

# **DRAFT CONSTITUTION**

**of**

**The Mathematical Association  
of Western Australia (Inc.)**

**ADOPTED (DATE of annual general meeting)**

The name of the Association shall be "The Mathematical Association of Western Australia (Inc)."

## **2. DEFINITIONS**

In these rules and in any by-laws made pursuant thereto unless the contrary intention appears:

- 2.1 "Association" means the Mathematical Association of Western Australia (Inc.).
- 2.2 "Committee" means the committee of the Mathematical Association of Western Australia (Inc.).
- 2.3 "AAMT" means the Australian Association of Mathematics Teachers.

## **3. OBJECTS AND FUNCTIONS**

### **3.1 OBJECTS**

- 3.1.1 To effect improvements in mathematics education principally in schools, universities, colleges and other educational institutions.
- 3.1.2 To disseminate knowledge related to mathematics and mathematics education principally in schools, universities, colleges and other educational institutions.
- 3.1.3 To promote and protect the interests and welfare of all members in matters relating to 3.1.1 and 3.1.2.
- 3.1.4 To enable members to act in a body in any dealings with any other organisation in matters relating to 3.1.1 and 3.1.2.
- 3.1.5 To speak on behalf of and represent the views of members generally.
- 3.1.6 To encourage and facilitate social activities and promote good fellowship among members.

### **3.2 POWERS**

- 3.2.1 To co-operate, affiliate or unite with, or send delegates to any other organisation whose aims are similar in general respects, while preserving the right, if deemed desirable, to withdraw at any time from such association.
- 3.2.2 To purchase, hire or otherwise acquire property, personal or real, for any purpose in connection with the aims, and to sell, let, mortgage or otherwise dispose of same.
- 3.2.3 To raise funds by means of contributions, subscriptions, levy or sale of products for the purpose of carrying out the objects of the Association.
- 3.2.4 To borrow or raise money by the issue of or upon bonds, debentures, bills of exchange, promissory notes, other obligations or by means of investments (according to the Association's Investment Policy) for the purposes of carrying out the objects of the Association.
- 3.2.5 Generally to do all such things as are incidental to or conducive to the attainment of the objects of the Association.

## **4. OFFICE**

The office and place of business of the Association shall be as from time to time determined.

## 5. MEMBERSHIP

5.1 The categories of membership of the Association shall be:

### 5.1.1 Individual Members

5.1.1.1 Any person interested in mathematics or mathematics education.

5.1.1.2 Such membership shall be maintained by payment of an annual subscription.

### 5.1.2 Institutional Membership

5.1.2.1 Any school or institution interested in mathematics or mathematics education.

5.1.2.2 Such membership shall be maintained by payment of an annual subscription.

### 5.1.3 Honorary Life Members

5.1.3.1 Upon the recommendation of the Committee, Honorary Life Membership may be conferred upon any individual person who has rendered outstanding service to the Association.

5.1.3.2 Such membership shall be approved by an annual or other general meeting of the Association.

### 5.1.4 Reciprocal Members

5.1.4.1 Any individual person, school, institution or organisation being members of another AAMT affiliated mathematical association.

5.1.4.2 Such membership shall be maintained by payment of an annual subscription.

5.2 Within the categories described in 5.1, members may be further described as follows:

### 5.2.1 Full Members

5.2.1.1 Individual members as defined in 5.1.1 above who are not full time students or retired persons.

5.2.1.2 Schools or institutions as defined in 5.1.2 above.

### 5.2.2 Student Members

Individual persons, as defined in Rule 5.1.1, who at the time of membership are engaged in full time study.

### 5.2.3 Retired Members

Individual persons, as defined in Rule 5.1.1, who at the time of membership have retired from full time active employment.

5.3 For the purposes of these Rules, voting rights shall be enjoyed by persons admitted to membership Under Rules 5.1.1 and 5.1.3. All other rights and privileges of membership shall be enjoyed by members defined in Rule 5.1.

