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# **SCIENCE TEACHERS' ASSOCIATION OF NEW SOUTH WALES INCORPORATED RULES**

Drafted by Holman Webb in 1987 for submission to the Corporate Affairs Commission and approved on  
Incorporation under the Associations Incorporation Act 1984 on  
31st March 1988.

As amended subsequently at the 1989 and 1991 Annual General Meetings, the 1993 Special General  
Meeting and 1993 Annual General Meeting, the 2005 Annual General Meeting, 2005 Special General  
Meeting, 2006 Annual General Meeting, 2007 Annual General Meeting and the 2007 Special General  
Meeting, 2010 Annual General Meeting, 2011 Annual General meeting

Computer typeset for the  
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# SCIENCE TEACHERS' ASSOCIATION OF NEW SOUTH WALES INCORPORATED RULES

PART I	Interpretation
PART II	Objects
PART III	Membership
PART IV	ĩ Liability ĩ Administration ĩ Officers ĩ Branches
PART V	Meetings
PART VI	Miscellaneous Provisions
APPENDIX 1	Application for Membership
APPENDIX 2	Proxy Form

# CONSTITUTION OF THE SCIENCE TEACHERS' ASSOCIATION OF NEW SOUTH WALES INCORPORATED

## PART I

### 1. NAME

- 1.1 The Association shall be called the Science Teachers' Association of New South Wales Incorporated.
- 1.2 The letters STANSW are the recognised contraction for the name of this Association.

### 2. INTERPRETATION

In these Rules, except as so far as the context or subject matter otherwise indicates or requires:

"Association" means the Science Teachers' Association of New South Wales Incorporated;

"Branch" means a Branch of the Association established pursuant to Rule 22 herein;

"Branch Committee" means the committee established to govern the Branch;

"Commission" has the same meaning as in the Act;

"Council" means the Council of management described in Part III of these Rules;

"Ordinary Member" means a member of the Association who is not an office bearer of the Association, as referred to in these Rules;

"Secretary" means:

- (a) the person for the time being holding office under these Rules as Secretary of the Association; or
- (b) where there is no such person that holds that office the Public Officer of the Association.

and "General Secretary" shall have the same meaning.

"Special General Meeting" means a general meeting of the Association other than the Annual General Meeting.

The "Act" means the Associations Incorporation Act 1984.

The "Regulations" means the Associations Incorporation Regulations 1985.

### 3. In these Rules:

- 3.1 A reference to a function includes a reference to a power authority and duty; and

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- 3.2 A reference to the exercise of a function includes where the function is a duty, a reference to the performance of the duty.
4. The provisions of the Interpretation Act 1897 applies to and in respect to these Rules in the same manner as those provisions would so apply if these Rules were an instrument made under the Act.

## **PART II**

### **5. OBJECTS**

- 5.1 The objects of the Association include contributing to the professional competence of teachers of Science by providing:
- 5.11 a news service regarding current events related to science education;
  - 5.12 opportunities to discuss issues in science education;
  - 5.13 advice on trends and developments with regard to science teaching and the field of science generally;
  - 5.14 opportunities for the sharing of resources and ideas.
- 5.2 To provide initiatives and to influence decision making in areas pertinent to science teaching by communicating policy and advice to:
- 5.21 The Board of Studies, and its science related committees and the Office of the Board of Studies;
  - 5.22 teacher education institutions and education institutions and educational system authorities;
  - 5.23 the NSW Institute of Teachers;
  - 5.24 professional associations
  - 5.25 science advisers and curriculum consultants;
  - 5.26 school executives;
  - 5.27 employing authorities;
  - 5.28 teacher trade unions;
  - 5.29 the community;
- 5.3 To contribute to the achievement of school pupils by the provision of opportunities for enrichment activities.
- 5.4 To aid the establishment of, and to support, branches of the Association.
- 5.5 To support and encourage an interest in and to be a member of the Australian Science Teachers' Association (ASTA).

The means by which these objects are achieved shall be determined by the Council but shall include the regular publication of a journal.

### **PART III**

## **6. MEMBERSHIP**

6.1 A person is qualified to be a member of the Association if, and only if;

6.11 the person is a person who was a member of the Association immediately before the granting of a Certificate of Incorporation to the Association and has not ceased to be a member of the Association at any time after incorporation of the Association under the Act; or

6.12 (i) the person is a natural person who:

(a) has been nominated for membership of the Association as provided by these Rules; and

(b) has been approved for membership of the Association by the Council; or

(ii) the provisions of Rule 6.25 apply.

