

# AVETRA

## Constitution

### NAME

- 1. The name is: 'Australian Vocational Education and Training Research Association Incorporated'**

### DEFINITIONS

- 2. In this Constitution:**

'THE ASSOCIATION' means 'Australian Vocational Education and Training Research Association'

'INDIVIDUAL MEMBER' means ' a member qualifying for membership pursuant to Clause 5(a) of this Constitution'.

'EXECUTIVE' means 'the Committee which manages the affairs of the Australian Vocational Education and Training Research Association between General Meetings'.

'AGM' means 'Annual General Meeting'

'SGM' means 'Special General Meeting'

'STAKEHOLDER GROUP REPRESENTATIVE' shall mean a representative of one of the following categories or groups: States and Territories; government organisations (including TAFE); university academics/researchers; commercial organisations; Aboriginal or Torres Strait Islanders; women; and the disabled.

### PRINCIPLE

- 3. The Association shall be independent and its functions shall be to facilitate action, consultation, and the exchange of information in the field of vocational education and training research.**

### OBJECTIVES

- 4. The objects of the Association shall be:**
  - a. To promote, support and lobby for the development of research in vocational education and training nationally.
  - b. To encourage interest in and support the development of vocational education and training research.
  - c. To foster ties and promote cooperation among vocational education and training researchers in academic, government and commercial organisations.
  - d. To establish a network of persons interested in vocational education and training.

- e. To advocate the importance of the role of research in the development of vocational education and training.
- f. To develop and maintain relations with other national or international organisations operating in any field relevant to vocational education and training research.
- g. To promote standards of work and codes of practice for research in vocational education and training.
- h. To disseminate information in regard to all aspects of vocational education and training research.
- i. To encourage inquiry, research and publication in the fields of vocational education and training.
- j. To convene national conferences in vocational education and training research.
- k. To publish a refereed vocational education and training research journal.
- l. To review priorities for research in vocational education and training.
- m. To encourage the professional development of practitioners within the field of vocational education and training research.
- n. To develop mutually beneficial relationships with potential end user groups.
- o. To enter into contracts and agreements for the purpose of furthering directly or indirectly any one or more of these objects.
- p. To hold, purchase, lease, sell, mortgage, or otherwise acquire or dispose of any real and personal property for the purposes of the Association.
- q. To undertake such other functions as are in conformity with the functions of the Association and are approved by the executive.

## **MEMBERSHIP**

### **5. Qualification**

All persons who subscribe to the objects shall be eligible for admission to membership of the Association (hereinafter called individual members). There shall be no organisational membership.

### **6. Application**

- a. Applications for membership shall be made in writing on the application form to the Membership Secretary of the Association, signed by the applicant personally and must be accompanied by the appropriate subscription fee.
- b. Application for membership shall be submitted to the Executive, which may in its absolute discretion approve or reject any application without stating the reasons for such approval or rejection.
- c. In the event of an application being approved by the Executive, the applicant shall be sent written notice of such approval by the Membership Secretary. Upon payment of the appropriate annual subscription and acceptance of the application by the Executive, the applicant shall become a member of the Association.

### **7. Cessation**

Membership shall continue until determined otherwise by resolution of the Executive, based upon the following:

- a. The Secretary has received a notice of resignation signed by the resigning member.
- b. The member has failed in any year to pay the current subscription within a period of sixty (60) days after:
  - i. the subscription has become due, AND
  - ii. receipt by the defaulting member of a request for payment signed by the Secretary of the Association.
- c. The member has been expelled.

## **8. Honorary**

The Executive may grant honorary membership to any person who has given long and extraordinary service to the Association. Honorary members shall be entitled to receive such services as may be determined by the Executive from time to time and shall be entitled to vote at any meeting or in any election or referendum.

## **9. Members' liability**

The members of the Association shall have no liability to contribute towards the payment of debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association. The Association shall at all times maintain an indemnity insurance policy against any such liability.

## **10. Membership register**

The Secretary shall keep a register of members containing the names and addresses of all members in such manner as the Executive shall direct.

## **11. Disciplining of members**

The procedure for disciplining members shall be determined by the Executive. Anyone who wishes to appeal against a decision refusing membership, expelling them from membership or otherwise disciplining them may do so at the next general meeting of the Association.

Disputes between members (in their capacity as members) of the association, and disputes between members and the association, are to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act 1983.

# **ANNUAL AND OTHER GENERAL MEETINGS**

## **12. Holding of**

A general meeting to be called the Annual General Meeting (AGM) shall be held annually, to coincide with the Association's conferences whenever possible.

## **13. Powers of**

The AGM shall, without limiting the power of any Special General Meeting (SGM) to resolve any question it may have been called to resolve, be the governing body of the Association.