## 6. SUBSCRIPTIONS

6.1 The annual subscription for each category of membership shall, for the ensuing calendar year, be determined at the Annual General Meeting of the Association.

6.2 Annual subscriptions shall be due on the FIRST (1st) of January each year.

## 7. ENTITLEMENTS

Entitlements of membership shall be determined by the Committee and/or a general meeting of the Association together with any fees, charges, or other pecuniary obligations pertinent to said entitlements.

## **8. OFFICE BEARERS**

- 8.1 The Office Bearers of the Association shall be a President, a Vice-President, an Honorary Secretary and an Honorary Treasurer.
- 8.2 The members at an annual general meeting may elect such other officers as are deemed necessary for the efficient operation of the Association.
- 8.3 The President may hold office for no more than TWO (2) consecutive one-year terms.
- 8.4 Any person, having held the office of President, may, following a lapse of FOUR (4) years from the date first appointed, seek re-election as President.
- 8.5 All office bearers shall be members of the Association.

## **9. COMMITTEE**

- 9.1 The Committee shall consist of the Office Bearers for the time being together with SIXTEEN (16) other persons.
- 9.2 For special purposes, or should the need arise, the Committee has the power to co-opt additional committee members.
- 9.3 All committee members shall be members of the Association.

## **10. ELECTIONS**

- 10.1 The Office Bearers and Committee shall be elected at the Annual General Meeting.
- 10.2 For the election of Office Bearers and Committee voting shall be by simple majority of those financial members present and voting or voting by proxy.
- 10.3 Nominations for Office Bearers and Committee may be received by the Honorary Secretary for the period of TWO (2) weeks prior to the Annual General Meeting. All nominations must be in writing and show the names of the nominee, proposer and seconder. All nominees, proposers and seconds shall be members as defined in Rules 5.1.1 and 5.1.3.
- 10.4 Office Bearers and Committee elected at an Annual General Meeting shall hold those offices from the conclusion of that meeting until the conclusion of the next Annual General Meeting, subject to the provisions of Section 30 and 31 or unless voted out of office by a special general meeting of the Association.
- 10.5 Any casual vacancy in the Office Bearers or Committee may be filled by the Committee provided that any person so elected shall hold office so long as the person in whose place they are elected would have held office. Members are to be notified of such election at the earliest opportunity.
- 10.6 A general meeting of the Association has the power to render null and void any action taken under 10.5 above and to elect person(s) to casual vacancies.

## **11. AUDITOR**

- 11.1 The Association at each Annual General Meeting shall appoint an Auditor who shall examine the books, accounts, papers and other records of transactions for the calendar year ending THIRTY FIRST (31st) of December. The Auditor shall certify the correctness or incorrectness thereof in writing to the Committee and shall present the

11.2 The Auditor shall hold office for ONE (1) year but shall be eligible for re-appointment.

## **12. INSPECTION OF BOOKS**

12.1 Any financial member wishing to examine the books of accounts, register of members or any similar documents of the Association may do so at all reasonable times at a place and for a period of time as determined by the Committee.

12.2 Application for examination shall be made in writing to the Honorary Secretary who shall, at the time and place determined by the Committee, produce such books and documents.

## **13. DUTIES OF COMMITTEE**

The Committee, in addition to the powers hereinafter specifically conferred upon it, shall have control of the finances of the Association and all such administrative powers as may be necessary or expedient for properly carrying out the objects and functions of the Association in accordance with the rules and by-laws of the Association.

## **14. LEAVE OF ABSENCE**

14.1 Any member of the Committee being absent from THREE (3) consecutive meetings of the Committee without being granted leave of absence, or without approval of the committee, shall cease to be a member of the Committee.

14.2 A vacancy resulting from the provisions of Rule 14.1 may be filled in accordance with Rule 10.5.

## **15. DUTIES OF PRESIDENT**

15.1 To attend and preside over all meetings of the Association and Committee and to ensure that all business is conducted with propriety and order and in conformity with the rules and by-laws of the Association.