6.2 Classes of membership:

6.21 Ordinary Membership: those people complying with Rule 7.1

6.22 Joint Membership: any two members domiciled at the same address who shall pay a single subscription as determined by Council from time to time. Each member shall have full voting rights but mailing will only be supplied per joint membership.

6.23 Student Membership: the Council may from time to time determine a subscription rate for students at a rate lower than that for Ordinary Membership. Student members may attend general meetings but shall not be entitled to vote.

6.24 Honorary Life Membership: an Honorary Life member shall not be liable for any annual subscription. The membership of an Honorary Life member may be terminated by the Association in a general meeting, notice of which for that purpose has been given.

6.25 Corporate Membership: those corporate bodies appointed to membership by the Council, which from time to time may determine a subscription rate for Corporate Membership higher than that for Ordinary Membership. One representative of each corporate body may attend general meetings but shall not be entitled to vote.

6.26 Honorary Membership: those persons temporarily resident of N.S.W., associated with science education but not employed as a teacher or lecturer and appointed by Council once only for no longer than one year. An Honorary Member shall not be liable for an annual subscription and shall not be entitled to vote. The membership of an Honorary Member may be terminated at any time by Council.

*Section 6.27 added at AGM 9.9.1989*

6.27 Primary School Membership: any primary school shall pay a single subscription as determined by Council from time to time. One representative for each Primary School Membership shall be entitled to vote at general meetings.

*Section 6.28 – 6.30 added at AGM 28/5/2005*

- 6.28 Associate Membership: the Council may from time to time determine a subscription rate for retired members at a rate lower than that for Ordinary Membership. Associate Members may attend general meetings and shall be entitled to vote.
- 6.29 Secondary Faculty Membership: any secondary school or K – 12 school shall pay a single subscription equivalent to that of 3 Ordinary Memberships of the Association. Any members of the faculty may attend general meetings of the Association but only one nominated representative of the Secondary Faculty Membership shall be entitled to vote.
- 6.30 Laboratory Technicians Membership: those persons currently employed in the position of laboratory technician in a school or science education institution, which may from time to time determine a subscription rate lower than that for Ordinary Membership. Laboratory Technicians may attend general meetings and shall be entitled to vote.

## **7. QUALIFICATIONS OF MEMBERSHIP**

- 7.1 Every person accepted as an ordinary member shall be one of the following:
- 7.11 a practicing teacher of science in secondary schools or an Institute of Technical and Further Education;
  - 7.12 a practicing lecturer of science and/or science education, in Universities;
  - 7.13 a practicing teacher in primary schools;
  - 7.14 a person who in the opinion of Council is interested in the advancement of science teaching.
- 7.2 Every person accepted as a student member shall be undertaking a pre-service course of instruction in a University in preparation for teaching science
- 7.3 Every person accepted as an Honorary Life member shall be a member who, in opinion of the Association, has given exemplary service to the Association. Such a person shall be appointed by the Association at a general meeting, notice of which for that purpose has been given.

## **8. APPLICATION FOR MEMBERSHIP**

- 8.1 An application of a person for membership of the Association:
- 8.11 shall be made by the applicant in writing to, at least, include the information in the form set out in Appendix 1; and
  - 8.12 shall be lodged with the Secretary of the Association or her/his nominee.
- 8.2 As soon as practicable after receiving an application for membership, the Secretary shall deliver that application to the Council which reserves the right to determine whether to approve or reject the application.
- 8.3 Where the Council determines to reject an application for membership the Secretary or her/his nominee shall, as soon as practicable after that determination, notify the applicant of that rejection. In the absence of a decision to the contrary by Council within thirty (30) days of receipt of an application by it in accordance with the preceding sub rule, the application shall be deemed to be approved.

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- 8.4 Following approval of an application by the Council or in accordance with the preceding rule the Secretary or her/his nominee shall enter the applicant's name in the Register of Members and, upon the name being so entered, the applicant becomes a member of the Association.
- 8.5 Where the Council rejects an application for membership the Secretary or her/his nominee shall within thirty (30) days of the resolution rejecting the application notify the applicant of that rejection and return to the applicant any fees paid. The Secretary and the Council shall not be required to give reasons for, nor enter into correspondence relating to, the rejection
- 8.6 Each application for membership shall be accompanied by the first year's fee.

## **9. CESSATION OF MEMBERSHIP**

- 9.1 A person ceases to be a member of the Association if a person:
- 9.11 dies;
  - 9.12 resigns that membership;
  - 9.13 is expelled from the Association; or
  - 9.14 fails to pay membership fees by **February 28th** in accordance with these Rules.

