

NSW ABORIGINAL EDUCATION CONSULTATIVE GROUP INC.

CONSTITUTION



**New South Wales
Aboriginal Education
Consultative Group Inc.
(NSW AECG Inc.)**

Constitution

**As endorsed at the AGM of the
Association 3 March 2017
with effect from 15 March 2017**



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CONSTITUTION OF THE ASSOCIATION

NSW Aboriginal Education Consultative Group Inc.

VISION STATEMENT

The vision of the NSW Aboriginal Education Consultative Group Inc. is to provide advice on all matters relevant to education and training with the mandate that this advice represents the Aboriginal community viewpoint.

The NSW Aboriginal Education Consultative Group Inc. promotes respect, empowerment and self-determination and believes the process of collaborative consultation is integral to equal partnerships and is fundamental to the achievement of equality.

The NSW Aboriginal Education Consultative Group Inc. advocates cultural affirmation, integrity and the pursuit of equality to ensure that the unique and diverse identity of Aboriginal students is recognised and valued.

AIMS OF THE ASSOCIATION

To ensure that the functions and powers of members are facilitated with the premise that the most critically important part of the consultative process is the active involvement of Local Aboriginal Education Consultative Group members and communities.

To provide opportunities for Aboriginal people to be actively involved in all decision-making that is relevant to education and training through a collaborative consultative process.

To empower members by providing appropriate and effective knowledge and skills to engage in the development of policies and programs that enhance the unique cultural identity of Aboriginal students and promote pride in Aboriginality.

OBJECTIVES OF THE ASSOCIATION

Coordinating, facilitating and overseeing the operations of the Local AECG, Regional AECG and Association State Committee as regulated by the Constitution of the Association;

Increasing the active involvement of Aboriginal communities to strengthen the Association's networks at a local level;

Advocating that all students and educators should understand and have knowledge of the significant issues and events in the history of relations between Aboriginal and non-Aboriginal people, from the view point of Aboriginal people;

Providing appropriate training to members to enhance knowledge and skills on issues that impact on Aboriginal peoples access to and participation in education and training;

Enhancing the involvement of members in all decision-making through collaborative processes;

Establishing and maintaining partnerships with relevant providers to ensure improved outcomes are achieved in the education and training of Aboriginal students;

Collaboratively developing key strategies that are responsive to the needs of Aboriginal students for effective implementation within appropriate timeframes; and

Engaging in innovative research that examines issues impacting on Aboriginal education and training.

APPLICATION OF CONSTITUTION

This Constitution applies to the New South Wales Aboriginal Education Consultative Group Incorporated (NSW AECG Inc.), hereinafter referred to as **'The Association'**.

The three (3) levels of the Association are:

- (i) Local AECG level,
- (ii) Regional AECG level, and
- (iii) Association (State) level.

This Constitution applies to all three (3) levels of the Association.

DEFINITIONS

In this Constitution;

- (i) 'Aboriginal' means a person who:
 - (a) is of Aboriginal descent;
 - (b) identifies as an Aboriginal; and
 - (c) is accepted by the local Aboriginal community as an Aboriginal person.
- (ii) 'Act' means the *Associations Incorporation Act 2009* (NSW).
- (iii) 'Active Member' means any person who:
 - (a) attends at least three (3) general meetings per calendar year;
 - (b) participates and contributes to the operations of their Local AECG;
 - (c) has knowledge and an understanding of this Constitution; and
 - (d) acts in accordance with this Constitution and the Association Members Code of Conduct.
- (iv) 'AECG' means collectively all levels of the Association, including each Local AECG, each Regional AECG and the Association (State) level.
- (v) 'Annual General Meeting' or 'AGM' means collectively the annual general meetings of each Local AECG and Regional AECG and the Association (State) annual general meeting, unless otherwise stated.
- (vi) 'Associate Member/ship' has the meaning given to it in Section 2, Part 2.

- (vii) 'Association Management Committee' has the meaning given to it in Section 3, Part 2.2 of this Constitution.
- (viii) 'Association State Committee' has the meaning given to it in Section 3, Part 11 of this Constitution.
- (ix) 'Fiduciary' means:
 - (a) a person bound to act for others' benefit as a trustee;
 - (b) having the nature of trust or relating to a trust or trustee; and
 - (c) relating to something held in trust.
- (x) 'Full *Active* Financial Member' means any person who is a Full Financial Member **and** an Active Member.
- (xi) 'Full Financial Member' means any person who:
 - (a) is a member of the Association in accordance with Section 2, Part 2 of this Constitution;
 - (b) is an Aboriginal person aged eighteen (18) years of age or over;
 - (c) has paid all money due and payable to the Association, including their annual membership fee, in full; and
 - (d) acts in accordance with this Constitution.
- (xii) 'Full Member/ship' has the meaning given to it in Section 2, Part 2.
- (xiii) The provisions of the *Interpretation Act 1987* (NSW) to and in respect of this Constitution act in the same manner as if this Constitution were an instrument made under the Act.
- (xiv) 'Junior Member/ship' has the meaning given to it in Section 2, Part 2.
- (xv) 'Life Member/ship' has the meaning given to it in Section 2, Part 2.
- (xvi) 'Local AECG' means those groups of members of the Association operating in accordance with the Constitution and the Association policies and procedures, as amended from time to time, and duly accepted and registered as a Local AECG of the Association pursuant to this Constitution.
- (xvii) 'Local AECG Management Committee' has the meaning given to it in Section 3, Part 2.4 of this Constitution.
- (xviii) 'Management Committee' means collectively the Association (State)

Management Committee and each Regional AECG and Local AECG Management Committee, unless otherwise stated.