## **14. Calling of**

Agenda items for an Annual General Meeting shall be received by the Executive up to eight (8) weeks prior to the Annual General Meeting. All items shall be submitted in writing and include a notice of motion. Members shall be notified of the agenda for the Annual General Meeting six (6) weeks prior to its being held. However, additional items may be brought up at the Annual General Meeting under Other Business.

## **15. Procedure and quorum**

- a. Attendance at AGMs shall be open to all members.
- b. A person shall be deemed to be in attendance should that person be participating by teleconference or by video conference.
- c. Each individual member attending an AGM may exercise one vote at such meeting.

- d. A vote by proxy will be accepted provided it is tabled on the Association's form or facsimile of the same, and it is tabled at the commencement of the AGM or SGM whichever is appropriate.
- e. The Presiding member at an AGM shall be entitled to one vote only and shall not be entitled in addition to the aforesaid right to one vote to exercise any casting vote.
- f. No business shall be conducted at an AGM or SGM unless a quorum or twenty five (25) persons who are eligible to vote and are present at the time when the meeting proceeds to business and are present throughout the entire meeting.

## **16. Adjournment**

If there are insufficient members present at any AGM or at any SGM within thirty (30) minutes of the time at which such meeting shall have been due to commence, the President shall adjourn the meeting to a date not more than seven (7) weeks later.

## **17. Special General Meeting**

An SGM may be called at six (6) weeks' notice at any time after the AGM and up to two (2) months before the next AGM upon written request to the Secretary of not less than twelve (12) members. The same conditions of attendance, voting, circulation of agenda, notices of motion, standing orders and quorum shall apply as for the AGM.

## **THE EXECUTIVE**

### **18. Powers of**

The Executive shall be responsible to the AGM for the conduct of the affairs of the Association between AGMs, provided that the Executive shall be responsible to any SGM for the conduct of any matter pertaining to which such SGM has been called.

### **19. Composition**

The Executive shall consist of eight (8) elected members, the Immediate Past President, the elected President of the Association, and up to four (4) co-opted members.

- a. The elected membership of the Executive shall be elected from and by the total membership of the Association.
- b. The Immediate Past President shall remain a member of the Executive until the term of the current President expires.
- c. The elected Executive reserves the right to co-opt an additional four (4), but no more than four, members to the Executive, if it is of the opinion that a significant interest area, state, stakeholder group of VET research, or area of relevant expertise is not adequately represented on the Executive.

### **20. Meetings**

- a. The Executive shall meet at such times and places as are decided by the President in consultation with the Secretary provided that at least four (4) weeks' notice of each meeting shall be given to each member of the Executive.
- b. The Secretary shall call a meeting within seven (7) days of having received a request in writing five (5) or more members of the Executive, provided that at least four (4) weeks' written notice of such meeting shall be given and that the meeting be held within eight (8) weeks of the request being made.
- c. Decisions of the Executive may be taken by voice, show of hands, ballot, postal, proxy or electronic vote of its members.
- d. Executive members must not miss more than three meetings in any one year (April-March). They are required to stand down from the Executive if they do so.

## **21. Terms of office**

- a. Each elected member of the Executive shall, subject to these rules, hold office until the conclusion of the second AGM following the date of the member's election, but is eligible for re-election. Terms for co-opted members shall be set by the elected members of the Executive.
- b. In the event of 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 shall hold office for the balance of the term, subject to these rules, and subject to confirmation by the AGM following the date of the appointment.
- b. Any member of the executive who fails to meet the attendance requirement, or whose membership of AVETRA lapses, shall be removed from his/her membership of the executive. The removed member is ineligible to be nominated at the first subsequent election.

## **22. Quorum**

The quorum at meetings of the Executive shall be five (5).

## **23. Officers**

- a. The Officers of the Association shall be:
  - i. President;
  - ii. Vice-President;
  - iii. Secretary;
  - iv. Treasurer.
- b.
  - i. The President shall be elected in accordance with Clause 25 hereunder.
  - ii. The Vice-President, Secretary and Treasurer shall be elected by and from the members of the Executive following the AGM, and shall hold office until the next AGM.
  - iii. In the temporary absence of the President, the Vice-President shall act as President. In the temporary absence of both the President and the Vice-President, the Executive shall elect one of its members to act as President.
  - iv. Upon the resignation of the President during the term of office, the Vice-President shall become acting President for the rest of that term, subject to confirmation at the next AGM.
- c.
  - i. The President shall hold office for up to two consecutive terms of two years, with an option of retiring after one year in either the first term or, if a second term is taken up, the second term.
  - ii. Should the President stand down after one year of a term, a new President shall be elected by and from the members of the Executive.

## **24. Employees**

The Executive may appoint such staff or consultants on such terms as it may determine.