15.2 To supervise all correspondence and examine all books of account and similar documents of the Association.

15.3 To prepare and deliver to the Annual General Meeting of the Association a report on the work of the Association for the year immediately preceding the meeting.

## **16. DUTIES OF VICE PRESIDENT**

In the absence of the President from any meeting of the Association or Committee at any time, the functions of the President shall be fulfilled by the Vice President.

## **17. DUTIES OF SECRETARY**

17.1 To be responsible for the conduct of the correspondence of the Association.

17.2 To have the custody of all books, documents, papers and the seal of the Association.

17.3 To keep full and correct minutes of all proceedings of meetings of the Association and of the Committee.

17.4 To keep a record of attendance of members at committee meetings.

17.5 To give proper notice of all meetings of the Association and of the Committee.

17.6 In the absence of the Honorary Secretary from any meeting of the Association or of the Committee, the members present shall elect a person to make a record of the proceedings of that meeting.

## **18. DUTIES OF TREASURER**

- 18.1 To be responsible for the receipt and acknowledgment with receipts of all subscriptions and other monies on behalf of the Association.
- 18.2 To be responsible for paying all monies received on behalf of the Association into such accounts, with banks or other financial institutions, as the Committee shall from time to time determine.
- 18.3 To be responsible for monies invested with banks or other financial institutions on behalf of the Association as the Committee shall from time to time determine.
- 18.4 To be responsible for the payment of all bills and other obligations arising from such association activities as are approved by the Committee.
- 18.5 To be responsible for the accounts, books of account and other documents relevant to the financial transactions of the Association.
- 18.6 To prepare an annual statement of the accounts and a balance sheet which shall be submitted, after audit, to the Association at the Annual General Meeting or by some other means as determined by the Committee.
- 18.7 To report to any meeting of the Committee or the Association, other than the Annual General Meeting, on the current financial standing of the Association as requested.
- 18.8 To be responsible for a register showing the names, private or business addresses, together with such other information as the Association may determine, of all members individual, institutional or otherwise.

## **19. FINANCIAL YEAR**

The financial year of the Association shall be deemed to extend from the FIRST (1st) day of January to the THIRTY FIRST (31st) day of December inclusive in the same calendar year.

## **20. ANNUAL GENERAL MEETING**

- 20.1 The Annual General Meeting of the Association shall be held on a date and at a time and place determined by the Committee.
- 20.2 At the Annual General Meeting the President shall deliver the annual report on the activities of the Association and on other matters pertinent to the progress and welfare of the Association. In addition, the Honorary Treasurer shall submit an audited balance sheet for the preceding financial year, the Office Bearers and Committee for the forthcoming year shall be elected, the Auditor for the forthcoming year shall be appointed and any other business transacted.
- 20.3 Members shall be given at least FOURTEEN (14) days notice, in writing, of the Annual General Meeting. Such notice shall show the date, time and place of meeting and an agenda listing the items of business to be transacted.
- 20.4 The Committee shall ensure that no less than one General Meeting per year will be held.

## **21. SPECIAL GENERAL MEETINGS**

- 21.1 The Committee may at any time convene a special general meeting of the Association. All financial members shall be notified, in writing, of such meeting at least FOURTEEN (14) days prior to the date of meeting. Such notice shall show the date, time and place of meeting together with an agenda listing the items of business to be transacted.
- 21.2 The Honorary Secretary shall, on receiving a requisition signed by at least TEN (10) individual members stating the business for which it is required, convene a special general meeting of the Association. Such meeting shall be held at a place determined

more than FORTY (40) days after the receipt of the requisition by the Honorary Secretary. All financial members shall be notified, in writing, of such meeting at least FOURTEEN (14) days prior to the date of meeting. Such notice shall show the date, time and place of meeting together with an agenda listing the items of business to be transacted. Such business shall be other than that described in Rule 30 of this Constitution.