- (xix) 'Office Bearers' has the meaning given to it in Section 3, Part 2.1 of this Constitution.
- (xx) 'President' means collectively the Association (State) President and each Regional AECG and Local AECG President, unless otherwise stated.
- (xxi) 'Public Officer' means the official point of contact for, and an authorised signatory of, the Association as elected by the Association Management Committee.
- (xxii) 'Regional AECG' means those groups of members of the Association operating in accordance with the Constitution and the Association policies and procedures, as amended from time to time, and consisting of equal representation from each of the Local AECGs in that particular region as identified by the Association.
- (xxiii) 'Regional AECG Management Committee' has the meaning given to it in Section 3, Part 2.3 of this Constitution.
- (xxiv) 'Regional Representative' has the meaning given to it in Section 3, Part 12 of this Constitution.
- (xxv) 'Regulation' means the *Associations Incorporation Regulation 2016* (NSW).
- (xxvi) 'Returning Officer' means a member of the relevant AECG, not being an intended candidate for election to the Management Committee or a Full Financial Member (a voting member) of the relevant AECG.
- (xxvii) 'Secretariat' means the permanent administrative office of the Association.
- (xxviii) 'Secretary' means collectively the Association (State) Secretary and each Regional AECG and Local AECG Secretary, unless otherwise stated.
- (xxix) 'Special General Meeting' or 'SGM' means a general meeting other than an Annual General Meeting.
- (xxx) 'Treasurer' means collectively the Association (State) Treasurer and each Regional AECG and Local AECG Treasurer, unless otherwise stated.
- (xxxi) 'Vice-President' means collectively the Association (State) Vice-

President and each Regional AECG and Local AECG Vice-President, unless otherwise stated.

FUNCTIONS AND POWERS

The Association will co-ordinate, facilitate and oversee the operations of each Local AECG and Regional AECG Management Committee, the Association State Committee and the Association Management Committee, as regulated by the Constitution of the Association, and may augment the operations of each to most effectively manage the affairs of the Association.

The Association may:

- (i) initiate legal proceedings or have legal proceedings commenced against it in the Association's name;
- (ii) for the purpose of enabling it to exercise its functions, purchase, exchange, lease, hold, dispose of or otherwise deal with property so far as is permitted by the Act; and
- (iii) do and suffer all other things that incorporated associations may, by law, do and suffer and that are necessary for, or incidental to, the exercise of its functions.

In the case of a conflict between the Constitution of the Association and the terms of the Act, the Act will prevail.

DISSOLUTION OF THE ASSOCIATION

Subject to the Act and the Regulation, in the event of winding up of the Association, all surplus property of the Association is to be transferred to another organisation with similar aims and objectives and which is not carried on for the profit or gain of its individual members, as approved by the members of the Association.

'Surplus property' of the Association is a reference to that property of the Association remaining after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of the winding up of the Association.

NON PROFIT ORGANISATION

The Association is a non-profit organisation.

Subject to the Act and the Regulation, the Association must apply its funds and assets solely in pursuance of the Aims and Objectives of the Association and must not conduct its affairs so as to provide a pecuniary gain for any of its members.

It is prohibited for any income and/or property of the Association to be paid or transferred either directly or indirectly to a member of the Association.

Notwithstanding the above, the Association will permit;

- (i) Any member of the Association to be able to derive a pecuniary gain from the Association by way of bona fide payment of remuneration and reimbursement of expenses incurred on behalf of the Association; and**
- (ii) Any member of the Association to be able to derive from it a pecuniary gain to which the member would be entitled if the member were not a member of the Association.**

