

# **Constitution**

## **Network of Education Associations of Tasmania (NEAT) Incorporated**

### **Constitution Rules**

#### **1. Name**

1.1 The name of the incorporated association is the NETWORK OF EDUCATION ASSOCIATIONS OF TASMANIA, (NEAT) Inc., in these rules called the Network.

#### **2. Purpose and Objectives**

2.1 Purpose: To represent Tasmanian member associations, Link them, promote them and serve them, in pursuit of quality education.

2.2 Objectives:

i) To allow for an expression of a common voice on educational matters in the interests of member associations.

ii) To provide a forum and common meeting ground for member associations to promote greater co-operation and understanding between associations.

iii) To act as a peak body representing member associations collectively in initiating and responding to communications with relevant government Ministers, departments and appropriate bodies.

#### **3. Interpretation**

3. 1 In these rules unless the contrary intention appears:

"Education Association" means an professional organization initiated, managed and supported primarily by educators but may include others interested in the provision of services to the educational community in an area of the school curriculum.

"Member" means a Tasmanian education association which has become affiliated with the Network in accordance with the affiliation Rule 4.6 and has not resigned or been expelled from the Network.

"Representative" means the person nominated, in writing to the secretary of the Network, by the member association to represent its interests on the Network and who will have voting rights as determined in Rule 15.

"Committee" means the elected Management Committee of the Network;

"Financial Year" means the year ending on 30 June.

"General Meeting" means a meeting of members convened in accordance with Rule 12.

"The Act" means the Associations Incorporation Act, 1964.

"The Regulations" means regulations under the Act.

(a) 3.2 In these Rules a reference to the "Secretary of the Network's means.

(B) a person who holds office under these Rules as Secretary of the Network - to that person and

(c) in any other case to the public officer of the Network.

3.3 Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Acts Interpretations Act- The committee shall be responsible for the interpretation of these rules.

#### **4. Membership**

4.1 Membership shall be unlimited in numbers.

4.2 An education association which is Nominated and approved for membership as provided in these Rules is eligible to be a member of the Network on payment of the annual subscription payable under these Rules.

4.3 An education association which is not a member of the Network at the time of incorporation of the Network or which was such a member at that time but has ceased to be a member shall not be admitted to membership:

(a) unless the education association is nominated as provided in sub-Clause 5.3. and

(b) the admission of that education association as a member is approved by the Network at a General Meeting.

4.4 A nomination of an association for membership of the Network:

(a) shall be made in writing on the form set out in Appendix 1; and (b) shall be lodged with the secretary of the Network.

4.5 As soon as is practicable after the receipt of a nomination, the secretary shall refer the nomination to a General Meeting of the Network.

4.6 Upon a nomination being referred to the General Meeting of the Network, the Network at that meeting shall :

(a) approve the nomination for membership;

(b) reject the nomination for membership; or (c) adjourn the nomination for membership to another General Meeting of the Network to allow. .

(i) further consideration of the nomination; or

(ii) a representative of the nominated education association to address the General Meeting.

4.7 In addition to any other grounds for rejecting a nomination for membership of the Network, the General Meeting of the Network may reject the nomination if the meeting rules that the objects or constitution of that education association are incompatible with the objects or Rules of the Network.

4.8 Upon a nomination being approved by the General Meeting, the Secretary shall, with as little delay as possible notify the nominee association in writing of such approval and request payment within the period of 28 days after receipt of the notification of the sum payable under these Rules as the first year's annual subscription.

## **5. Procedure on approval or rejection of membership application**

5.1 Where a nomination has been approved, the nominated association shall notify the Secretary within 28 days of the name and address of the nominated association's representative.

5.2 The secretary shall upon payment of the amounts referred to in clause 4.8 within the period referred to in that clause, enter the nominated association's name together with the name and address of the nominated representative of that association in the register of members kept and, upon the name being so entered, the nominated association becomes a member of the Network.

