



# **CONSTITUTION**

**SCIENCE TEACHERS' ASSOCIATION  
OF VICTORIA INC.**

**ABN: 59 004 145 329**

**5 MUNRO STREET, COBURG VIC 3058**





# CONSTITUTION

## SCIENCE TEACHERS ASSOCIATION OF VICTORIA INC.

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# CONSTITUTION

## SCIENCE TEACHERS ASSOCIATION OF VICTORIA INC.

### PART 1 - Name

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- 1.01 The name of the Association is "Science Teachers Association of Victoria Inc." (hereinafter called the Association).

### PART 2 - Objects

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The objects of the Association are:

- 2.01 To promote and stimulate the study of Science and Science teaching in the State of Victoria.
- 2.02 To provide a forum for those interested in the teaching of Science to express views, exchange ideas and disseminate knowledge.
- 2.03 To represent professionally the views of persons connected with the teaching of Science.
- 2.04 To write, print, publish and distribute any materials related to the teaching of Science that the Association may think desirable for the promotion of its objects.
- 2.05 To liaise with individuals and groups who share a common professional interest in Science.

### PART 3 - Alteration of the rules

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3. These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act.

## **PART 4 - Membership**

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**4.01** Membership in this Association is available to any individual who is interested in or involved in the objects of the Association and who is:

- (a) a teacher or former teacher of Science; or
- (b) a person who in the opinion of Council is especially interested in or has contributed notably to the advancement of the study and teaching of Science.

### **4.02.1 - Personal Members**

These members shall be entitled to vote and hold office in the Association and may receive all publications and services of the Association according to the procedures established by Council.

### **4.02.2 - Corporate Members**

Organisational membership is available under this description to any international, national, state or local organization including schools, colleges or universities interested in the objects of the Association. Each Corporate Member shall be entitled to one vote by a nominated delegate acceptable to the Council in elections of the Association but no such delegate shall be entitled to hold office through Corporate Membership nor may Corporate Members nominate others for office.

### **4.02.3 - Student Members**

These shall be persons undertaking full-time courses of instruction in preparation for the teaching of Science at Primary, Secondary or Tertiary levels.

### **4.02.4 - Honorary Members**

These members shall be appointed by Council once only for no greater time than two years and shall be persons who are temporarily resident in Victoria.

### **4.02.5 - Honorary Life Members**

These members shall be appointed by the Association in general meeting. Honorary Life Members shall be members who have given long and distinguished service to the Association.

### **4.02.6 - Casual/Relief Teacher Members**

These shall be persons working as a casual/relief teacher at Primary, Secondary or Tertiary levels. Each Casual/Relief teacher member shall be entitled to vote, and may receive all publications and services of the Association according to the procedures established by Council.

**4.03** No Honorary Member or Honorary Life Member shall be liable for any subscription fees. Honorary Members and Honorary Life Members shall not be entitled to vote at any meeting of the Association, unless they are also financial members.

**4.04** Every applicant for membership shall complete the appropriate membership form and shall forward it, together with the current annual subscription, to the person or body as determined by the Council.

- 4.05** Council reserves the right to decline an application for membership without providing reasons therefore.
- 4.06** The annual subscription payable by categories of members shall be determined by Council annually or otherwise as may be decided by a general meeting of members.
- 4.07** Annual subscriptions shall become due and payable on the anniversary of the date when the member first became a member of the Association, or such other date determined by the Council.
- 4.08** Unless determined otherwise by Council, if the subscription of a member remains unpaid for a period of three calendar months after the date of renewal, then membership and all rights pertaining thereto will lapse. Upon payment of all arrears, membership will resume from the date of payment.
- 4.09** A member may at any time by notice in writing to the Secretary, resign membership of the Association, but shall continue to be liable for any monies due to the Association.
- 4.10** Any member who acts in a manner which in the opinion of Council is unbecoming of a member or prejudicial to the interests of the Association may have such membership cancelled.
- 4.11** Cancellation of membership may only occur at a meeting of Council after:
- (a) receipt by the Secretary of a notice of motion to this effect;
  - (b) notification in writing to the member concerned at least one week prior to the date of the meeting;
  - (c) the provision to the member concerned of notice of the grounds alleged for dismissal;
  - (d) the passing of the motion for cancellation must be carried by a two-thirds majority of Councillors present at the meeting.
- 4.12** Disputes and mediation
- (1) The grievance procedure set out in this rule applies to disputes under these Rules between –
    - (a) a member and other member; or
    - (b) a member and the Association.
  - (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
  - (3) If the parties are unable to resolve the dispute at the meeting, or if as party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
  - (4) The mediator must be –
    - (a) a person chosen by agreement between the parties; or
    - (b) in the absence of agreement –
      - (i) in the case of a dispute between members and another member, a person appointed by the committee of the Association; or
      - (ii) in the case of a dispute between a member and the Association, a person who is a

mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice)