## **10. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE**

- 10.1 A right, privilege or obligation which a person has by reason of being a member of the Association:
- 10.11 is not capable of being transferred or transmitted to another person; and
  - 10.12 terminates upon cessation of the person's membership.

## **11. RESIGNATION OF MEMBERSHIP**

- 11.1 A member of the Association is not entitled to resign that membership except in accordance with this rule.
- 11.2 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 one (1) month or not less than such period as the Council may determine) in writing 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.
- 11.3 Where a member of the Association ceases to be member pursuant to rule 11.2, 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.

## **12. REGISTER OF MEMBERS**

- 12.1 The Secretary of the Association shall establish and maintain a register of members of the

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Association specifying the name and address of each person who is a financial member of the Association each calendar year.

- 12.2 The register of members for each calendar year shall be retained by the Association for a period of ten years.
- 12.3 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 in business hours.

### **13. FEES, SUBSCRIPTIONS, ETC.**

- 13.1 Membership fees shall be payable in the following manner:
- (i) Upon application for membership in accordance with rule 8.1; and
  - (ii) Within 60 days of receipt by a member of a notice in writing that membership fees are due and payable.
- 13.2.1 The Association in general meeting may vary the amounts of the fees or subscriptions payable hereunder as fixed by Council.
- 13.2.2 The Council of the Association may only vary the amounts of fees or subscriptions payable in accordance with Consumer Price Index (CPI) without bringing it to the membership.

### **14. DISCIPLINING OF MEMBERS**

- 14.1 Where the Council is of the opinion that a member:
- 14.11 has persistently refused or neglected to comply with a provision or provisions of these rules; or
  - 14.12 has persistently and wilfully acted in a manner prejudicial to the interests of the Association,
- the Council may, by resolution:
- 14.13 expel the member from the Association; or
  - 14.14 suspend the member from membership of the Association for a specified period.
- 14.2 A resolution of the Council under rule 14.1 is of no effect unless the Council, at a meeting held not earlier than fourteen (14) days and not later than twenty eight (28) days after service on the member of a notice under rule 14.3, confirms the resolution in accordance with this rule.
- 14.3 Where the Council passes a resolution under rule 14.1, the Secretary shall, as soon as practicable, cause a notice in writing to be served on the member:
- 14.31 setting out the resolution of the Council and the grounds on which it is based;
  - 14.32 stating that the member may address the Council at a meeting to be held not earlier than fourteen (14) days and not later than twenty eight (28) days after service of the notice;
  - 14.33 stating the date, place and time of that meeting; and



&C-&P-

- 14.34 informing the member that the member may do either or both of the following:
  - (a) attend and speak at that meeting;
  - (b) submit to the Council at or prior to the date of that meeting written representations relating to the resolution.
- 14.4 At a meeting of the Council held as referred to in rule 14.3, the Council shall,
  - 14.41 give to the member an opportunity to make oral representations;
  - 14.42 give due consideration to any written representations submitted to the Council by the member at or prior to the meeting; and
  - 14.43 by resolution determine whether to confirm or to revoke the resolution made pursuant to rule 14.1.
- 14.5 Where the Council confirms a resolution under rule 14.4, the Secretary shall, within seven (7) days after that confirmation, by notice in writing inform the member of the fact.
- 14.6 Neither the Council nor the member shall be represented at a meeting convened pursuant to rule 14.3.
- 14.7 Where a Branch Committee is established or recognised pursuant to these Rules the Branch Committee may discipline members of its Branch where it is of the opinion that a member:
  - 14.71 has persistently refused or neglected to comply with the provision or provisions of these rules; or
  - 14.72 has persistently and wilfully acted in a manner prejudicial to the interests of the Association, the Branch Committee may by resolution;
  - 14.73 expel the member from the Branch; or
  - 14.74 suspend the member from membership of the Branch for a specific period.
- 14.8 A resolution of the Branch Committee under rule 14.7 is of no effect unless the Branch Committee, at a meeting held no earlier than fourteen (14) days and not later than twenty eight (28) days after service on a member of a notice under rule 14.9, confirms a resolution in accordance with this rule.
- 14.9 Where the Branch Committee passes a resolution under rule 14.7, the Secretary of the Branch Committee shall as soon as practicable cause a notice in writing to be served on the member:
  - 14.91 setting out the resolution of the Branch Committee and the grounds on which it is based;
  - 14.92 stating that the member may address the Branch Committee at a meeting to be held not earlier than fourteen (14) days and not later than twenty eight (28) days after service of the notice;
  - 14.93 stating the date, place and time of that meeting; and
  - 14.94 informing the member that the member may do either or both of the following:
    - (a) attend and speak at that meeting;

&C-&P-

- (b) submit to the Branch Committee at or prior to the date of that meeting written representations relating to the resolution.
  