SECTION ONE – GENERAL RULES

Part 1 – General meetings

- 1.1 General meetings of the Association are meetings that are to be held at all three (3) levels of the Association, being the Local AECG, Regional AECG and Association (State) level.
- 1.2 Each level of the Association must hold at least three (3) general meetings, including an AGM, per calendar year in accordance with this Constitution.
- 1.3 Additional general meetings may be convened by the Management Committee of the relevant AECG.
- 1.4 Members of each Local AECG are entitled to:
 - (i) be notified of and attend general meetings of their Local AECG, including AGMs and SGMs; and
 - (ii) attend general meetings of the Regional AECG in their region and the Association at State level, although the Association is not required to notify AECG members who are not delegates to the Regional AECG or the Association at State level of general meetings.
- 1.5 The members of each Regional AECG are made up of delegates elected from the Full *Active* Financial Members of Local AECGs in that region.
 - (i) Up to four (4) delegates from each Local AECG, or as otherwise determined by the Regional AECG or Association Management Committee from time to time, may be elected to the Regional AECG.
 - (ii) Delegates are elected at the AGM of each Local AECG in a region to attend the meetings of the Regional AECG in that region.
 - (iii) Delegates hold their positions until the conclusion of the AGM of the Regional AECG following election of the delegate, unless determined otherwise in accordance with this Constitution and the policies and procedures of the Association.
 - (iv) Delegates are entitled to be notified of, attend and vote at general meetings, including AGMs and SGMs, of the Regional AECG in their region.
- 1.6 The members of the Association at the State level are made up of delegates elected from the Full *Active* Financial Members of each Regional AECG.
 - (i) Delegates elected to attend general meetings of the Association are limited to the committee members of the Association Management

Committee and four (4) Full *Active* Financial Member delegates from each Regional AECG, of which each Regional Representative is an automatic delegate and will make up one (1) of the four (4) delegates for each region.

- (ii) Delegates are elected at the AGM of each Regional AECG.
- (iv) Delegates hold their position until the conclusion of the AGM of the Association following the delegate's election, except in the case of the Association President and the Regional Representative, who retain their positions until the conclusion of the third (3rd) Association AGM and Regional AGM respectively following their election, unless determined otherwise in accordance with this Constitution and the policies and procedures of the Association.
- (v) Delegates are entitled to be notified of, attend and vote at general meetings of the Association, including AGMs and SGMs.

Part 2 – Notice of meetings

2.1 Except in the case of an AGM or if the nature of the business proposed to be dealt with requires a special resolution, the Secretary must, at least seven (7) days before the date fixed for the holding of the general meeting, give a notice in writing (whether in person, by post, email or other electronic communication) to each member eligible to attend the general meeting in accordance with this Constitution, specifying:

- (i) the place, date and time of the meeting; and
- (ii) the nature of the business proposed to be transacted at the meeting.

2.2 In the case of an AGM, the Secretary must, at least twenty one (21) days before the date fixed for the holding of the AGM, give a notice in writing (whether in person, by post, email or other electronic communication) to each member eligible to attend the AGM in accordance with this Constitution, specifying:

- (i) the place, date and time of the meeting;
- (ii) the nature of the business proposed to be transacted at the meeting; and
- (iii) that the meeting is an AGM.

2.3 In the case of a special resolution, Section 1, Part 17 applies.

2.4 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 AGM, business which may be transacted under Section 1, Part 14.

2.5 Subject to Section 1, Part 16, a member desiring to bring any business

before a general meeting may give notice in writing of that business to the Secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

- 2.6 The Secretary must as soon as reasonably possible after being given notice of the cancellation of a general meeting, give notice to members of the cancellation.

Part 3 – Minutes of general meetings

- 3.1 Minutes of general meetings should be kept by the Secretary pursuant to Section 4, Part 4.4 of this Constitution.
- 3.2 The Secretary is to submit a signed copy of the minutes of a general meeting to the Association Secretary within a reasonable time of that meeting being held.

Part 4 – Procedure

- 4.1 No item of business will be transacted at a general meeting unless a quorum of Full Financial Members entitled to vote under this Constitution is present in person or by proxy.
- 4.2 If within thirty (30) minutes of the appointed time for the commencement of a general meeting a quorum is not present, the meeting shall be adjourned until a future date is set and notice given of that meeting.

Part 5 - Quorum

- 5.1 The quorum for all general meetings shall be two-thirds (2/3) of Full Financial Members present in person or by proxy, but not less than five (5) Full Financial Members.

Part 6 – Presiding member

- 6.1 The President, or in the President's absence the Vice-President, will preside as chairperson of general meetings.
- 6.2 If the President and the Vice-President are absent or unwilling to act, Full Financial Members present will elect a person from their number to preside as the chairperson of that meeting.

Part 7– Adjournment

- 7.1 The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of Full Financial Members present at the meeting, adjourn the meeting when deemed necessary, but no business shall be transacted at any adjourned meeting other than the business left

unfinished at the meeting at which the adjournment took place.

- 7.2 Where a general meeting is adjourned for fourteen (14) days or more, the Secretary must give written notice of the adjourned meeting to all members eligible to attend the meeting, stating the place, date, time and nature of the business to be transacted at the adjourned meeting.
- 7.3 Except as provided in sub-parts 7.1 and 7.2, 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.

Part 8 – Making a decision

- 8.1 In line with traditional Aboriginal decision-making processes, in the first instance a question arising at a general meeting is to be determined by the consensus of the Full Financial Members present at the meeting.
- 8.2 If consensus decision-making under sub-part 8.1 cannot be achieved, then a question arising at a general meeting is to be determined by:
- (i) a show of hands of the Full Financial Members present or, if the meeting is one to which Section 1, Part 12 applies, any appropriate corresponding method that the Management Committee may determine, or
 - (ii) if on a motion of the chairperson or 5 or more Full Financial Members present at the meeting decide that the question should be determined by a written ballot – a written ballot.
- 8.3 If the question is to be determined by a show of hands, 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 meeting, is evidence of the fact without proof of the number or proportion of the votes recorded in favour or against the resolution.
- 8.4 Sub-part 8.3 applies to a method determined by the Management Committee under sub-part 8.2(i) in the same way as it applies to a show of hands.
- 8.5 If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.
- 8.6 All motions put to a general meeting must be moved and seconded by a Full Financial Member who is eligible to vote at the meeting in question.