5.3 A right, privilege or obligation of a member by reason of membership of the Network is not capable of being transferred or transmitted to another association save that any member association may at any time change its nominated representative by notifying the Secretary in writing in the form set out in Appendix 2.

5.4 Where the General Meeting of the Network rejects an application for membership of the Network or adjourns the application to a further General Meeting, the Secretary shall with as little delay as possible notify the nominee association in writing of the reasons for the rejection of the

application or if appropriate the reasons that the nomination has been referred to a further General Meeting. .

## **6. Annual Subscription**

6.1 The Annual subscription shall be determined at the Annual General Meeting and appropriate notification given to the member associations.

6.2 The subscription will be reviewed on an annual basis and may be changed by majority vote at the Annual General Meeting.

6.3 The Network has the right to impose additional special levies on members from time to time as determined at a General Meeting of the Network.

## **7. Register of Members**

7.1 The Secretary shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member association together with the full name and address of the accredited representative of that member association and the register shall be available for inspection by members at the address of the Secretary or at any General Meeting.

## **8. Resignation and Expulsion of Members**

8.1 A member of the Network who has paid all moneys due and payable by it to the Network may resign from the Network by first giving one months notice in writing to the Secretary of their intention to resign and upon the expiration of that period of notice the member must cease to be a member.

8.2 Upon the expiration of a notice given under clause 8.1, the Secretary must make in the register of members an entry recording the- date on which the member by whom the notice was given, ceased to be member.

8.3 Subject to these rules the Committee may by resolution:

(a) expel a member from the Network; or

(b) suspend a member from membership of the Network for a specified period;

if the Committee is of the opinion that the member :

(i) has refused or neglected to comply with these rules; or

(ii) has been guilty of conduct unbecoming a member or prejudicial to the interests of the Network.

8.4 A resolution of the Committee under clause 8.3 :

(a) does not take effect until the Network at a General Meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under clause 8.5 confirms the resolution in accordance with this clause; and

(b) where the member exercises a right of appeal to a General Meeting of the Network under this clause, it does not take effect unless the General Meeting of the Network confirms the resolution in accordance with this clause.

8.5 Where the Committee passes a resolution under clause 8.3, the Secretary must as soon as practicable, cause to be served on the member a notice in writing:

(a) setting out the resolution of the Committee and the grounds on which it is based;

(b) stating that the member may address the Network at a meeting to be held not earlier than 14 and not later than 28 days after service of the notice;

(c) stating the date, place and time of that meeting;

(d) informing the member that the member association may do one or more of the following:

(i) have its nominated representative attend and address that meeting;

(ii) give to the Network before the date of that meeting a written statement seeking the revocation of the resolution.

8.6 At a meeting of the Network held in accordance with clause 8.4, the Network must:

(a) give to the nominated representative of the member association an opportunity to be heard;

(b) give due consideration to any written statement submitted by the member.

(c) by resolution determine whether to confirm to revoke the resolution;

(d) hear no business other than the question of the appeal must be transacted;

(e) members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.

8.7 If at a General Meeting:

(a) two-thirds of the members vote in person or by proxy in favour of the confirmation of the resolution, the resolution is confirmed; and

(b) in any other case the resolution is revoked. -

## **9. Annual General Meeting**

9.1 The Network must in each calendar year convene an annual general meeting of its members.

9.2 The annual general meeting must be held on such day as the Committee determines, within four months of the end of the financial year date.

9.3 The annual general meeting must be specified as such in the notice convening it.

9.4 The ordinary business of the annual general meeting must be:

(a) to confirm the Minutes of the last preceding annual general meeting;

(b) to receive from the Committee reports upon the proceedings and transactions of the Network during the last preceding financial year, including the audited statement of the financial position of the Network;

(c) to elect officers of the Network and the ordinary representatives of the Committee;

(d) to elect an Auditor for the ensuing year, unless the Network shall be a 'prescribed association' in accordance with the Associations Incorporation Act 1964, in which case the committee will ensure that the relevant provisions of the Act shall met.