- 14.10 At a meeting of the Branch Committee held as referred to in rule 14.9, the Branch Committee shall,
  - 14.101 give to the member an opportunity to make oral representations;
  - 14.102 give due consideration to any written representations submitted to the Branch Committee by the member at or prior to the meeting; and
  - 14.103 by resolution determine whether to confirm or to revoke the resolution.
  
- 14.11 Where the Branch Committee confirms a resolution under rule 14.7, the Secretary shall, within seven (7) days after that confirmation, by notice in writing inform the member of the fact and of the member's right of appeal.
  
- 14.12 Neither the Branch Committee nor the member shall be represented at a meeting convened pursuant to rule 14.9.
  
- 14.13 In the event that the Branch Committee confirms the resolution made under rule 14.7 the member may appeal from that decision to the Council which upon receipt of notice of the appeal shall establish an appeals committee ("the appeals committee") comprising of five (5) members of the Council three (3) of whom shall be executive members of Branch Committees other than the Branch from which the appeal emanates and two (2) Council members appointed by the Council for that purpose.
  
- 14.14 Upon constitution of the appeal committee the Secretary shall as soon as practicable cause a notice in writing to be served on the member and on the Branch Committee from whose the decision the member is appealing:
  - 14.141 setting out the resolution of the Council and the grounds on which it is based;
  - 14.142 stating that the member and a representative of the Branch Committee may address the Council at a meeting to be held not earlier than fourteen (14) days and not later than twenty eight (28) days after service of the notice;
  - 14.143 stating the date, place and time of that meeting; and
  - 14.144 informing the member and a representative of the Branch Committee that the member and a representative of the Branch Committee may do either or both of the following:
    - (a) attend and speak at that meeting;
    - (b) submit to the Council at or prior to the date of that meeting written representations relating to the resolution.
  
- 14.15 At a meeting of the appeals committee held as referred to in rule 14.13, the appeals committee shall,
  - 14.151 give to the member and the Branch Committee an opportunity to make oral representations;
  - 14.152 give due consideration to any written representations submitted to the appeals

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- committee by the member and the Branch Committee at or prior to the meeting; and
- 14.153 by resolution determine whether to confirm or to revoke the resolution made by the Branch Committee pursuant to rule 14.7 and the decision of the Council shall stand in the place of the resolution of the Branch Committee.
- 14.16 Where the appeals committee confirms a resolution under rule 14.7, the Secretary shall, within seven (7) days after the confirmation, by notice in writing inform the members of the fact.

## **PART IV**

### **15. MEMBER'S LIABILITIES**

- 15.1 The liability of a member to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association.

### **16. ADMINISTRATION**

- 16.1 The business and affairs of the Association shall be administered by the Council which shall, subject to Act, Regulations and these Rules and to any resolution passed by the Association in general meeting:
- 16.11 control and manage the affairs of the Association;
- 16.12 exercise all the functions as may be exercised by the Association other than those functions that are required by these Rules to be exercised by general meeting of members of the Association; and
- 16.13 have power to perform all such acts and do all such things as appear to the Council to be necessary or desirable for the proper management of the affairs of the Association.

*Section 16.2 - 16.62 (as amended at the Special General Meeting on 6.7.1993)*

#### **16.2 Council**

- 16.21 The Council shall consist of eighteen (18) voting members, who are from any of the following membership categories of the Association: Ordinary, Joint, Honorary Life or Laboratory Technician, of whom five (5) shall form the Executive of the Council.
- 16.22 All voting members of the Council shall be elected by postal ballot held every two (2) years in Term Four of the School Year. The result of this election shall be determined by the Returning Officer. All elected candidates will take office from the first of January following the ballot.
- 16.23 Paid officers of the Association, may not be elected members of Council. They may be invited to be ex-officio members entitled to attend, speak at and propose motions at all Council meetings but not entitled to vote.

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- 16.24 The Immediate Past President shall be an ex-officio member of Council for the year after the completion of their term as President, and shall be entitled to attend, speak at and propose motions at all Council meetings but not entitled to vote.

### **16.3 Officers**

- 16.31 From 2008, the voting officers of the Association shall consist of the President, two (2) Vice Presidents, Secretary and Treasurer.