- 21.3 Should the Honorary Secretary fail to convene a special general meeting under the provisions of Rule 21.2, any member who has signed the requisition may convene such meeting by FOURTEEN (14) days notice, in writing, to all members entitled to receive such notice.
- 21.4 At any special general meeting only the business shown on the agenda shall be transacted.
- 21.5 All financial members shall be notified, in writing, of the proceedings of any special general meeting at the earliest opportunity.

## **22. QUORUM OF MEETINGS**

At all general and special general meetings of the Association TWENTY (20) Individual Members shall form a quorum.

## **23. COMMITTEE MEETINGS**

- 23.1 The Committee shall meet as from time to time determined.
- 23.2 The Honorary Secretary shall send notice, in writing, of committee meetings at least SEVEN (7) days prior to such meetings. Such notice shall show the date, time and place of meeting together with an agenda listing the items of business to be transacted.

## **24. QUORUM OF COMMITTEE**

At all Committee meetings ELEVEN (11) committee members shall form a quorum.

## **25. VOTING**

- 25.1 Only members defined under Rules 5.1.1 and 5.1.3 shall be entitled to vote.
- 25.2 Except for matters described under Rules 29, 30 and 31, simple majority voting shall decide any motion or other item of business before a meeting of the Association of Committee.
- 25.3 Voting by proxy shall be permitted providing that the member so voting resides not less than FORTY (40) kilometres from the place of meeting, or in the case of illness or temporary absence from the region herein defined. The proxy shall be nominated, in writing, to the Honorary Secretary prior to the meeting at which the vote is to be cast. The proxy shall be in a form approved by the Committee.
- 25.4 For the election of Office Bearers and Committee Members any voting required shall be by secret ballot.
- 25.5 All other voting shall be by show of hands unless TWO (2) or more members, present and entitled to vote, signify their desire to the contrary when a secret ballot shall be taken.
- 25.6 For all voting by secret ballot, the meeting shall appoint a Returning Officer to count the votes and declare to the meeting the result of said ballot. The meeting may also appoint a Scrutineer to supervise the conduct of the ballot.
- 25.7 Voting by secret ballot shall be preferential voting.

25.9 No person shall be entitled to vote at any meeting unless all monies due from that person to the Association have been paid.

## **26. SUBCOMMITTEES**

- 26.1 Sub-committees shall be formed by the committee to supervise the activities of the Association, as required.
- 26.2 Each sub-committee shall have as chairperson a member of the committee and include other relevant committee members together with such other persons as may be deemed necessary for the efficient working of the sub-committee.
- 26.3 Membership of sub-committees shall be determined by the Committee at its first meeting following the Annual General Meeting.
- 26.4 Each sub-committee shall hold office until the appointment of the corresponding sub-committee in the following year or until the activities of the subcommittee are deemed by the committee to be no longer necessary.
- 26.5 Any activity to be undertaken by any sub-committee in the name of or at the expense of the Association shall have the prior approval of the Committee.
- 26.6 All members of sub-committees shall be members of the Association.

## **27. JOURNAL FUNDING**

- 27.1 A portion of each member's annual subscription shall be set aside as that member's subscription to the official journal or journals of the Association. These monies shall be separately accounted for by the Honorary Treasurer and duly audited.
- 27.2 The amount to be set aside shall be fixed each year by the Annual General Meeting and be such that the total of all journal subscriptions shall meet the estimated annual cost of production and distribution of the journals.

## **28. AFFILIATION**

The Association shall be affiliated with AAMT. The amount required for the purpose of paying affiliation fees shall be deducted from each member's annual subscription. The payment of this amount shall provide membership of AAMT together with all privileges of membership. These monies shall be separately accounted for by the Honorary Treasurer and duly audited.