- (5) A member of the Association can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must –
  - (a) give the parties to the mediation process every opportunity to be heard; and
  - (b) allow due consideration by all parties of any written statement submitted by any party; and
  - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute
- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

## **PART 5 - Council and Executive Officers**

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- 5.01 The Council shall be an executive body with a maximum of nine members (including Office Bearers). Quorum shall be five including Office Bearers.
- 5.02 The Council shall be responsible for policy making and managing the business of the Association. It shall receive, consider and act on reports from officers and committees.
- 5.03 All Councillors shall be obliged to make an active contribution to the work of the Association for the duration of their term on Council.
- 5.04 The Council shall meet at least four times a year. Meetings may be by physical attendance or telephone or video conferencing or by such other means as the Council may determine.
- 5.05 In the event of any Councillor being unable to attend a Council meeting, an apology shall be forwarded to the Secretary before the same meeting.
- 5.06 The Executive Office bearers of the Association shall be a President, no more than two Vice Presidents, a Secretary and a Treasurer.
- 5.07 The President:
  - (a) shall within three clear days after the AGM shall convene a meeting of the Council when the Council shall elect the Office Bearers of the Association.
  - (b) represent and stand for the Association during his or her term of office;
  - (c) shall chair meetings of the Association, the Council and Executive;
  - (d) shall direct the business of the Association, and other officers of the Association will provide him or her with material necessary to carry out this function.
- 5.08 The Vice Presidents:
  - (a) shall represent and stand for the Association in the absence of the President;
  - (b) shall take on specific areas of responsibility (such as publications, marketing, conferences, membership) in the running of the Association's business.

- 5.09** The Secretary:
- (a) shall be responsible for receiving, filing and preserving the correspondence of the Association;
  - (b) shall notify the President of the contents of correspondence in time for the authorisation of any agenda, and tabling it at Council Meetings;
  - (c) shall be responsible for sending out notices for meetings as authorised by the President;
  - (d) shall ensure that minutes are made of all appointments of officers and assistants, the names of members present at all meetings and of all proceedings at meetings;
  - (e) shall be responsible for organising the Annual General Meeting.
- 5.10** The Treasurer:
- (a) shall be responsible for the receipt and expenditure of all monies of the Association, and monitoring the annual budget;
  - (b) shall ensure maintenance of proper financial records of the Association;
  - (c) shall provide financial reports, budget estimates and advice to the Executive and Council;
  - (d) shall be responsible for preparing an annual financial report for audit prior to the Annual General Meeting, and presenting the report to the Annual General Meeting.
- 5.11** The Executive Officers may meet as they think fit, provided that their discussions are communicated to the Council forthwith.
- 5.12** Editors of the Association's publications distributed as part of membership entitlement (newsletters, journals) shall be appointed by the Council. The Editors shall be responsible to the Council for maintaining the standard of the Association's regular publications in accordance with the objects of the Association and in consultation with the Executive and Council.
- 5.13** At the Annual General Meeting of the Association the President shall be elected from among members. Officers and Councillors shall hold office until the next Annual General Meeting when they shall retire. All Officers and Councillors shall be eligible for re-election.
- 5.14** The President may hold office for two years without standing for re-election. A Vice-President shall normally succeed the President to that Office.
- 5.15** All Officers Nominations for Council need to be in the hands of the Secretary one week before the Annual General Meeting unless determined otherwise by Council.
- 5.16** The Council shall have the authority to fill vacant council positions, - such appointments to last until the next Annual General Meeting.

In the event of a casual vacancy occurring in the office of an ordinary member of the committee, the committee may appoint a member of the Association to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

The process for such appointment to be as follows:

- (a) any such potentially co-opted members must be formally nominated and seconded by existing Council members.
- (b) nominations must be tabled one month or one regular scheduled Council meeting in advance of voting - whichever is the longer period.