Part 9 – Voting

- 9.1 On any question arising at a general meeting of a Local AECG, including an AGM or SGM, only Full Financial Members are entitled to participate in consensus decisions or to vote, and each Full Financial Member has one (1) vote only.
- 9.2 On any question arising at a general meeting of a Regional AECG, including an AGM or SGM, only Full *Active* Financial Members that have been elected as delegates to the Regional AECG in accordance with this Constitution are entitled to participate in consensus decisions or to vote, and each Full *Active* Financial Member delegate has one (1) vote only.
- 9.3 On any question arising at a general meeting of the Association at the State level, including an AGM or SGM, only Full *Active* Financial Members that have been elected as delegates to the Association in accordance with this Constitution are entitled to participate in consensus decisions or to vote, and each Full *Active* Financial Member delegate has one (1) vote only.
- 9.4 All votes must be given in person or by proxy, but no member can hold more than one (1) proxy.
- 9.5 In the case of an equality of votes on a question at a meeting, the chairperson is entitled to exercise a second or casting vote.
- 9.6 A motion or a resolution will be either carried or defeated and the consensus or vote of the majority of members eligible to participate in the consensus or vote pursuant to sub-parts 9.1, 9.2 and 9.3 above will be final.

Part 10 – Appointment of proxies

- 10.1 Each Full Financial Member may appoint another Full Financial Member from their Local AECG or Regional AECG as a proxy.
- 10.2 Where a Full Financial Member is also a committee member of a Management Committee, they may appoint another committee member as a proxy.
- 10.3 The *Nomination of Appointment of Proxy* form, as set out in the Appendix to this Constitution, should be completed when appointing a proxy and notice of the nomination provided to the Secretary of the relevant AECG no later than twenty-four (24) hours before the general meeting in respect of which the proxy is appointed.

Part 11 – Postal or electronic ballots

- 11.1 All levels of the Association may hold a postal or electronic ballot (as the

Management Committee determines) to determine any issue or proposal (other than an appeal under Section 2, Part 10).

- 11.2 A postal or electronic ballot is to be conducted in accordance with Schedule 3 to the Regulation.

Part 12 – Use of technology at general meetings

- 12.1 A general meeting may be held at two (2) or more venues using any technology approved by the Management Committee that gives each of the members a reasonable opportunity to participate.
- 12.2 A member who participates in a general meeting using that technology is taken to be present at the meeting and, if the member is a Full Financial Member eligible to participate in a consensus or vote pursuant to Section 1, Part 9 and does so, that Full Financial Member is taken to have participated in the consensus or voted in person.

Part 13 – Holding an Annual General Meeting (AGM)

- 13.1 An AGM of the Association must be held in each calendar year and within six (6) months of the expiration of each financial year.
- 13.2 An AGM of a Regional AECG must be held in November of each calendar year.
- 13.3 An AGM of a Local AECG must be held in October of each calendar year.
- 13.4 Subject to the Act and sub-parts 13.1, 13.2 and 13.3 above, the AGM is to be convened on the date and at the place and time that the Management Committee thinks fit.

Part 14 – Business of an Annual General Meeting (AGM)

- 14.1 In addition to any other business which may be transacted at an AGM, the business of an AGM is to include the following:
- (i) to confirm the minutes of the preceding AGM and of any Special General Meeting held since that meeting;
 - (ii) to elect the Management Committee;
 - (iii) in relation to the AGM of a Local AECG or Regional AECG, to receive and consider the financial statements from the Treasurer;
 - (iv) in relation to the AGM of the Association, to receive and consider the audited financial statements from the Association Treasurer;
 - (v) to receive from the President a written annual report of the activities undertaken on behalf of the members during the

- preceding financial year;
- (vi) at the AGM of a Local AECG, the election of delegates to the Regional AECG;
 - (vii) at the AGM of a Regional AECG, the election of delegates to the Association at the State level;
 - (viii) at the AGM of a Regional AECG, the election of a Regional Representative to attend Association State Meetings and general meetings of the Association at the State level.