## **29. ALTERATION OF RULES**

- 29.1 Subject to the provisions of these Rules, no alterations of, addition to or annulment of, parts of these Rules shall be made except by an Annual General Meeting or a Special General Meeting of members.
- 29.2 Any proposal to alter, annul or add to these Rules shall be notified, in writing, to all financial members at least FOURTEEN (14) days prior to the meeting at which such proposal is to be dealt with.
- 29.3 Any proposed changes to these Rules shall be approved by a THREE-FOURTHS majority of those members present and entitled to vote.
- 29.4 All financial members shall be notified, in writing, by the Honorary Secretary of agreed changes to the Constitution at the earliest opportunity.
- 29.5 The Honorary Secretary shall within TWENTY EIGHT (28) days of the General Meeting, notify the Department of Consumer Employment and Protection (in

relevant statutory authority of any addition, alteration or amendment to these Rules approved by a General Meeting.

### **30. EXPULSION OF MEMBERS**

- 30.1 Any member may be expelled from the Association for failing to comply with the conditions of membership or for acting in any way derogatory to the good name and standing of the Association and its members.
- 30.2 An order for expulsion shall be recommended by the Committee and be agreed by a general meeting of the Association. Such agreement shall be by a THREE-FOURTH majority of members present and entitled to vote at the meeting. Voting for this shall be by secret ballot.
- 30.3 The Honorary Secretary shall notify, in writing, all financial members of the intention to expel a member. Such notice shall be sent at least FOURTEEN (14) days prior to the date set for the meeting at which the expulsion order is to be heard. The Committee shall determine the date, time and place of meeting.
- 30.4 Any member on whom an expulsion order has been made may appeal against the order. Notice of appeal must be lodged, in writing, with the Honorary Secretary within FOURTEEN (14) days of receipt of the expulsion order.
- 30.5 The appeal shall be heard by a tribunal consisting of the President and FOUR (4) Individual Members of good standing, who are not committee members, appointed by the Committee. The date, time and place for hearing the appeal shall be determined by the President but must be within FOURTEEN (14) days of receipt of the notice of appeal. The appellant(s) may have legal representation at appeal hearings.
- 30.6 The Honorary Secretary shall notify, in writing, all financial members of the outcome of appeals within FOURTEEN (14) days of the conclusion of appeal hearings.

### **31. DISSOLUTION OF ASSOCIATION**

- 31.1 On application, in writing, to the Committee by at least FIFTY (50) Individual Members or THREE-FOURTHS of the financial membership, whichever is the smaller number, signifying their desire that the Association be dissolved, a special general meeting shall be called to consider the question.
- 31.2 The Honorary Secretary shall send a special notice, in writing, to every financial member of such meeting NINETY (90) days prior to the date set for the meeting.
- 31.3 The date, time and place of meeting shall be determined by the Committee.
- 31.4 No other business shall be transacted at the meeting.
- 31.5 Should the Committee fail to convene a meeting under the provisions of Rules 31.1, 31.2 and 31.3 above, any individual member who has signed the application may convene such a meeting according to Section 31.2 and set the date, time and place of meeting.
- 31.6 Proxy votes may be received at such a meeting.
- 31.7 The votes of at least THREE-FOURTHS of all financial members will be necessary to approve the proposal for dissolution. Voting shall be by secret ballot.
- 31.8 If in the event of dissolution of the Association there remains after the satisfaction of all of its debts, liabilities and obligations any monies, properties, assets or other funds whatsoever, the same shall not be paid to or distributed among the members but shall be assigned or transferred to AAMT, or to some other association or institution having objects similar, wholly or in part, to the objects of the Association and which shall prohibit the distribution of its or their income and property among its or their members, for the purpose of promoting mathematics education in Western Australia. All assets and property other than monies shall be located in Western Australia as

- 31.9 The Committee, holding office immediately prior to dissolution, shall supervise the carrying out of the provisions of Rule 31.8 above and may appoint an officer(s) for that purpose.
- 31.10 The Honorary Secretary, holding office immediately prior to dissolution, shall notify, in writing, all members, both individual and institutional, and AAMT of the decision to dissolve the Association. Such notice shall include a statement showing the status of the Association, pecuniary and real, and the disposal of all assets, properties, monies and other funds. Such notice shall be sent within SIXTY (60) days of the dissolution.