- (c) notification of nominations must be recorded in the minutes of the meeting at which potentially co-opted members are nominated.
- 5.17 The Association may from time to time by ordinary resolution passed at a general meeting increase or reduce the number of officers or other members of the Council.
- 5.18 The Council may by ordinary resolution remove any Officer or Councillor before the expiration of that person's period of office, and may by an ordinary resolution appoint another person in his/her place.
- 5.19 A member of Council with the support of at least two other Councillors may direct the Secretary to summon a meeting of the Council.
- 5.20 Questions arising at any meeting of Council shall be decided by a majority of votes, and a determination by a majority of the members of Council shall be deemed a determination of Council. In case of an equality of votes the chair of the meeting shall have a second or casting vote.
- 5.21 The quorum necessary for the transaction of the business of Council shall be four of which at least one is an executive member and two are ordinary members of the Association.
- 5.22 Continuing members of a Council which has fallen below a quorum may act for the purpose of increasing the number of members of the Council to a quorum or summon a general meeting as it thinks fit.
- 5.23 The President shall preside as chairperson at every meeting of the Council. In the event of the President's absence a Vice President shall chair the meeting. If a Vice President is not present at the meeting, then the members may choose one of their number to chair the meeting.
- 5.24 The Council may delegate any of its powers to subcommittees consisting of any member or members of the Council and Association as it thinks fit. All subcommittees shall be accountable to the Council and subject to the Council's regulation. Subcommittees may co-opt non members to their committee.
- 5.25 Council Meetings shall be open to the membership unless the Council has determined otherwise and notified their decision at least seven days in advance on the Association's web site..
- 5.26 Vacancies
- The office of an officer of the Association, or of an ordinary member of the committee, becomes vacant if the officer or member –
- (a) ceases to be a member of the Association; or
- (b) becomes an insolvent under administration within the meaning of the Corporations Act; or
- (c) resigns from office by notice in writing given to the Secretary.
- 5.27 The first committee of the association shall comprise those persons who comprised the committee of the former Science Teachers' Association of Victoria Ltd.

## **PART 6 - Committees**

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- 6.01** In the event that the Council decides to set up a Committee of the Association, the Council may establish a mandate or such rules for the conduct of the Committee as are from time to time approved by the Council and as are not inconsistent with this Constitution.
- 6.02** The role of a Committee shall be to provide an opportunity for members in a local geographic area to meet for the purpose of sharing ideas on science teaching.
- 6.03** The role of a Committee shall be to enable a small number of members to pursue activities which will promote the teaching of science in Victoria.
- 6.04** A Committee, once established, may co-opt non members to assist them in the pursuit of their mandate.
- 6.05** A Committee shall provide a written report at least twice a year to the Council.
- 6.06** The Council may terminate the rights of a Committee of the Association which it considers to have acted in a manner unbecoming or prejudicial to the Association, provided that the Council has notified in writing this intention to do so..
- 6.07** Committees may be established for particular activities however they will have no financial authority. Their recommendations will be considered by the council of the association which will make any financial decision and enter into any legal agreements it decides upon.

## **PART 7 - Discipline, suspension and expulsion of members**

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### **7.01**

- (1) Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the committee may by resolution—
- (a) fine that member an amount not exceeding \$500; or
  - (b) suspend that member from membership of the Association for a specified period; or
  - (c) expel that member from the Association.
- (2) A resolution of the committee under sub-rule (1) does not take effect unless—
- (a) at a meeting held in accordance with sub-rule (3), the committee confirms the resolution; and
  - (b) if the member exercises a right of appeal to the Association under this rule, the Association confirms the resolution in accordance with this rule.
- (3) A meeting of the committee to confirm or revoke a resolution passed under sub-rule (1) must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with sub-rule (4).
- (4) For the purposes of giving notice in accordance with sub-rule (3), the Secretary must, as soon as practicable, cause to be given to the member a written notice—
- (a) setting out the resolution of the committee and the grounds on which it is based; and