#### **16.32 Other Officers**

A President, two (2) Vice Presidents, a Secretary, and a Treasurer, shall be elected in this order for a two (2) calendar year term by postal ballot. The result of each such election shall be determined before the next election is determined by the Returning Officer and before the remaining positions on Council are determined.

- 16.33 The Immediate Past President shall be an ex-officio officer of the Association for the year after the completion of their term as President, and shall be entitled to attend, speak at and propose motions at all meetings of the officers but not entitled to vote.

### **16.4 Other Councillors**

- 16.41 Thirteen (13) further members of the Council shall be elected for a two (2) calendar year term by postal ballot. The result of this election shall be determined after all previous elections have been determined.

### **16.5 Elections**

- 16.51 A Returning Officer for the Association will be elected at the AGM of the year prior to the postal ballot. Where a Returning Officer withdraws or is unavailable, a Returning Officer will be appointed by the Council of the Association.
- 16.52 A Returning Officer is required to:
- 16.521 Collect, collate and validate the nominations, and provide the lists of nominees and supporting statements to the Editor of SEN or the Association's newsletter for publication in the issue with which the Ballot Forms are being distributed.
  - 16.522 Validate the issue and collection of Ballot Forms
  - 16.523 Count the ballot, inform the successful and unsuccessful candidates and the Council of the results.
- 16.53 The Secretary shall provide a record of attendance at Council meetings of Councillors to the Editor of SEN or the Association's newsletter for publication in the issue with which the Ballot Forms are being distributed.

16.54 **Nominations**

Nominations of candidates for election as officer bearers of the Association or as ordinary members of the Council:

- 16.541 maybe for any of the positions of Council; and
- 16.542 shall be made in writing signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and
- 16.543 shall be received by the Returning Officer for the Association by the specified date which will be a minimum of twenty-eight (28) days prior to the distribution of the Ballot Forms; and
- 16.544 be accompanied by a supporting statement of about 250 words for the position nominated which will accompany the Ballot Form.

16.55 **Ballot Forms**

- 16.551 The distribution of Ballot Forms and related information will be distributed during Term Four of the school year with an issue of SEN or the Association's newsletter.
- 16.552 The Ballot Forms will only be accepted if received, either by mail or by fax, by the specified due date which will be at least twenty-eight (28) days after the Ballot Forms were posted.

- 16.56 Voting for members of Council shall be by secret, non-preferential ballot.
- 16.57 Voting for all positions will require sequential numbering of all candidates for that position. Voting using any ticks or crosses will be declared invalid.
- 16.58 If a candidate stands for more than one position on the Council, they can only occupy the position to which they are first elected.
- 16.59 A member may not be elected to Council for more than ten (10) successive years, except by special resolution of the Association in an Annual General Meeting.
- 16.60 Any casual vacancy occurring in Council or vacancy due to insufficient nominations may be filled by the Council from the full membership of the Association. The person appointed shall hold office until the next Election of Council and shall then be eligible for re-election.
- 16.61 If insufficient nominations are received to fill any position on the Council, the candidates nominated shall be deemed to be elected and no ballot will be conducted for that position. If the entire Council is elected unopposed no postal ballot will take place. Any position remaining vacant when nominations close shall be deemed as a casual vacancy.
- 16.62 The first postal ballot shall take place in Term Four.

**17. SECRETARY**

- 17.1 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.
- 17.2 In addition to any duty imposed by the Act, it is the duty of the Secretary to keep minutes of:
  - 17.21 all appointments of office bearers and members of the Council;
  - 17.22 the names of members of the Council present at a Council meeting or a general meeting; and
  - 17.23 all proceedings at Council meetings and general meetings.
- 17.3 Minutes of proceedings at a meeting shall be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting after the minutes have been accepted by Council.

## **18. TREASURER**

- 18.1 In addition to any duties imposed by the Act, it is the duty of the Treasurer of the Association to ensure that:
- 18.11 all money due to the Association is collected and received and that all payments authorised by the Association are made; and
  - 18.12 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.

## **19. CASUAL VACANCIES**

- 19.1 For the purpose of these rules, a casual vacancy in the office of a member of the Council occurs if the member:
- 19.11 dies;
  - 19.12 ceases to be a member of the Association;
  - 19.13 becomes an insolvent under administration within the meaning of the Companies (New South Wales) Code;
  - 19.14 resigns office by notice in writing given to the Secretary;
  - 19.15 is removed from office under rule 21.3;
  - 19.16 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
  - 19.17 is absent without the consent of the Council from all meetings of the Council held during a period of six (6) consecutive months.

