



supporting and advocating for technology educators

CONSTITUTION

(RULES OF INCORPORATION)

Under the Associations Incorporation Act 2009

OF THE

TECHNOLOGY EDUCATORS ASSOCIATION

3rd June, 2017

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TECHNOLOGY EDUCATORS ASSOCIATION

CONSTITUTION

PART 1- PRELIMINARY

1. NAME

The name of the Association is “Technology Educators Association”, hereinafter called the Association.

OBJECTS

- (1) To provide support and professional development to its members through workshops, teacher days and conferences.
- (2) To promote technology education in the education of all students at primary, secondary and tertiary levels.
- (3) To promote a valuing of the traditional and emerging technologies of both women and men.
- (4) To ensure gender equity in technology education.
- (5) To promote high standards of teaching practice in technology education.
- (6) To liaise with institutions providing teacher education in technology to ensure appropriate and adequate teacher training provisions.
- (7) To establish networks and liaise with persons and organisations from related technological fields in tertiary education, government instrumentalities, professional organisations, industrial and commercial sectors.
- (8) To encourage research in related educational and technological fields of study through the awarding of an annual fellowship.
- (9) To provide representation for members in debates and forums.
- (10) To establish networks with, and foster exchange of ideas between, technology educators at regional, state, national and international levels.
- (11) To seek representation and participate in technology education decision making at regional, state, national and international levels.
- (12) To develop, review and disseminate technology resources.

DEFINITIONS

- (1) In these rules, except in so far as the context or subject-matter otherwise indicates or requires;
 - ‘ordinary member’ means: a member of the association who is not an TEA executive of the association, as referred to in rule 15 [2] of the Act;
 - ‘secretary’ means:
 - (a) The person holding office under these rules as secretary of the association; or
 - (b) Where no such person holds that office – the public officer of the association;
 - ‘special general meeting’ means: a general meeting of the association other than

- annual general meeting or other general meetings;
 - ‘the Act’ means: the Associations Incorporation Act 2009;
*On 1 July 2010, the Associations Incorporation Act 2009 came into force to regulate incorporated associations in New South Wales, replacing the Associations Incorporation Act 1984. New regulations Associations Incorporation Regulation 2010, were also adopted and provide further material related to the Act. <http://ncoss.org.au/projects/msu/downloads/resources/information%20sheets/26-Association-Incorporations-Act-2013.pdf>
<http://www.legislation.nsw.gov.au/fullhtml/inforce/act+143+1984+FIRST+0+N>*
 - ‘the Regulation’ means: the Associations Incorporation Regulation 2010
Current version for 1 July 2014 to date (accessed 16 August 2014 at 20:24)
<http://www.legislation.nsw.gov.au/fullhtml/inforce/act+143+1984+FIRST+0+N>
The Act was repealed by sec 108 of the Associations Incorporation Act 2009 No 7 with effect from 1.7.2010.
 - a ‘person’ as a member also means student, group or school;
 - the ‘committee’ means the members of the committee of management of the association.
- (2) In these rules:
- (a) a reference to a function includes a reference to a power, authority and duty; and
 - (b) a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.
- (3) The provisions of the Interpretation Act, 1987, apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

PART 2 - MEMBERSHIP

- (1) There are six forms of membership:
- (i) Individual membership
 - (ii) Group membership (i.e. school, institution or organisation)
 - (iii) Concessional membership
 - (iv) Life membership

2. MEMBERSHIP QUALIFICATIONS

- (1) A person is qualified to be a member of the association if, but only if –
- (a) The person is a person referred to in section 15[1] (a), (b) or (c) of the Act and has not ceased to be a member of the association at any time after incorporation of the association under the Act; or
 - (b) The person is a person who –
 - (i) has been nominated for membership of the association as provided by rule 3; and
 - (ii) has been approved for membership of the association by the committee of the association.

Voting Rights

- (i) individual membership, retiree membership and life membership carry full voting rights;
- (ii) group membership – full voting rights shall be assigned to the person nominated as the contact person on the membership application or their proxy;
- (iii) student membership voting rights shall not apply for the election of TEA executive and individual members of the committee other than for the election of up to two student members as part of the 5 individual members on the committee.