- (b) stating that the member, or his or her representative, may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and
  - (c) stating the date, place and time of that meeting; and
  - (d) informing the member that he or she may do one or both of the following—
    - (i) attend that meeting;
    - (ii) give to the committee before the date of that meeting a written statement seeking the revocation of the resolution;
  - (e) informing the member that, if at that meeting, the committee confirms the resolution, he or she may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- (5) At a meeting of the committee to confirm or revoke a resolution passed under sub-rule (1), the committee must—
- (a) give the member, or his or her representative, an opportunity to be heard; and
  - (b) give due consideration to any written statement submitted by the member; and
  - (c) determine by resolution whether to confirm or to revoke the resolution.
- (6) If at the meeting of the committee, the committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- (7) If the Secretary receives a notice under sub-rule (6), he or she must notify the committee and the committee must convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- (8) At a general meeting of the Association convened under sub-rule (7)—
- (a) no business other than the question of the appeal may be conducted; and
  - (b) the committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
  - (c) the member, or his or her representative, must be given an opportunity to be heard; and
  - (d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (9) A resolution is confirmed if, at the general meeting, not less than two-thirds of the members vote in person, or by proxy, in favour of the resolution. In any other case, the resolution is revoked.

## **PART 8 - General meetings**

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**8.01** An Annual General Meeting of the Association shall be held on a date determined by the Council

The Secretary of the Association, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.

Notice may be sent –

- (a) by prepaid post to the address appearing in the register of members; or
- (b) if the member requests, by facsimile transmission or electronic transmission.

No business other than that set out in the notice convening the meeting may be conducted at the meeting

A member intending to bring any business before a meeting may notify in writing or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next general meeting.

**8.02** A quorum at the Annual General Meeting shall be twenty members entitled to vote and who are present either in person or by proxy.

**8.03** The business of the Annual General Meeting shall be:

- (a) to receive an annual report from the President outlining the activities of the Association for the preceding year;
- (b) to receive a financial report for the past financial year;
- (c) to elect the Council for the next year from the list of nominations;
- (d) to consider any business relating to the affairs of the Association of which due notice has been given;
- (e) any other business.

**8.04** All general meetings, other than the Annual General Meetings, shall be called Extraordinary General Meetings.

**8.05** Up to three extraordinary general meetings can be called annually by either three (3) Councillors or twenty (20) voting members of the Association. Such a request must outline the objects of the meeting, be signed by all members requesting the meeting and be lodged with the Secretary. If the Council does not duly proceed to convene a meeting within twenty one days of the requisition being deposited with the Secretary, then the requisitionists may themselves convene the meeting within three months of the deposit.

**8.06** No business may be transacted at any meeting unless a quorum is present. A quorum at a General Meeting is twenty members who are present either in person, by proxy or by teleconference.

**8.07** The appointment of a proxy shall be in writing. A proxy may but need not be a member of the Association. A proxy vote must be recorded in writing.

- 8.08** If no quorum is present, the meeting may decide to proceed adjourn or disband. If the meeting proceeds all business transacted shall be subject to ratification by a further meeting.
- 8.09** The President shall preside as Chairperson at every meeting. In the event of the President's absence a Vice President shall chair the meeting. If a Vice President is not present at the meeting, then the members may choose one of their number to chair the meeting.
- 8.10** At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is demanded by the Chairperson or at least three members at the meeting.
- 8.11** In the case of an equality of votes, the Chairperson of the meeting shall be entitled to a second or casting vote.

## **PART 9 - Income and property**

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- 9.01** The income and property of the Association, however derived, shall be applied solely towards the promotion of the objects and purposes of the Association and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise to any member.
- 9.02** The Association shall not appoint a member of the Council to any office the holder of which is entitled to any remuneration by way of salary, fees, or allowances except for the payment in good faith to a servant of the Association or member of the Council of remuneration in return for services actually rendered to the Association by the servant or member for goods or services supplied by the servant or member in the ordinary course of business.
- 9.03** In the event of the winding up of the Association, there remains, after payment of all its debts and liabilities, and property whatsoever shall not be distributed amongst the members of the Association, but shall be transferred or given to some other institution or institutions, to be determined by the members of the Association at or before the time of dissolution, having objects similar to the objects of the Association, and which is has been endorsed as being exempt from income tax by the Commissioner of Taxation.

## **PART 10 - Accounts, Custody and inspection of books and records**

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- 10.01** True accounts shall be kept of all sums of money received and expended by the Association and the manner in the respect of which the receipt and expenditure takes place; and of the revenue, property, assets and liabilities of the Association.
- 10.02** The Treasurer of the Association shall be responsible for the maintenance of all accounting records, including of receipts and expenditure connected with the operations and activities of the Association in such form and manner as the Council may direct.
- 10.03** The accounts, books and records of the Association shall be kept at the Association's office, or at such a place as the Council may decide.
- 10.04**
- (1) Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control all books, document and securities of the Association.