## **20. REMOVAL OF MEMBER OF COUNCIL**

- 20.1 The Association in a general meeting may by resolution remove any member of the Council 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.
- 20.2 Where a member of the Council to whom a proposed resolution referred to in rule 20.1 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 representations to each member of the Association or, if they 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.
- 20.3 The continuing Council may act notwithstanding any vacancy in its body.

*Section 21 and thereafter are the renumbered Section 20.4 ff - passed at Special General Meeting 6.7.1993*

## **21. PROCEEDINGS OF THE COUNCIL**

- 21.1 The Council may meet together for the dispatch of business, adjourn and otherwise regulate its meetings as it thinks fit but shall meet at least four (4) times in each period of twelve (12) months.
- 21.2 The quorum for a meeting of Council shall be seven (7).
- 21.3 Council shall declare vacant the position of any of its members upon their failure to attend two (2) consecutive Council meetings except where leave of absence from Council has been granted.

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- 21.4 At all meetings of the Council the President or a Vice-President in the absence of the President, shall be Chairperson. In the absence of both President and Vice-Presidents, Council shall elect one of its members to be Chairperson.
- 21.5 The Secretary shall upon request in writing of three (3) members of the Council convene a meeting of the Council.
- 21.6 Questions arising at any meeting shall be decided by a majority of votes and in the case of any equality of votes the Chairperson shall have a second casting vote.
- 21.7 The Council may from time to time delegate any of its powers other than this power to delegate to Committees consisting of such member or members of the Association as it thinks fit. Any Committee so formed shall in the exercise of the powers so delegated conform to any regulations that may from time to time be imposed upon it by the Council.
- 21.8 The Council shall cause minutes to be made of all Council meetings.
- 21.9 Oral, written or electronic (including fax) notice of a meeting of the Council shall be given by the Secretary to each member of the Council at least seven (7) days or such other period as may be unanimously agreed upon by the members of the Council before the time appointed for the holding of the meeting.
- 21.10 Notice of a meeting given under the preceding sub paragraph 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 Council members present at the meeting unanimously agree to treat as urgent business.
- 21.11 No business shall be transacted by the Council unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting moves into committee.
- 21.12 When necessary Council may consider and decide upon matters electronically provided the number of councillors involved equals or exceeds the number for a quorum. All decisions made must be presented to the next Council meeting for endorsement.

## **22. COUNTRY AND METROPOLITAN BRANCHES OF THE ASSOCIATION**

- 22.1 A Metropolitan Branch of the Association is located in the area bounded by the coast of NSW, Kiama, Moss Vale, Penrith, Cessnock and Newcastle.
- 22.2 A Country Branch of the Association is located inside the boundaries of New South Wales but outside the area indicated in clause 22.1
- 22.3 In the event that not less than five (5) country members of STANSW, with classes of membership as set out in rule 6.2, inform the Council in writing of their intention to set up a Country Branch of the Association and the Council approves such intention then such country members may set up a Country Branch of Association and may adopt such rules for the conduct of the same as are from time to time approved by the Council, provided that nothing in such rules shall be repugnant to these Rules or to the Act.
- (i) In the event that the country members are branch members by virtue of a school faculty membership, ONE member of that school or science faculty will have voting rights at branch level in accordance with Rules 6.27 and 6.29
- 22.4 In the event that not less than ten (10) metropolitan members, with classes of membership as set

&C-&P-

out in rule 6.2, inform the Council in writing of their intention to set up a Metropolitan Branch of the Association and the Council approves such intention then such members may set up a Metropolitan Branch of the Association and may adopt such rules for the conduct of the same as are from time to time approved by the Council, provided that nothing in such rules shall be repugnant to these Rules or to the Act.

(i) In the event that the country members are branch members by virtue of a school faculty membership, ONE member of that school or science faculty will have voting rights at branch level in accordance with Rules 6.27 and 6.29

