature of applicant)

Date

Appendix 2

GLOSSARY OF TERMS:

Note A definition applies except so far as the contrary intention appears (see Legislation Act, s 155).

financial year means the year ending on 30 June.

member means a member, however described, of the Association.

ordinary Executive member means a member of the Executive who is not an office-bearer of the Association as mentioned in section 3.2 (1) (a).

Secretary means the person holding office under these rules as Secretary of the Association or, if no such person holds that office, the public officer of the Association.

the Act means the *Associations Incorporation Act 1991*.

the regulation means the *Associations Incorporation Regulation 1991*.

Application of Legislation Act 2001

The *Legislation Act 2001* applies to these rules in the same way as it would if they were an instrument made under the Act.