9.5 The annual general meeting may transact special business of which notice is given in accordance with these rules.

9.6 The annual general meeting must be in addition to any other general meetings that may be held in the same year.

## **10. General Meetings**

10. 1 All meetings other than the annual general meeting and extraordinary general meetings must be called general meetings.

10.2 The Committee must convene a minimum of three general meetings in any one calendar year and in each calendar year the first such meeting must take place no later than the 31st of March.

## **11. Extraordinary General Meetings**

11.1 The Committee must, on the requisition in writing of members representing not less than 5% of the total number of members, convene an extraordinary general meeting of the Network.

11.2 The requisition for an extraordinary general meeting must state the objects of the meeting and must be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a &e form, each signed by one or more of the members making the requisition.

11.3 If the Committee does not cause an extraordinary general meeting to be held within one month after the date on which the requisition is sent the address of the Secretary, the members making the requisition or any of them, may convene an Extraordinary General meeting to be held not later than 3 months after that date.

11.4 An extraordinary general meeting convened by members in pursuance of these rules must be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting must be refunded by the Network to the persons incurring the expenses.

## **12. Notice of Meeting**

12.1 The Secretary of the Network must, at least 14 days before the date fixed for the first general meeting of the Network for the year, cause to be sent to each representative on the Network and to the secretary of each member association at the addresses appearing on the register of members a notice by post, fax or electronic mail stating the place, date and time of the meeting.

12.2 At the first general meeting, a calendar of proposed general meetings for the year will be determined and these will be included in the minutes of the meeting. The date, time and place of the next general meeting will be included at the end of the minutes of each meeting to be forwarded to representatives and members.

12.3 At least 14 days prior to any general meeting, the Secretary of the Network must cause to be sent to representatives and members the minutes of the previous general meeting and an Agenda setting out the business of the forthcoming meeting.

12.4 Business other than that set out in the Agenda may be introduced at any general meeting after advertised business has been dealt with.

12.5 A representative desiring to bring any business before a meeting may give notice of that business in writing or by telephone to the secretary or president, and that business must be included in the Agenda for the next general meeting.

### **13. Proceedings at Meetings**

13.1 All business that is transacted at a general meeting and all business that is transacted at the annual general meeting with the exception of that specially referred to in these rules as being the ordinary business of the annual general meeting must be deemed to be general business.

13.2 No item of business shall be transacted at a general meeting unless a quorum of representatives entitled under these rules to vote is present during the time when the meeting is considering that item.

13.3 A number of representatives equal to double the number of members of the Management Committee plus one, personally present being representatives of member associations entitled under these rules to vote at a general meeting, constitute a quorum for the transaction of the business of a general meeting.

13.4 The President or in his/her absence, the Vice-President, must preside as Chair at each general meeting of the Network. If the President and the Vice-President are absent from a general meeting, the members present shall elect one of their number to preside as Chair at the meeting.

13.5 The Chair of a general meeting at which a quorum is present may, with the consent of the meeting adjourn the meeting from time to time and place to place but no business must be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

13.6 Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting must be given as in the case of the general meeting.

### **14. Voting at general meetings**

14.1 A question arising at a general meeting of the Network must be determined by a show of hands of representatives of member associations and unless before or on the declaration of the show of hands a poll is demanded a declaration by the Chair that a resolution has, on a show of hands, been carried or carried unanimously, or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Network is evidence of the fact, without proof of the number or proportion of

the votes recorded in favour of or against that resolution.

14.2 All votes shall be given personally or by a proxy voter.

14.3 In the case of an equality of voting on a question, the Chair of the meeting is entitled to exercise a second or casting vote.

14.4 Each association will have one vote.

## **15. Method of conducting a poll at a general meeting**

15.1 If at a meeting a poll on any question is demanded by not less than three representatives it shall be taken at that meeting in such manner as the chair may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.

15.2 A poll that is demanded on the election of a Chair or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chair may direct.