Part 15 – Calling of, and business at, Special General Meetings (SGM)

- 15.1 The Management Committee may, whenever it thinks fit, convene a Special General Meeting (SGM) of the relevant AECG.
- 15.2 The Management Committee must, on the requisition of not less than two-thirds (2/3) of Full Financial Members, convene an SGM of the relevant AECG.
- 15.3 A requisition of Full Financial Members calling for a SGM:
 - (i) must be in writing;
 - (ii) must state the purpose or purposes of the meeting;
 - (iii) must be signed by the Full Financial Members making the requisition;
 - (iv) must be lodged with the President of the Management Committee; and
 - (v) may consist of several documents in a similar form, each signed by one (1) or more of the Full Financial Members making the requisition.
- 15.4 If the Management Committee fails to convene a SGM to be held within one (1) month after the date on which a requisition of Full Financial Members for the meeting is lodged with the President, any one or more of the Full Financial Members who made the requisition may convene a SGM to be held not later than three (3) months after that date.
- 15.5 A SGM convened by Full Financial Members as referred to in sub-part 15.4 must be convened as nearly as is practicable in the same manner as general meetings are convened by the Management Committee.
- 15.6 For the purposes of subpart 15.3:
 - (i) a requisition may be in electronic form, and
 - (ii) a signature may be transmitted, and a requisition may be lodged, by

electronic means.

Part 16 – Amendment to the Constitution

16.1 Changes to the Constitution of the Association can be proposed by any Full Financial Member of the Association or a Management Committee, subject to the following procedures:

- (i) The Full Financial Member or member/s of a Management Committee must submit the motion to a general meeting of their Local AECG.
- (ii) The Local AECG in meeting must resolve to submit the motion to a general meeting of their Regional AECG.
- (iii) The Regional AECG in meeting must resolve to submit the motion to the Association Management Committee.
- (iv) The Association Management Committee in meeting must resolve to submit the motion to an AGM or SGM of the Association for final resolution.

Part 17 – Special resolution

17.1 Where the nature of the business proposed to be dealt with at a general meeting of members requires a special resolution:

- (i) it may only be dealt with at the Association (State) level at an AGM or SGM of the Association and not at the Regional AECG or Local AECG level; and
- (ii) the Association Secretary must, at least twenty one (21) days before the date fixed for the holding of the AGM or SGM, cause notice to be given to each member of the Association eligible to attend the meeting in accordance with this Constitution, specifying:
 - (a) the place, date and time of the meeting,
 - (b) the nature of the business proposed to be transacted at the meeting,
 - (c) the terms of the resolution, and
 - (d) that the resolution is intended to be passed as a special resolution.

17.2 A special resolution of the Association is required for, amongst other things,:

- (i) changing this Constitution;
- (ii) changing the Aims and Objectives of the Association;

- (iii) changing the name of the Association;
 - (iv) the Association to amalgamate with another registered association;
 - (v) the Association applying to transfer incorporation;
 - (vi) voluntarily winding up or cancelling the Association and distributing property.
- 17.3 A special resolution must be passed in accordance with section 39 of the Act and this part.
- 17.4 Subject to sub-parts 17.1, 17.2 and 17.3, a resolution of the Association is passed as a special resolution if it is supported by at least three-quarters (3/4) of the votes cast by Full Financial Members of the Association present in person or by proxy and who, under this Constitution, are eligible to vote on the proposed resolution.

Part 18 – Establishment of new Local or Regional AECG

- 18.1 In the establishment of a new Local AECG or Regional AECG, Full Financial Members of the Association are eligible to vote and will be exempt from the rule provided in Section 2, Part 2.6.

Part 19 – Re-establishment of a Local or Regional AECG

- 19.1 In the case of a collapsed Local AECG, the Regional AECG Management Committee becomes responsible for convening a meeting to re-establish the Local AECG.
- 19.2 In the case of establishing a new Local AECG, the Regional AECG Management Committee becomes responsible for convening a meeting to establish viability and cultural appropriateness.
- 19.3 Where there is a need to re-establish a Local AECG or Regional AECG, all Full Financial Members of the Association in attendance at the establishing meeting are eligible to vote and will be exempt from the rule provided in Section 2, Part 2.6.

SECTION TWO – MEMBERSHIP

Part 1 – Membership eligibility

- 1.1 A person is eligible to apply to be a member of the Association if the person has:
- (i) been nominated by a Full Financial Member of the Local AECG of which the person wishes to become a member;
 - (ii) the nomination has been seconded by a Full Financial Member of the Local AECG of which the person wishes to become a member;
 - (iii) completed the *Application for Membership Form*, as set out in the Appendix to this Constitution, and lodged the form with the relevant Local AECG Secretary.
- 1.2 Once an application for membership has been received, the Local AECG Secretary must include the business of approval/rejection of the application in the next notice given calling a general meeting of the Local AECG, or as soon as otherwise practical.
- 1.3 The Full Financial Members of a Local AECG in meeting will resolve whether to approve or reject an application for membership to that Local AECG.
- 1.4 As soon as practical after the Local AECG passes a resolution pursuant to sub-part 1.3, the Local AECG Secretary must:
- (i) notify the applicant in writing (whether in person, by post, email or other electronic communication) that the general meeting of the Local AECG approved or rejected the application (whichever is applicable), and
 - (ii) if the general meeting of the Local AECG approved the application, request the applicant pay, within a period of twenty eight (28) days after receipt by the applicant of the notification, the sum payable under this Constitution by a member as an annual membership fee.
- 1.5 The Local AECG Secretary must, on payment by the applicant of the amounts referred to in sub-part 1.4(ii) within the period referred to in that part:
- (i) enter or cause to be entered the applicant's name in the register of members and, on the name being so entered, the applicant becomes a member of the Association;
 - (ii) provide the Association Secretary with a copy of the updated register of members of the Local AECG (whether in written or electronic form).