## **ELECTIONS**

## **25. Voting procedures**

In the case of Executive members who are elected from and by the total membership of the Association, the following procedures will apply:

- a. The Secretary shall call for nominations for the Executive at least three (3) months before each AGM.
- b. Each individual member:
  - i. may nominate one or more individual members for a position as member of the Executive and/or one of the Officers;
  - ii. is eligible for nomination and appointment to the position of member or the Executive and/or Officer provided that they have not been removed from, or have not met the conditions for being removed from, membership of the executive during the preceding term.
- c. Nominations shall be in writing addressed to the Secretary and received by the Secretary not less than two (2) months before each AGM.
- d. Each nomination shall be made by two members of the Association and such nomination shall contain the consent of the nominee to the nomination.
- e. Each individual member may exercise one vote only.
- f. Elections shall be held by postal ballot.
- g. The election of the President shall be conducted according to the principles of optional preferential voting.
- h. The election of the members of the Executive other than the President shall also be conducted according to the principles of optional preferential voting. However, a voter need not write a number against the name of every candidate, and where, on a count or transfer, it is found that, on a voting paper, there is no candidate next in the order of the voter's preference, that voting paper shall be set aside as exhausted.

## **MISCELLANEOUS**

### **26. Financial year**

The financial year shall be January 1 to December 31.

### **27. Amendments**

The Constitution shall not be altered except by resolution passed and confirmed by the Association in AGM or by SGM in the following manner:

- a. The mover of the proposed resolution shall give eight (8) weeks' notice thereof in writing to the Secretary, who shall set out such proposed resolution in full in the notice convening such meeting.
- b. Such resolution shall not pass unless there is an affirmative vote by at least three-quarters of those members voting whether personally, by proxy or by postal vote.

### **28. Winding up**

In the event of the winding up of the Association, the relevant regulations of the NSW Associations Incorporation Act shall apply.

### **29. Common Seal**

- a. The Common Seal of the Association shall be kept in the custody of the Secretary or their nominee.
- b. The Common Seal shall not be affixed to any instrument except by the authority of the Executive and the affixing of the Common Seal shall be attested by the signature of two members of the Executive.

### **30. Regulations**

The Executive shall have the power to make regulations for the promotion of the principles and objects of the Association and for the proper conduct of its business, provided that no regulation

shall be repugnant to this Constitution. The Executive may revoke or amend any regulation. The decision of the Executive on the construction or interpretation of any regulation shall be conclusive and binding on all members of the Association, unless and until such decision shall be over-ruled by an AGM or by a SGM.

### **31. Funds – source**

The funds of the Association shall be derived from annual subscriptions of members, grants from government, sponsorships, donations and, subject to any resolution passed by the Association in general meeting, such other sources as the Executive determines. All money received by the Association shall be deposited as soon as practicable and without deduction to the credit of the Association's Bank Account.

The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

### **32. Funds – management**

Subject to any resolution passed by the Association in general meeting, the funds of the Association shall be used in pursuance of the objects of the Association in such manner as the Executive determines. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two members of the Executive or Employees of the Association, being members of the Executive or Employees authorised to do so by the Committee.

### **33. Custody of books**

Except as otherwise provided by these rules, the public officer must keep in their custody or under control all records, books and other documents relating to the Association.

### **34. Inspection of books**

The records, books and other documents of the Association shall be open to inspection at any reasonable hour, free of charge, by a member of the Association.

**35.** The assets and income of the organisation shall be applied solely in furtherance of its above mentioned objectives and no portion shall be distributed directly or indirectly to members of the organisation except as bona fide compensation for services rendered or expenses incurred on behalf of the organisation.

**36.** In the event of the organisation being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to any organisation which has similar objects and which is exempt from income tax.

**37.** Where it furthers the objects of the organisation to amalgamate with any one or more other organisations having similar objects, the other organisation(s) must have rules prohibiting the distribution of its (their) assets and income to members, and must be exempt from income tax.

**38.** In any event where the constitution is deficient, the Model Rules for the Incorporation of Associations, as set down by the NSW Department of Fair Trading, shall apply.

### **39. Stakeholder Groups**

- a. Informal Groups or Networks of the Association may be formed by the members resident in a defined geographical region or within a defined area of interest in vocational education and training research subject to written approval of the Executive.
- b. Informal Groups or Networks shall be free to design their own activities provided that no action or activity shall be inconsistent with this Constitution, its by-laws, or inimical to the Association.
- c. The Executive shall have the power, where it considers a Group or Network is no longer viable, or where it considers the Group or Network is about to act in ways inimical to the interests of the Association, to suspend the Group or Network and to place before the AGM, or an SGM, a motion for the disbandment of the Group or Network.

#### **40. Conference Committee**

The Executive shall have the power to appoint annually a Conference Committee to be responsible for the management of the Annual Conference in accordance with the principles and objects of the Association, and in accordance with such regulations and guidelines concerning the Annual Conference as may be decided from time to time.