## **32. LIABILITIES**

- 32.1 No member of the Committee or any Sub-committee nor any officer of the Association shall be liable for the acts, receipt, neglect or default of any other member or officer of the Association which brings the Association and its members into disrepute.
- 32.2 All members of the Committee or of any Sub-committee and any officers of the Association shall be indemnified by the Association, and the members thereof, for all losses and expenses incurred by them in or about the discharge of their respective and approved duties.
- 32.3 The provisions of Rule 32.2 do not apply for any action of members, officers, Committees or Sub-committees not approved and recognised by the Association.

## **33. INCOME OR PROPERTY**

The income and property of the Association shall be applied solely towards the promotion of the objects of the Association and no portion of the income or property shall be paid, transferred or distributed directly or indirectly to the members of the Association, provided that nothing shall prevent the payment in good faith of remuneration to any officer or employee of the Association or to any person other than a member, in return for services actually rendered to the Association.

## **34. USE OF COMMON SEAL**

The Association shall have a seal which shall be in the custody of the Secretary. It shall be affixed to such documents as the Committee determines and it shall be used only by the President and Secretary who shall countersign every document to which the seal is affixed as evidence of the Authority for its use. A true and correct record shall be kept of all such documents to which the seal is fixed in the Seal Register maintained by the Secretary.

## **35. OFFICE BEARERS**

- 35.1 The position of Vice-President may be held for one year by the immediate past President.
- 35.2 In the event of no nomination being received for the office of President, the committee be empowered to invite the current President to renominate for the position.

## **36. COMMITTEE**

- 36.1 SIX committee positions shall be filled by persons described as the Professional Development Panel. THREE of these shall have secondary mathematics education as their main area of interest of which one will be designated Secondary convenor. The

remaining THREE shall have primary mathematics education as their main area of interest of which one will be designated as Primary convenor.

- 36.2 TWO committee positions shall be filled by persons described as the Policy and Planning Panel. ONE of these shall be the convenor.
- 36.3 ONE committee position shall be filled by a person described as the State Conference convenor.
- 36.4 ONE committee position shall be filled by a person described as the Student Activities convenor.
- 36.5 ONE committee position shall be filled by a person described as the Community and Parent Interests convenor.
- 36.6 ONE committee position shall be filled by a person described as the Membership and Services convenor.
- 36.7 ONE committee position shall be filled by a person described as the Publications convenor.
- 36.8 ONE committee position shall be filled by a person described as the Journal convenor.
- 36.9 ONE committee position shall be filled by a person described as the Business and Sponsorship convenor.
- 36.10 ONE committee position shall be filled by a person described as the Website convenor.

### **37. COUNCILLORS**

- 37.1 TWO members of the committee will be appointed as AAMT COUNCILLORS.

### **38. DUTIES OF COMMITTEE PANELS AND CONVENORS**

- 38.1 The duties of each member of the committee shall be agreed at the first committee meeting following the Annual General Meeting.

### **39. ELECTIONS**

- 39.1 Nominations for Office Bearers and Committee must be submitted to the Honorary Secretary according to Rule 10.3 through the MAWA office to be received no later than the close of business on the Thursday prior to the AGM. The term “in writing” includes fax and electronic mail.

### **40. REGISTER OF MEMBERS**

- 40.1 Members are entitled to:
- a) inspect, copy or task an extract from the Register of Members but not remove the register for that purpose and
  - b) inspect, copy or take an extract from a list of names and contact addresses of the current office-holders of the Association.
- 40.2 MAWA is entitled to charge a fee for providing any copy.