- 1.6 A member must renew their membership of the Association annually at a general meeting of the Local AECG of which they are a member by completing and submitting an *Application for Membership Form*, as set out in the Appendix to this Constitution, at the general meeting.

Part 2 – Membership categories

Full Membership

- 2.1 Full Membership of the Association will be open to all Aboriginal people aged eighteen (18) years of age or over.
- 2.2 Full Membership will be limited to membership of one (1) Local AECG, to be determined by the vicinity of the Local AECG to either the member's place of residence or employment.
- 2.3 It is expected that a Full Member will be up-to-date with the payment of their annual membership fee and be an Active Member of their Local AECG.
- 2.4 Only Full Financial Members will have voting rights.
- 2.5 The voting rights of a current Full Financial Member renewing their membership will continue in force immediately upon receipt of the annual membership fees by the Local AECG.
- 2.6 The voting rights of a *new* Full Financial Member will not commence until the meeting immediately following the meeting at which the new Full Financial Member was endorsed (except in the case of new and re-established Local AECGs and Regional AECGs pursuant to Section 1, Parts 18 and 19).
- 2.7 Regardless of attendance at general meetings, should a Full Member not pay their membership fee for the period of one (1) year, their status will revert to that of a *new* Full Member and they will not be entitled to vote until the second (2nd) general meeting following payment of the annual membership fee to their Local AECG.
- 2.8 Only Full *Active* Financial Members may be elected as:
- (i) delegates to general meetings of the Regional AECG or Association at the State level; and
 - (ii) committee members of Management Committees.

Associate Membership

- 2.8 Associate Membership of the Association will be open to all non-Aboriginal people aged eighteen (18) years or over.
- 2.9 Associate Membership enables non-Aboriginal people to be involved in meetings and activities of the AECG, but they are not eligible to have voting rights or to hold a Management Committee position.
- 2.10 Associate Membership will be limited to membership of one (1) Local AECG, to be determined by the vicinity of the Local AECG to either the member's place of residence or employment.
- 2.11 It is expected that an Associate Member will be up-to-date with payment of their annual membership fee and be an Active Member of their Local AECG.

Junior Membership

- 2.12 Junior Membership of the Association will be open to all Aboriginal and non-Aboriginal people aged between ten (10) and eighteen (18) years of age.
- 2.13 Junior Membership will be limited to membership of one (1) Local AECG, to be determined by the vicinity of the Local AECG to either the member's place of residence or school.
- 2.14 Junior Membership enables young people to be involved in meetings and activities of the AECG but not to hold an executive position or have voting rights.
- 2.15 It is expected that a Junior Member will be an Active Member of their Local AECG.
- 2.16 Where a Junior Local AECG operates, Junior Members will be eligible to hold Management Committee positions within that Junior Local AECG and are also able to operate autonomously as a sub-committee of their Local AECG.

Life Membership

- 2.17 Nominations for Life Membership of the Association can be awarded in two (2) categories: Full Life Membership and Associate Life Membership. One (1) Full Life Membership and one (1) Associate Life Membership will be awarded annually.
- 2.18 Life Memberships will be decided by the Association Management Committee and awarded on consideration of nominations made.

- 2.19 Life Memberships will be awarded at the AGM of the Association, or as otherwise determined by the Association Management Committee.
- 2.20 Nominations for Life Memberships must be:
- (i) made by a candidate's Local AECG,
 - (ii) in the form and address the criteria in the *Nomination Form – Life Membership and Associate Life Membership*, as set out in the Appendix to this Constitution,
 - (iii) sent to the Association Secretary by close of business on 31 December of the year prior to the AGM of the Association at which the Life Membership is to be awarded.
- 2.21 Full Life Membership recipients are entitled to attend Association State Committee meetings and the AGM of the Association, in addition to closed and Full Financial Members-only sessions, but they do not have voting rights.
- 2.22 Associate Life Membership recipients are entitled to attend Association State Committee meetings and the AGM of the Association, but do not have voting rights.

Part 3 – Cessation of membership

- 3.1 A person ceases to be a member of the Association if the person:
- (i) is deceased;
 - (ii) resigns their membership; or
 - (iii) is expelled from the Association.

Part 4 – Membership transfer

- 4.1 A right, privilege or obligation which a person has by reason of being a member of the Association:
- (i) is not capable of being transferred or transmitted to another person, and
 - (ii) terminates on cessation of the person's membership.
- 4.2 If a member changes their residence, employment or school, and a different Local AECG represents the catchment area of that member's new residence, place of employment or school, the member may transfer their membership to that Local AECG.