- 22.5 A branch that is 'part of' STANSW will contain only STANSW members, with classes of membership as set out in Rule 6.2.
- 22.6 A branch that is 'affiliated with' STANSW will contain at least the minimum number of STANSW members, with classes of membership as set out in Rule 6.2, as stated in Rules 22.3 and 22.4.
- 22.7 Each Branch of the Association shall lay before its Annual General Meeting, and have accepted as a true and accurate account, an income and expenditure account for the preceding twelve (12) months.
- 22.8 To maintain the relationship with STANSW consistent with Rules 22.5 or 22.6, each Branch of the Association shall furnish, immediately following its Annual General Meeting in each year, to the Secretary the names, addresses and email addresses of the Branch President, the Branch Secretary the Branch Committee and the names of the relevant number of STANSW members (see clauses 22.3 and 22.4) for the ensuing year.
- 22.9 Branches that are 'part of' STANSW are subject to all the Rules as laid out in the Rules of the Association, that they operate as a subcommittee of STANSW and must furnish from time to time such documentation as requested by the STANSW Council.
- 22.10 The Branch President must be an individual member of STANSW.
- 22.11 The Association may financially assist in the establishment of a Branch of the Association and may in its discretion from time to time annually subsidise each Branch in relationship to the number of members of the Association registered as having their place of work within the area to which the Branch relates and who were members of the Branch during the preceding year. The per capita subsidy shall be determined from time to time by the Council in its unfettered discretion.

## PART V

### 23. GENERAL MEETINGS

- 23.1 An Annual General Meeting shall be held not later than the 31 October each year at such time and at such place as the Council shall determine.
- 23.2 The Association shall hold its first Annual General Meeting:
- 23.21 within the period of eighteen (18) months after its incorporation under the Act;  
and
- 23.22 within the period of two (2) months after the expiration of the first financial year of the Association.
- 23.3 Rules 23.1 and 23.2 have effect subject to any extension or permission granted by the Commissioner under Section 26(3) of the Act.
- 23.4 The Council may whenever it thinks fit convene a Special General Meeting of the Association.



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- 23.5 In addition to any other business which may be transacted at an Annual General Meeting, the business of the Annual General Meeting shall be:
- 23.51 to confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that meeting;
  - 23.52 to receive from the Council reports from the activities of the Association during the last preceding financial year;
  - 23.53 to receive and to consider the statement which is required to be submitted to members pursuant to Section 26(6) of the Act.
- 23.6 An Annual General Meeting shall be specified as such in the notice convening it.

## **24. PROCEEDINGS AT GENERAL MEETINGS**

- 24.1 The Council shall on the requisition of not less than twenty (20) members entitled to vote forthwith proceed to convene a Special General Meeting of the Association provided the requisition specifies the objects of the meeting and is signed by the requisitionists.
- 24.2 At least seven (7) days notice of a Special General Meeting, specifying the place and hour of meeting and in the case of special business the general nature of such business shall be given.
- 24.3 No business shall be transacted at any Special General Meeting unless a quorum of twenty (20) members entitled to vote is present at the time when the meeting proceeds to business.
- 24.4 The President or a member nominated by the President shall chair each Special General Meeting. If at any time the President (or the President's nominee) is not present within ten (10) minutes after the time appointed for the commencement, the members present may choose a Chairperson.
- 24.5 Every question submitted to a Special General Meeting shall be decided by the show of hands. The Chairperson may vote as an ordinary member. An equality of votes shall be resolved by the Chairperson.
- 24.6 If the Council fails to convene a Special General Meeting to be held within one (1) month after the date on which 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 three (3) months after that date.
- 24.7 A Special General Meeting convened by a member or members as referred to herein shall be convened as nearly as is practicable in the same manner as a general meeting is convened by the Council and any member who thereby incurs expense is entitled to be reimbursed by the Association for any expense so incurred.
- 24.8 Minutes of all resolutions and proceedings at a Special General Meeting shall be recorded.

## **25. NOTICE**

- 25.1 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 prepaid post to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 25.2 Where the nature of the business proposed to be dealt with at the general meeting requires a special resolution of the Association, the Secretary shall, at least 21 days before the date fixed for

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the holding of the general meeting, cause notice to be sent to each member in the manner provided in rule 25.1 specifying, in addition to the matter required under a rule (1), the intension to propose the resolution as a special resolution.

- 25.3 No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an Annual General Meeting, business which may be transacted pursuant to rule 24.5.
- 25.4 A member desiring to bring any business before a general meeting may give notice in writing 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.

## **26. PROCEDURE**

- 26.1 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 and the meeting is considering that item.
- 26.2 If within half an hour after the appointed time for the commencement of a 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 time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- 26.3 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.

## **27. PRESIDING MEMBER**

- 27.1 The President or, in the president's absence, the Vice President, shall preside as chairperson at each general meeting of the association.
- 27.2 If the President and the Vice-President are absent from a general meeting or unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

## **28. ADJOURNMENT**

- 28.1 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 adjournment meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 28.2 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.
- 28.3 Except as provided in rules 26.2 and 26.3, 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.

## **29. MAKING OF DECISIONS**

- 29.1 A question arising at a general meeting of the association shall be determined on a show of hands

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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.