3. NOMINATION FOR MEMBERSHIP

- (1) A nomination/application of a person for membership of the association –
 - (a) shall be made in writing in the form set out in Appendix 1 to these rules; and
 - (b) shall be lodged with the secretary or nominated person approved by the TEA executive of the association.
- (2) As soon as practicable after receiving a nomination/application for membership, the secretary or nominated person approved by the TEA executive shall refer the nomination/application to the committee, which shall determine whether to approve or to reject the nomination/application.
- (3) Where the committee determines to approve a nomination/application for membership, the secretary or nominated person approved by the TEA executive shall, as soon as practicable after that determination, notify the nominee of that approval and pay annual membership fee.
- (4) The secretary or nominated person approved by the TEA executive shall, on payment by the nominee of the amounts referred to in clause [3] within the period referred to in that clause, enter the nominee's name in the register of members and, upon the name being so entered, the nominee becomes a member of the association.

4. CESSATION OF MEMBERSHIP

- A person ceases to be a member of the association if the person –
- (a) dies;
 - (b) resigns that membership;
 - (c) is expelled from the association; or
 - (d) is unfinanceable for more than 3 months.

5. INDIVIDUAL MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

- A right, privilege or obligation which a person has due to being a member of the association –
- (a) is not capable of being transferred or transmitted to another person; and
 - (b) terminates upon cessation of the person's membership.

6. SCHOOL MEMBERSHIP ENTITLEMENTS

- a) If staffing changes within a school, the school can notify association to request a

change to their financial members nominated.

Changes can only be made where the new requesting member is a member of staff; either undertaking a temporary position or a long term casual position at the association membership school (a period of longer than 10 days). This change is at the discretion of the relevant Head Teacher at the association membership school.

7. RESIGNATION OF MEMBERSHIP

- (1) A member of the association is not entitled to resign that membership except in accordance with this rule.
- (2) A member of the association who has paid all amounts payable by the member to the association in respect of the member's membership may resign from membership of the association by first giving notice [being not less than 1 month or not less than such other period as the committee may determine] in writing or by electronic means), to the secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.
- (3) Where a member of the association ceases to be a member pursuant to clause [2], and in every other case where a member ceases to hold membership, the secretary shall make an appropriate entry in the register of members, recording the date on which the member ceased to be a member.

8. REGISTER OF MEMBERS

- (1) The public officer of the association shall establish and maintain a register of members of the association (including school membership), specifying the name and address of each person who is a member of the association, together with the date on which the person became a member.
- (2) The register of members shall be kept at the principal place of administration of the association and shall be open for inspection, free of charge, by any member of the association at any reasonable hour.

9. LIFE MEMBERSHIP

(i) Procedures and criteria for awarding life membership

A life member should be nominated into the position by two committee members and the president of the association.

Any ordinary member can nominate another member for life membership to the

committee with a supporting statement.

Nominations for the position of life member should be made at the last committee Meeting prior to the AGM. All committee members should be aware that it is not necessary for a life membership to be granted each year.

(ii) Criteria for consideration should include:

- General contribution which may include coordination, organisation and supporting/upholding the objects of the association.
- Length of service

(iii) Life members are entitled to receive association publications and complementary attendance to any association event, inclusive of conferences, seminars, exhibitions and workshops.

10. FEES AND SUBSCRIPTION

(1) A member of the association shall, upon admission to membership, pay to the association a fee of \$1 or, where some other amount is determined by the committee, of that other amount.

(2) In addition to any amount payable by the member under clause [1], a member of the association shall pay to the association an annual membership fee of \$2 or, where some other amount is determined by the committee.

11. MEMBERS LIABILITIES

The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the cost, charges and expenses or the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by rule 10.

12. RESOLUTION OF INTERNAL DISPUTES

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.