15.3 A representative is not entitled to vote at any general meeting unless all monies due and pay able by the member association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

## **16. Appointment of Proxy**

16.1 Each member shall be entitled to appoint another proxy by notice given to the secretary.

16.2 The notice appointing the proxy must be in the form set out in Appendix 2.

## **17. Committee of Management**

17.1 The affairs of the Network shall be managed by a committee of Management

17.2 The Committee:

(a) must control and manage the business and affairs of the Network;

(b) may, subject to these Rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Network other than those powers and functions that are required by these rules to be exercised by general meetings of the members of the Network through their representatives;

(c) subject to these rules, the regulations and the Act, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Network.

## **18. Officers of the Network**

18.1 The Officers of the Network shall be:

- (a) A President;
- (b) A Vice-President;
- (c) A Treasurer / Secretary

18.2 The provisions of Rule 20 so far as they are applicable with the necessary modifications apply to and in relation to the election of persons. to any of the offices mentioned in clause 18.1. .

18.3 Each officer of the Network shall hold office until the second annual general meeting after the date of her/his election but is eligible for re-election.

18.4 In the event of a casual vacancy in any office referred to in clause 18.1, the Committee may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of her/his appointment.

## **19. The Committee of Management**

19.1 The Committee must consist of :

- (a) the officers of the Network and
- (b) 4 ordinary representatives

19.2 Each ordinary representative on the Committee shall, subject to these rules hold office until the annual general meeting next after the date of her/his election but is eligible for re-election.

19.3 In the event of a casual vacancy occurring in the office of an ordinary representative on the Committee, the Committee may appoint a representative of a member association of the Network to fill the vacancy and the representative so appointed shall hold office, subject to these rules and to ratification at the next general meeting, until the conclusion of the annual general meeting next following the date of her/his appointment.

19.4 A nomination of a candidate for election under this clause is not valid if

that candidate has been nominated for another office for election at the same election.

## **20. Election of Officers and Vacancy**

20.1 Nominations of candidates for election as officers of the Network :

(a) shall be made in writing, signed by two members of the Network and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and

(b) shall be delivered to the secretary of the Network not less than 7 days before the date fixed for the holding of the annual general meeting.

20.2 Nominations of candidates for election as ordinary members of the Committee :

(a) shall be made in writing, signed by two members of the Network and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and

(b) shall be delivered to the secretary of the Network not less than 7 days before the date fixed for the holding of the annual general meeting.

20.3 The election of officers of the Network shall be held before, or at the same time as, the election of ordinary members of the committee.

20.4 If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.

20.5 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

20.6 If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.

20.7 For the purposes of these rules, the office of an officer of the Network or of an ordinary representative on the Committee becomes vacant if the officer or representative;

(a) ceases to be the accredited representative of the member Association;

(b) the member Association ceases to be a member of Network

(c) the officer or representative resigns her/his office in writing given to the secretary.

20.8 Any member of the Committee of Management must be an accredited representative of a member association.

## **21. Proceedings of Committee**

21.1 The Committee shall meet at least 3 times per year at such place and such times as the committee may determine.

21.2 Special meetings of the Committee may be convened by the President or by any 4 of the members of the Committee with at least seven (7) days notice.

21.3 A majority of the Committee constitutes a quorum for the transaction of the business of a meeting of the Committee.

21.4 No business shall be transacted unless a quorum is present.

21.5 At meetings of the Committee:

(a) the President or in his/her absence the Vice-President shall preside or his/her nominee;

(b) if the President and the nominee are absent, such one of the remaining members of the Committee as may be elected by the members present shall preside.

21.6 Questions arising at a meeting of the Committee or of any sub-committee appointed by the committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.

21.7 Each member present at a meeting of the committee or of any sub-committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote and in the event of an equality of votes on any question the person presiding may exercise a second or casting vote.