Part 5 – Register of members

- 5.1 The Local AECG Secretary and the Regional AECG Secretary shall establish and maintain a register of members of the Local AECG and Regional AECG respectively (whether in written or electronic form), specifying the name and postal, residential and/or email address of each member together with the date on which the person became a member and the category of membership.
- 5.2 The Register of Local AECG and Regional AECG members shall be forwarded to the Secretariat as the principal place of administration of the Association and shall be maintained by the Secretariat and the Association Secretary.
- 5.3 The register of members must be kept in New South Wales:
- (i) at the main premises of the Secretariat, or
 - (ii) if the Secretariat has no premises, at the Association's official address.
- 5.4 The register of members must be open for inspection by any member of the Association at any reasonable time, free of charge.
- 5.5 A member of the Association may obtain a copy of any part of the register.
- 5.6 If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection.
- 5.7 A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
- (i) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the Association or other material relating to the Association, or
 - (ii) any other purpose necessary to comply with a requirement of the Act or the Regulation.
- 5.8 If the register of members is kept in electronic form:
- (i) it must be convertible into hard copy, and
 - (ii) the requirements in sub-parts 5.3 and 5.4 apply as if a reference to the register of members is a reference to a current hard copy of the register of members.

Part 6 – Fees

- 6.1 A member of the Association will, upon admission to membership of the Association, pay to the Local AECG of which they are a member an annual membership fee of \$2.00, or as otherwise determined by the Association Management Committee from time to time.
- 6.2 After the initial payment of the fee for admission to membership, the annual membership fee will become due and payable on 1 January of each calendar year and membership will expire on 31 December of each calendar year.

Part 7 – Rights and liabilities of members

- 7.1 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 of the winding up to the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by Section 2, Part 6.
- 7.2 Membership of the Association does not confer upon members of the Association any right, title or interest, whether legal or equitable, in the property of the Association.

Part 8 – Resolution of disputes

- 8.1 A dispute between a member and another member (in their capacity as members) of the Association, or a dispute between a member or members and the Association, are to be dealt with in accordance with any Association policies or procedures that may apply, as amended from time to time.
- 8.2 If a dispute is not able to be resolved in accordance with Association policies and procedures within three (3) calendar months, or if the Association Management Committee consider the Association policies and procedures do not apply to the particular dispute, the dispute is to be referred to a Community Justice Centre for mediation under the *Community Justice Centres Act 1983* (NSW).
- 8.3 If a dispute is not resolved by mediation within three (3) calendar months of the referral to a Community Justice Centre, the dispute is to be referred to arbitration.
- 8.4 The *Commercial Arbitration Act 2010* (NSW) applies to a dispute referred to arbitration.

Part 9 – Disciplining of members

- 9.1 Any members who conduct themselves in a manner contrary to the Vision, Aims, Objectives or the Constitution of the Association or whose conduct is deemed by the Management Committee as detrimental to the interests of the Association may be:
- (i) suspended from attending Association meetings for a period determined by the Management Committee, but not longer than one (1) year; or
 - (ii) expelled from the Association.
- 9.2 A decision to suspend or expel a member may only be taken:
- (i) if due notice of the proposed action against the member has been provided to the member, including the motion outlining the resolution of the Management Committee and the grounds on which it is based,
 - (ii) if the notice states that the member may address the Management 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,
 - (iii) if the notice states the date, place and time of that meeting, and
 - (iv) if the notice informs the member that the member may do either or both of the following: attend and speak at that meeting; submit to the Management Committee at or prior to the date of that meeting written representations relating to the resolution.
- 9.3 The Management Committee may, by resolution of two-thirds (2/3) majority of the committee members, expel the member from the Association or suspend the member from membership of the Association if after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- 9.4 If the Management Committee expels or suspends a member, the Secretary must, within seven (7) days after the action is taken,
- (i) cause written notice to be given to the member of the action taken, of the reasons given by the Management Committee for having taken that action and of the member's right of appeal under Section 2, Part 10; and
 - (ii) update the register of members to reflect the status of the member and provide the Association Secretary with a copy of the updated

register of members (whether in written or electronic form).

9.5 The expulsion or suspension does not take effect:

- (i) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
- (ii) if within that period the member exercises the right of appeal, unless and until the Association confirms the resolution under Section 2, Part 10,

whichever is the later.

Part 10 – Right of appeal of disciplined member

10.1 A member may appeal to the relevant AECG in a Special General Meeting against a resolution of the Management Committee under Section 2, Part 9, within seven (7) days of the notice of the resolution being served on the member, by lodging with the Secretary a notice to that effect.

10.2 The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.

10.3 On receipt of a notice from a member under sub-part 10.1, the Secretary is to notify the Management Committee which is to convene a Special General Meeting of the relevant AECG to be held within twenty eight (28) days after the date on which the Secretary received the notice.

10.4 At a Special General Meeting of the relevant AECG convened under sub-part 10.3 above:

- (i) no business other than the question of the appeal is to be transacted, and
- (ii) the Management Committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
- (iii) the Full Financial Members present in person or by proxy are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

10.5 The appeal is to be determined by a simple majority of votes cast by the Full Financial Members of the relevant AECG.