Community Justice Centres Act 1983 No 127

Current version for 27 October 2010 to date (accessed 16 August 2014 at 20:14)

<http://www.legislation.nsw.gov.au/xref/inforce/?xref=Type%3Dact%20AND%20Year%3D1983%20AND%20no%3D127&nohits=y>

13. DISCIPLINING OF MEMBERS

(1) Where the committee believes a member of the association –

- (a) has persistently refused or neglected to comply with a provision or provisions of

- these rules; or
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the association,
- The committee may, by resolution –
- (c) expel the member from the association; or
 - (d) suspend the member from membership of the association for a specified period.
- (2) A resolution of the committee under clause [1] is of no effect unless the committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under clause [3], confirms the resolution in accordance with this rule.
- (3) Where the committee passes a resolution under clause [1], the secretary shall, as soon as practicable, cause a notice in writing or by electronic means to be served on the member –
- (a) setting out the resolution of the committee, and the grounds on which it is based;
 - (b) stating that the member may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the service of the notice;
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that the member may do either or both following –
 - (i) attend and speak at the meeting;
 - (ii) submit to the committee at or prior to the date of that meeting written representations relating to the resolution.
- (4) At a meeting of the committee held as referred to in clause [3], the committee shall –
- (a) give to the member an opportunity to make oral representations;
 - (b) give due consideration to any written representations submitted to the committee by the member at or prior to the meeting; and
 - (c) by resolution determine whether to confirm or to revoke the resolution.
- (5) Where the committee confirms a resolution under clause [4], the secretary shall, within 7 days after that confirmation, by notice in writing or electronic means inform the member of the fact and of the member's right to appeal under rule 14.
- (6) A resolution confirmed by the committee under clause [4] does not take effect –
- (a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right to appeal within that period; or
 - (b) where within that period the member exercises the right of appeal, unless and until the association confirms the resolution pursuant to rule 14 [4].

14. RIGHT OF APPEAL OF DISCIPLINED MEMBER

- (1) A member may appeal to the association in general meeting against a resolution of

the committee which is confirmed under rule 13 [5], within 7 days after notice of the resolution is served on the member by lodging with the secretary a notice to that effect.

- (2) Upon receipt of a notice from a member under clause [1], the secretary shall notify the committee which shall convene a general meeting of the association to be held within 21 days after the date on which the secretary received the notice.
- (3) At a general meeting of the association convened under clause [2],
 - (a) no business other than the question of the appeal shall be transacted;
 - (b) the committee and the member shall be given the opportunity to state their respective cases orally or in writing, or both; and
 - (d) the members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (4) If at the general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART 3- THE COMMITTEE

15. POWERS OF COMMITTEE

The committee shall be called the committee of management of the association and, subject to the Act, the Regulations and these rules and to any resolution passed by the association in general meeting –

- (a) shall control and manage the affairs of the association;
- (b) may exercise all such functions as may be exercised by the association and other than those functions that are required by these rules to be exercised by a general meeting of members of the association;
- (c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association.
- (d) shall appoint the public officer

16. COMPOSITION AND MEMBERSHIP OF COMMITTEE

- (1) Subject in the case of the first members of the committee, the committee shall consist of –
 - (a) the TEA executive members of the association; and
 - (b) 5 ordinary members, (which may include 2 student members)

Each of whom shall be elected at the annual general meeting of the association pursuant to rule 17.

- (2) The TEA executive of the association shall be –
 - (a) the president;
 - (b) i the vice-president (Curriculum);
ii the vice-president (Professional Learning);
 - (c) the treasurer;
 - (d) the secretary;
 - (e) the TEA Magazine editor;
 - (f) the membership secretary

- (3) Each member of the committee shall, subject to these rules, hold office until the conclusion of the annual general meeting following the date of the member's election, and is eligible for re-election in subsequent years.

- (4) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.

17. ELECTION OF COMMITTEE MEMBERS

- (1) Nominations of candidates for election as TEA executive of the association or as an ordinary member of the committee –
 - (a) shall be made in writing or electronic means, signed by 2 members of the association 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 association not less than 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.

- (2) 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.

- (3) In insufficient further nominations are received, any vacant positions remaining on the committee shall be deemed to be casual vacancies.

- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed as elected.

- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.

- (6) The ballot for the election of TEA executive and ordinary members of the committee shall be conducted at the annual general meeting in such usual and proper manner

as the committee, may direct.

- (7) A nomination of a candidate for election under this clause is not valid if the candidate has been nominated for election to another office at the same election.