- (2) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.
- (3) A member may make a copy of any accounts, books, securities and any other relevant documents of the Association.

## **PART 11 - Banking and Finance**

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- 11.01 The Treasurer of the Association, shall, on behalf of the Association, be responsible for the receipt of all monies paid to the Association and forthwith after the receipt thereof the issue of official receipts thereof.
- 11.02 The Council shall cause to be opened with such bank or other financial institution as the Council selects a banking account or banking accounts in the name of the Association into which all monies received shall be paid as soon as possible after the receipt thereof.
- 11.03 No cheques or withdrawals shall be drawn on the Association's bank account except for the payment of expenditure which has been authorised by the Council.
- 11.04 All cheques, drafts, bills of exchange, promissory notes, and other negotiable instructions shall be signed by the Treasurer or any officer duly appointed from time to time by the Council for that purpose.

## **PART 12 - Auditor**

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- 12.01 At each Annual General Meeting, the Council shall appoint an auditor of the Association. A person so appointed shall hold office until the Annual General Meeting next after that at which he or she is appointed, and is eligible for reappointment. The Council may appoint a person to fill, until the next Annual General Meeting, a casual vacancy which may arise in the office of auditor.

## **PART 13 - Audit of Accounts**

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- 13.01 The annual financial report of the Association shall be examined by the auditor.
- 13.02 The auditor shall certify as to the correctness of the accounts of the Association and shall report thereon to the Council at the Annual General Meeting.
- 13.03 The auditor shall carry out his duties in accordance with Australian Auditing Standards.
- 13.04 At least two months prior to the Annual General Meeting the Treasurer of the Association shall cause to be delivered to the auditor an annual financial report of the Association.
- 13.05 The Auditor has a right of access to the accounts, books, records, vouchers, and documents of the Association; may require from the servants of the Association such information and explanations as may be necessary for the performance of his or her duties as auditor; may employ persons to assist in investigating the accounts of the Association and may examine, in relation to the accounts, any member of the Council or any servant of the Association.

## **PART 14 - Miscellaneous**

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- 14.01** A register of members shall be kept by the Association showing the name, address and date of commencement of membership of each member. Provision for noting the date of cessation of membership shall also be contained in the register.
- 14.02** 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 except to the amount of any unpaid membership fees.
- 14.03** If required by law, the Association shall effect and maintain insurance as required under the Associations Incorporation Act together with any other insurance which may be required by law or regarded as necessary by the Association.
- 14.04** The funds of the Association shall be derived from the fees of members, donations, grants and such other sources approved by the Association.
- 14.05** The Common Seal of the Association may be kept in the custody of the Secretary and shall only be affixed to the document with the approval of the Council. The stamping of the Common Seal shall be witnessed by the signatures of two (2) members of the Council.
- 14.06** The Council may make By-Laws for the more effective governance or operations of the Association.

## **PART 15 - Special Resolutions**

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- 15.01** A special resolution may be passed by a general meeting of the Association to effect the following:
- 15.01.1** to change the name of the Association;
- 15.01.2** to change the Constitution of the Association;
- 15.01.3** to change the objects of the Association;
- 15.01.4** to amalgamate with another incorporated Association;
- 15.01.5** to voluntarily wind up the Association and distribute the property of the Association;
- 15.02** A special resolution is passed at a meeting if:
- (1)** at least 21 days notice has been given (in accordance with the rules) to all members entitled to vote, specifying the intention to propose the resolution as a special resolution at the meeting
  - (2)** at least three quarters of the members at the meeting who are entitled to vote, vote in favour of the resolution either in person or by proxy (if proxies are allowed)
  - (3)** any additional requirement of the rules of the incorporated association relating to the passing of a special resolution have been met.
  - (4)** the chairperson declares the resolution has been carried, unless a poll is demanded.

## **PART 16 - Public Officer**

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- 16.01** If required by law the Council shall ensure that a person is appointed as Public Officer.
- 16.02** The first Public Officer shall be the person who completed the application for incorporation of the Association.
- 16.03** The Council may at any time remove the Public Officer and appoint a new Public Officer provided the person appointed is eighteen (18) years of age or older and a resident of Australia.

## **PART 17 - Application of the Act**

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- 17.01** The provisions of the Associations Incorporation Act of the State of Victoria shall take precedence over the provisions of this Constitution and all requirements and obligations imposed by the Act shall apply to the Association. This constitution shall not be altered or amended except in the manner approved by the Act.