21.8 Written notice of each committee meeting specifying the general nature of the business to be transacted shall be served on each member of the Committee by sending it by post addressed to her/him at her/his usual or last known place of abode at least seven (7) days before the meeting.

21.9 Subject to clause 21.4 the Committee may act notwithstanding any vacancy on the Committee.

## **22. Secretary / Treasurer**

22.1 As Secretary, the officer of the Network shall keep minutes of the resolutions and proceedings of each general meeting and each committee

meeting in books provided for that purpose together with the record of the names of persons present at committee meetings.

22.2 A copy of the minutes of each general meeting of the Network shall be posted by the Secretary / Treasurer to each representative and to the Secretary or public officer of each member Association as stated in Rule 12.3.

22.3 As Secretary the officer will, in association with the Chair, will be responsible for compiling the agenda for each general meeting.

22.4 As Treasurer of the Network, the officer :

(a) shall collect and receive all moneys due to the Network and make all payments authorized by the Network; and

(b) shall keep correct accounts and books showing the financial affairs of the Network with full details of all receipts and expenditure connected with the activities of the Network.

22.5 The account and books referred to in 23.1 shall be available for inspection by members.

### **23. Removal of Member of Committee**

23.1 The Network in general meeting may by 3/4 majority remove any member of the Management Committee before the expiration of her/his term of office and appoint another member in her/his stead to hold office until the expiration of the term of the first-mentioned member.

23.2 Where the member to whom a proposed resolution referred to in clause 24.1 makes representations in writing to the Secretary or President of the Network not exceeding a reasonable length and requests that they be notified to the members of the Network, the secretary or the President may send a copy of the representations to each representative on the Network or, if they are not so sent the member may require that they be read out at the meeting.

### **24. Cheques**

24.1 All amounts of one hundred dollars or over shall be paid by cheque, and all cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two of the President, Secretary/Treasurer or other member authorized from time to time by the Management Committee.

24.2 The funds of the Network shall be deposited in the name of the Network in such Bank, Permanent Building Society or Credit Union as the Management

Committee may from time to time direct.

24.3 Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Network and the particulars usually shown in books of a like nature.

24.4 All moneys shall be deposited as soon as practicable after receipt thereof.

24.5 Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupment which may be open.

24.6 The Management Committee shall determine the amount of petty cash which shall be kept on the imprest system.

24.7 All expenditure shall be approved or ratified at a Management Committee meeting.

## **25. Seal**

25.1 The Common Seal of the Network shall be kept in the custody of the secretary.

25.2 The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two members of the Committee.

## **26. Alteration of Constitution: Rules**

26.1 Subject to the provisions of the Associations Incorporation Act 1964, these Rules may be amended, rescinded or added to from time to time by a special resolution of the Network.

26.2 No resolution for changing the constitution: rules shall be entertained except at the annual general meeting or at a general meeting, and such resolution shall be required to be supported by the votes of three-fourths (2/3) of the members present and voting. Notice of such motion shall be given to the Committee at least one month before the meeting and the terms of the motion shall be stated in the circular calling for the meeting, to be sent not less than 14 days before the date of the meeting.

## **27. Notices**

27.1 A notice may be served by or on behalf of the Network upon any representative either personally or by sending it by post to the member at her/his address shown in the Register of Members.

27.2 Where a document is properly addressed, pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

## **28. Dissolution of the Network**

28.1 If the Network shall be wound up in accordance with the provisions of the Associations Incorporation Act 1964, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall be disposed of in accordance with the relevant section of the Act..

## **29. Custody of Records**

29.1 Except as otherwise provided in these Rules, the secretary shall keep in her/his custody or under her/his control all books, documents and securities of the Network.

## **30. Funds**

30.1 The Network is a non-profit organization. That is, the assets and income of the Network shall be applied solely in promotion of its objects and in the exercise of its powers. No portion shall be distributed directly or indirectly to the member association representatives to the Network except as bona fide compensation for services rendered or expenses incurred on behalf of the Network.

30.2 The funds of the Network shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Network determines.