18. SECRETARY

- (1) The Secretary of the association shall, as soon as practicable after being appointed as secretary, lodge notice with the association of his or her address.
- (2) It is the duty of the secretary to keep minutes of –
 - (a) all appointments of TEA executive and members of the committee;
 - (b) the names of members of the committee present at a committee meeting or a general meeting; and
 - (c) all proceedings at committee meeting and general meetings.
- (3) Minutes of proceedings at a meeting shall be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

19. TREASURER

It is the duty of the Treasurer of the association to ensure that –

- (a) all money due to the association is collected and received and that all payments authorised by the association are made; and
- (b) correct books and accounts are kept showing the financial affairs of the association including full details of all receipts and expenditure connected with the activities of the association.

20. MEMBERSHIP SECRETARY

It is the duty of the Membership Secretary of the association to ensure that –

- (a) accurate records of all membership applications are kept; and
- (b) correct information is regularly communicated between TEA and PTC
- (c) suggested strategies to attract new members are offered at TEA committee meetings

21. CASUAL VACANCIES

For the purposes of these rules, a casual vacancy in the office of a member of the committee occurs if the member either –

- (a) dies;
- (b) ceases to be a member of the association;
- (c) becomes an insolvent under administration within the meaning of the Corporations Act 2001 of the Commonwealth,
- (d) resigns office by notice in writing given to the secretary;
- (e) is removed from office under rule 21;
- (f) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
- (g) is absent without the consent of the committee from all meetings held during a period of 6 months.

22. REMOVAL OF COMMITTEE MEMBER

- (1) The association, in a general meeting, may, by resolution, remove any member of the committee from the office of member before the expiration of the member's term of office, and, may by resolution, appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) Where a member of the committee to whom a proposed resolution referred to in clause [1] relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the president may send a copy of the representation to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

23. COMMITTEE MEETINGS AND QUORUM

- (1) The committee shall meet at least 3 times in each period of 12 months at such place and time as the committee may determine.
- (2) Additional meetings of the committee may be convened by the president or by a majority of the elected members of the committee.
- (2) Oral or written or electronic notice of a meeting of the committee shall be given by the secretary to each member of the committee at least 48 hours [or such other period as may be unanimously agreed upon by the members of the committee] before the time

appointed for the holding of the meeting.

- (4) Notice of a meeting given under clause [3] shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) A majority of members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (6) No business shall be transacted by the committee unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meetings stands adjourned to the same place and at the same hour of the same day the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- (8) At a meeting of the committee –
 - (a) the president or, in the president's absence, one of the vice-presidents shall preside; or
 - (b) if the president and both the vice-presidents are absent or unwilling to act such, one of the remaining members of the committee, as may be chosen by the members present at the meeting shall preside. The committee is 12 members (7 office bearers and 5 ordinary members – see rule 16) and so a quorum will be 7.)
- (9) Use of Technology
 - (a) a committee member who is not physically present at a committee meeting may participate in the meeting by using technology that allows that committee member and the committee members present at the meeting to clearly and simultaneously communicate with each other.
 - (b) for the purposes of this Part, a committee member participating in a committee meeting as permitted under sub rule (a) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

24. DELEGATION BY COMMITTEE TO SUB-COMMITTEE

- (1) The committee may, by instrument in writing or electronic means, delegate to one or more sub-committees [consisting of such member or members of the association as the committee thinks fit] the exercise of such of the functions of the committee as are specified in the instrument, other than –
 - (a) this power of delegation; and
 - (b) a function which is a duty imposed on the committee by the Act or by any other law.

- (2) A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Notwithstanding any delegation under this rule, the committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing or electronic means, revoke wholly or in part any delegation under this rule.
- 7) A sub-committee may meet and adjourn as it thinks proper.
- 8) The sub-committees of the association are listed in Appendix 4

25. VOTING AND DECISIONS

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee shall be determined by a majority of the votes of members of the committee or the sub-committee present at the meeting.
- (2) 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 but, in the event of an equality of votes on any question, the person presiding may exercise a casting vote.
- (3) Subject to rule 22 [5], the committee may act notwithstanding any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee, appointed by the committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or subcommittee.