29.2 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.

29.3 Where a poll is demanded at a general meeting, the poll shall be taken:

29.31 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

29.32 in any other 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.

### **30. SPECIAL RESOLUTION**

30.1 A resolution of the Association is a special resolution if:

30.11 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

30.12 where it is made to appear to the Commission 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 Commission.

### **31. VOTING**

31.1 Upon any question arising at a general meeting of the association a member has one vote only.

31.2 All votes shall be given personally or by proxy but no member may hold more than 5 proxies.

31.3 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 second or casting vote.

31.4 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 to the annual subscription payable in respect of the then current year.

### **32. APPOINTMENT OF PROXIES**

32.1 Each member shall be entitled to appoint the Association's Secretary or 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.

32.2 The notice appointing the proxy shall be in the form set out in Appendix 2 to these rules.

## **PART VI**

### **MISCELLANEOUS**

#### **33. ACCOUNTS AND AUDITORS**

- 33.1 Signatories of the accounts of the Association shall be any two of the President, Vice President, Secretary and Treasurer.
- 33.2 At the Annual General Meeting a qualified auditor shall be appointed for the purpose of auditing all the accounts of the Association for the ensuing year. Where the appointed auditor is unavailable, an auditor will be appointed by the Council of the Association.
- 33.3 An audited Income and Expenditure Account and an audited Balance Sheet shall be laid before the Association in Annual General Meeting for the twelve (12) months ending on the previous 31st day of December.

#### **34. DISSOLUTION OF THE ASSOCIATION**

- 34.1 If upon the dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever the same shall be transferred to an institution or institutions having objects similar or in part similar to the objects of the Association, such institution or institutions to be determined by the members of the Association at or before the time of dissolution.

#### **35. INSURANCE**

- 35.1 The Association shall effect and maintain insurance pursuant to section 44 of the Act.
- 35.2 In addition to the insurance required under rule 35.1, the Association may effect and maintain other insurance.

#### **36. FUNDS - SOURCE**

- 36.1 The funds of the Association shall be derived from entrance fees and annual subscriptions of members, donations, investments, sponsorship, sale of goods, advertising and, subject to any resolution passed by the Association in general meeting, such other sources as the Council determines.
- 36.2 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.

#### **37. FUNDS - MANAGEMENT**

- 37.1 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 Council determines.

### **38. ALTERATION OF OBJECTS AND RULES**

- 38.1 The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the Association.

### **39. COMMON SEAL**

- 39.1 The common seal of the Association shall be kept in the custody of the public officer.
- 39.2 The common seal shall not be affixed to any instrument except by the authority of the Council and the affixing of the common seal shall be attested by the signatures either of two (2) members of the Council or of one (1) member of the Council and of the public officer or secretary.

### **40. CUSTODY OF BOOKS, ETC.**

- 40.1 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.

### **41. INSPECTION OF BOOKS, ETC.**

- 41.1 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.

### **42. SERVICE OF NOTICES**

- 42.1 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 to the member at the member's address shown in the register of members.
- 42.2 Where a document is sent to a person by prepaying and posting to the person an envelope containing the document, the document shall, unless the contrary is proved, be deemed for the purpose of these rules to have been served on the person at the time at which the envelope would have been delivered in the ordinary course of post.

## APPENDIX 1

### APPLICATION FOR MEMBERSHIP OF ASSOCIATION

Science Teachers' Association of New South Wales  
(incorporated under the Associations Incorporation Act, 1984)

I, .....  
(full name of applicant)

of .....  
(address)

.....  
(occupation)

hereby apply to become ..... Member  
(membership category)

of the above named incorporated association. In the event of my admission as a member, I agree to be bound by the rules of the Association for the time being in force.

Name of School / College etc .....

Subjects taught .....

Position in School / College .....

Address for mailing .....  
(School address preferred if on government courier service delivery)

I enclose the annual fee.

.....  
(Signature of applicant)

Date.....

## APPENDIX 2

### FORM OF APPOINTMENT OF PROXY

Science Teachers' Association of New South Wales  
(incorporated under the Associations Incorporation Act, 1984)

I, .....  
(full name)

of .....  
(address)

being a member of Science Teachers' Association of New South Wales Incorporated hereby appoint

.....  
(indicate "Association's Secretary" or full name of member)

of .....  
(address – not required if "Association's Secretary" is the proxy )

being a member of that incorporated association, as my proxy to 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 ..... and at any adjournment of that meeting.

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

(\* To be inserted if desired).

.....  
(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.**