PART 4 - GENERAL MEETINGS

26. ANNUAL GENERAL MEETINGS – HOLDING OF

- (1) With the exception of the first annual general meeting of the association, the association shall, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the association, convene an annual general meeting of its members.
- (2) The association shall hold its first annual general meeting –
 - (a) within the period of 18 months after its incorporation under the Act; and
 - (b) within the period of 6 months after the expiration of the first financial year of the association.
- (3) Clauses [1] and [2] have effect subject to any extension or permission granted by the Director-General or prescribed by the Regulation

27. ANNUAL GENERAL MEETINGS – CALLING OF AND BUSINESS AT

- (1) The annual general meeting of the association is, subject to the Act and to clause 25, to be convened on such date and at such place and time as the committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual meeting, shall be –
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting.;
 - (b) to receive from the committee reports upon the activities of the association during the last preceding financial year;
 - (c) to elect TEA executive of the association and ordinary members of the committee; and
 - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
- (3) An annual general meeting shall be specified as such in the notice convening it.

28. SPECIAL GENERAL MEETINGS – CALLING OF:

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the association.
- (2) The committee shall, on the requisition in writing of not less than 5 per cent of the total number of members, convene a special general meeting of the association.
- (3) A requisition of members for a special general meeting –
 - (a) shall state the purpose or purposes of the meeting;
 - (b) shall be signed by the members making the requisitions;
 - (c) shall be lodged with the secretary; and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by a member or members as referred to in clause [4] shall be convened as nearly as is practicable in the same manner as general meetings are convened by the committee, and any member who thereby incurs expense is entitled to be reimbursed by the association for any expense so incurred.

29. NOTICE

- (1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary shall, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by electronic means to each member at the member's address appearing in the register of members, as well as on the association's website and social media platforms, 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) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to

each member in the matter provided in clause [1] specifying, in addition to the matter required under clause [1], the intention to propose the resolution as a special resolution.

- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 26 (2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing or electronic means of that business to the secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.

30. QUORUM FOR GENERAL MEETINGS

- (1) No item of business shall 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.
- (2) Five members present in person [being members entitled under these rules to vote at a general meeting] constitute a quorum for the transaction of the business of a general meeting.
- (3) If within an hour after the appointed time for the commencement of the general meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved, and in any other case, shall stand adjourned to the same day in the following week at the same time and [unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written or electronic means, a notice to members given before the day to which the meeting is adjourned] at the same place.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present [being not less than 3] shall constitute a quorum.

31. PRESIDING MEMBER

- (1) The president or, in the president's absence, either of the vice-presidents, shall preside as chairperson at each general meeting of the association.
- (2) If the president and the vice-presidents are absent from a general meeting or are unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

32. ADJOURNMENT

- (1) The chairperson of 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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a general meeting is adjourned for 14 days or more, the secretary shall give written or oral 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 clauses [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.

33. MAKING OF DECISIONS

- (1) A question arising at a general meeting of the association shall be determined 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 chairperson 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 chairperson or by not less than 3 members present in person or by proxy at the meeting.
- (3) Where a poll is demanded at a general meeting, the poll shall be taken –
 - (a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment; or
 - (b) in any case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

34. SPECIAL RESOLUTION

A resolution of the association is a special resolution if –

- (a) it is passed by a majority which comprises not less than three-quarters of such members of the association as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which not less than 21 days' written

- notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules; or
- (b) where it is made to appear to the Chairperson that it is not possible or practicable for the resolution to be passed in the manner specified in paragraph (a) – the resolution is passed in a manner specified by the Chairperson.

35. VOTING

- (1) Upon any question arising at a general meeting of the association a member has one vote only.
- (2) All votes shall be given personally or by proxy but no member may hold more than 5 proxies.
- (3) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a casting vote.
- (4) A member or proxy is not entitled to vote at any general meeting of the association unless all money due and payable by the member or proxy to the association has been paid, other than the amount of the annual subscription payable in respect of the then current year.
- (5) No member shall be entitled to vote at any general meeting if their annual subscription shall be more than one month in arrears at the date of the meeting.

36. APPOINTMENT OF PROXIES

- (1) Each member shall be entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy shall be in the form set out in Appendix 2 to these rules.

PART 5 - MISCELLANEOUS

37. COMMON SEAL

- (1) The common seal of the association shall be kept in the custody of the public officer.
- (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 2 members of the committee or of 1 member of the committee and of the public officer or secretary.

Any correspondence is to be prepared on the association letterhead, a copy of which is to be sourced from the secretary. These documents are to be approved by a member of the executive committee before distribution.

38. INSURANCE

- (1) The association shall affect and maintain insurance.
- (2) In addition to the insurance required under clause [1], the association may affect and maintain other insurance.

39. FUNDS – SOURCE

- (1) The funds of the association shall be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting, such other sources as the committee determines.
- (2) 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 or other authorised deposit-taking institution account
- (3) The association shall, as soon as practicable after receiving any money, issue an appropriate receipt.

40. FUNDS – MANAGEMENT

- (1) 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 committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the committee of the association, being members authorised to do so by the committee.

41. CHANGE OF NAME, OBJECTS AND CONSTITUTION

An application to the Director-General for registration of a change in the association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

42. CUSTODY OF BOOKS, ETC.

Except as otherwise provided by these rules, the public officer shall keep in his or her custody or under his or her control all records, books and other documents relating to the association.

43. INSPECTION OF BOOKS, ETC.

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

44. SERVICE OF NOTICES

- (1) For the purpose of these rules, a notice may be served by or on behalf of the association upon any member either personally or by sending it by post, or by sending it by some form of electronic transmission to the member at the member's address shown in the register of members.
- (2)
 - (a) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post, or;
 - (b) in the case of a notice sent by some form of electronic transmission, on the date it was sent or, if the device from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

45. REGIONAL GROUPS

- (1) Regional groups may be established when requested by members, and a decision on their establishment rests with the association's executive committee. The association's executive committee will provide forms which will inform the association of purpose, organisational plan, numbers and activities.
Regional groups will be supported with an establishment loan. The establishment financial support will be provided for the setup of a committee, meeting space, the association promotional material, insurance, support in accreditation of events.
- (2) The association will provide ongoing support (loan) when organising events, providing promotional material as requested and support in gaining accreditation with PTC. The association is able to provide financial support for the establishment of an event through providing financial start-up support in the form of a loan.
- (3) The regional groups will provide the association with a financial statement twice yearly- May and December; and an annual report. Regional groups need to provide a summary of activities for the year for each AGM to ensure communication between regional groups

and the association.

- (4) The association will support regional groups financially to attend the annual planning meeting by covering travel and accommodation expense where required for one regional group committee members. This will ensure the region can provide representation at the annual planning meeting.
- (5) The association supports regional groups to build professional development opportunities for staff and students in regional areas. Regional groups may organise events and professional development workshops or seminars to meet the localised learning needs of teachers. All members of a regional group must be financial members of the association to ensure they are covered by association insurance at all regional events.

46. SURPLUS PROPERTY / DISSOLUTION

On the cancellation of the registration under this Division, the association's assets are to be distributed in accordance with a special resolution of the association.

- (1) Once approved by the Director-General; if upon the winding up or dissolution of the Association there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institution having objects similar to the objects of the Association, and whose Memorandum of Association or Constitution shall prohibit the distribution of its or their Income and property among its or their members to an extent at least as great as is imposed on the -association. Section 65 applies to and in respect of the distribution of any property remaining after satisfaction of the association's debts and liabilities under subsection (2) and the payment of the Director-General's costs under subsection (3) in the same way as it applies to and in respect of the distribution of surplus property under that section.
- (2) The Incorporated association so nominated shall be one which fulfils the requirements specified. in section 53[2] (a)-(c) of the Act.

APPENDIX 1

TEA Membership – Benefits and joining information can be found on the TEA website

<https://tea.ptc.nsw.edu.au/>

(Rule 3 [1])

APPENDIX 2

(Rule 32 [2])

FORM OF APPOINTMENT OF PROXY

I
(full name)

of
.....
(address)

Being a member of the Technology Educators Association

Hereby appoint
(full name of proxy)

of
.....
(address)

Being a member of that incorporated association, as my proxy vote for me on my behalf at the general meeting of the association (annual general meeting or special general meeting, as the case may be) to be held on the day of 20 and at any adjournment of that meeting.

* My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution (insert details),

.....
Signature of member appointing proxy

Date

NOTE: A proxy vote may not be given to a person who is not a member of the association.

APPENDIX 3

DUTIES OF COMMITTEE MEMBERS

PRESIDENT

- (1) The President shall be the chief executive of the Association and shall exercise general supervision over the Interests of the Association. The President shall be chairperson at all meetings of the Association and Management Committee. In the absence of the President, either of the Vice-Presidents from a meeting, members may elect a chairperson for the meeting. At any meeting of the Association or Management Committee and chairperson may, where necessary, have a casting vote following a member vote.
- (2) The President or their appointed deputy may attend meetings or functions of sub groups as often as possible.
- (3) The President's duties include (but are not limited too):
 - Providing coordination, guidance and leadership to ensure the successful functioning of the Committee and the association
 - Representing the association in the public domain; and
 - Ensuring the administrative and other tasks from meetings are carried out.

Specifically during meetings the President is responsible for ensuring:

- The agenda is followed;
- Meetings are correctly convened;
- Motions and amendments are unambiguous and otherwise in order;
- All members are given the opportunity to speak;
- A quorum is present for all decisions;
- Maintaining order; and
- May vote on any motion considered by the meeting and in the event of a tied vote, may exercise a second or casting vote.

VICE-PRESIDENTS

There are two Vice Presidents; each with a different focus:

- The Vice-President (Curriculum);
- The Vice-President (Professional Learning);

Either of the two Vice-Presidents shall take the place of the President when the President is unavailable.

SECRETARY

The Secretary manages the administration of the association. The Secretary's duties include (but are not limited to):

- Maintaining all records and correspondence;
- Taking and recording minutes of all meetings;
- Maintaining all records and correspondence;
- Receiving all incoming correspondence and bringing it to the attention of the Committee;
- Writing and dispatching all outwards correspondence required by the Committee;
- Working with the President to arrange the Annual General Meeting;
- Keeping Committee members properly informed by sending them notices of meetings, agendas and copies of correspondence, reports, etc. as required; and
- Liaising with the President between meetings so that the business of the Committee is attended to and, when necessary, to call extraordinary meetings.

TREASURER

The Treasurer is responsible for keeping the Committees financial records in good order. The Treasurer's duties include (but are not limited to):

- Maintaining a bank account in the name of the Committee;
- Recording and banking money received;
- Paying accounts as authorised by the Committee;
- Keeping all invoices, receipts, cheque butts, bank statements etc. for audit purposes;
- Reporting at each Committee meeting current details on bank balances, transactions since the previous report, the Committee's current financial position and any other information that the Committee may require; and
- Preparing an annual financial report (based on financial year).

* Signatories to the account should be the President, the Vice Presidents, the Secretary and the Treasurer, with any two to sign.

EDITOR

The Editor shall collate items for the magazine, edit and publish the magazine, and administer the website.

MEMBERSHIP SECRETARY

The memberships secretary

- To keep accurate records of all membership forms
- Liaise with the Treasurer and PTC on outstanding membership fees
- Liaise with the TEA committee in collecting membership forms and inputting information on the TEA database (with the assistance of PTC)
- At the start of each year ensure all members information is correct
- Provide members who wish to become volunteers with information on how to do so
- Develop ways in attracting new members to the TEA as set out in the Constitution
- Work with Committee in promoting the TEA
- Help develop a Life Membership List
- Liaise with Secretary on membership breakdown in accordance with the annual audit
- Be a positive role model for all members of the TEA

COMMITTEE MEMBERS (Who are not Office Bearers)

Non-office bearing members' duties include (but are not limited to):

- Actively participating in Committee activities and business;
- Managing the facility, including preparation and implementation of the strategic plan, professional development plans, conference plans and association organisation, and subsequent reporting against those plans and developments;
- Attending all Committee meetings, and participating in decision making; and
- Bringing to the Committees attention any problems or issues

APPENDIX 4

DUTIES OF THE ADMINISTRATIVE OFFICER

The Administrative Officer shall be responsible for all activities pertaining to administration of the association as directed by the President, Secretary and Treasurer.

DUTIES OF THE PUBLIC OFFICER

- Notifying NSW Fair Trading of any change in the association's official address within 28 days
- Collecting all association documents from former committee members and delivering the documents to the new committee member
- Returning all association documents to a committee member within 14 days, upon vacating office
- Acting as the official contact for the association, including taking delivery of documents served on the association and bringing them to the attention of the committee as soon as possible
- Custody of any documents as required by the constitution.