10.6 If the disciplined member wishes to appeal the resolution they should refer to a Community Justice Centre for mediation in accordance with the *Community Justice Centres Act 1983*.

SECTION THREE - THE MANAGEMENT COMMITTEE

Part 1 – Powers of Management Committee

- 1.1 The Management Committee is to manage the affairs of the Association at each level of the Association, being the Local AECG, Regional AECG and Association (State) level.
- 1.2 The Management Committee may exercise all such functions as may be exercised by the Association other than those functions that are required by this Constitution to be exercised by a general meeting of members of the Association.
- 1.3 The Management Committee has the power to perform all such acts and do all such things as appear to the Management Committee to be necessary or desirable for the proper management of the affairs of the Association.

Part 2 – Membership of Management Committee

- 2.1 The Office Bearers of the Association at the State level and each Regional AECG and Local AECG are to be the:
 - (i) President,
 - (ii) Vice-President,
 - (iii) Treasurer, and
 - (iv) Secretary.
- 2.2 Membership of the Association Management Committee consists of the Office Bearers of the Association and five (5) ordinary Full *Active* Financial Members, each of whom is to be elected annually at the AGM of the Association, except in the case of the Association President who is elected on a triennial basis. The total number of committee members of the Association Management Committee is to be nine (9).
- 2.3 Membership of a Regional AECG Management Committee consists of the Office Bearers, each of whom is to be elected annually at the AGM of the particular Regional AECG.
- 2.4 Membership of a Local AECG Management Committee consists of the Office Bearers, each of whom is to be elected annually at the AGM of the particular Local AECG.
- 2.5 A committee member may hold up to two (2) offices (other than both the offices of the President and Vice-President).

- 2.6 Each elected committee member of the Association Management Committee is, subject to this Constitution, to hold office until the conclusion of the AGM of the Association following the date of the committee member's election, except in the case of the Association President who will hold office until the conclusion of the third (3rd) AGM of the Association following the date of their election.
- 2.7 Each elected committee member of a Regional AECG Management Committee is, subject to this Constitution, to hold office until the conclusion of the AGM of the particular Regional AECG following the date of the committee member's election.
- 2.8 Each elected committee member of a Local AECG Management Committee is, subject to this Constitution, to hold office until the conclusion of the AGM of the particular Local AECG following the date of the committee member's election.
- 2.9 Elected committee members of the Association Management Committee and each Regional AECG and Local AECG Management Committee are eligible for re-election at the conclusion of each serving term. There is no maximum number of consecutive terms for which a committee member may hold office.

Part 3 – Nomination for Management Committee

- 3.1 Persons seeking nomination for election to a Management Committee at all levels of the Association must:
 - (i) be a Full *Active* Financial Member, who has been actively involved and participated in three (3) meetings of their Local AECG in the twelve (12) months prior to their nomination, except in the case of new and re-established AECGs referred to in Section 1, Parts 18 and 19;
 - (ii) be a permanent resident of New South Wales;
 - (iii) have experience and knowledge in Aboriginal education and training;
 - (iv) demonstrate a commitment to the principles of confidentiality;
 - (v) uphold their Fiduciary responsibilities and this Constitution;
 - (vi) be nominated by one (1) and endorsed by two (2) other Full Financial Members from the Local AECG of which the candidate is a member at an AGM of the Local AECG and the nomination should be reflected in the minutes of the AGM at which the candidate is nominated.
- 3.2 In addition to sub-part 3.1 above, persons seeking nomination for election

to a Regional AECG Management Committee must:

- (i) be an delegate elected from their Local AECG to the Regional AECG;
- (ii) complete a *Nomination Form – Office Bearers Regional AECG Management Committee*, as set out in the Appendix to this Constitution, and submit the nomination form to the Regional AECG Secretary by close of business fourteen (14) days prior to the AGM of the Regional AECG at which the election is to take place.

3.3 In addition to sub-part 3.1 above, persons seeking nomination for election to the Association Management Committee must:

- (i) complete a *Nomination Form – Office Bearers Association Management Committee* **OR** a *Nomination Form – Non-Office Bearer Members of Association Management Committee*, as set out in the Appendix to this Constitution, and submit the nomination form to the Association Secretary by close of business on 31 December of the year prior to the AGM of the Association at which the election is to take place;
 - (a) Nominations for the position of Association President and Association Vice-President must be accompanied by a detailed curriculum vitae, demonstrating the essential criteria sought for these positions by the Association, as expressed from time to time, and a written statement addressing how the candidate will fulfil the role and duties of that position, and
 - (b) Nominated candidates for all other positions on the Association Management Committee must provide a written statement addressing how the candidate will fulfil the role and duties of that position.

Part 4 – Election of Management Committee

4.1 The election of the Management Committee at each level of the Association must be held annually at an AGM of the relevant AECG, except for the position of the Association President who is elected on a triennial basis.

4.2 The election shall be conducted by a Returning Officer to be appointed by the Management Committee one (1) month prior to the AGM. A second person should be elected for the position of Returning Officer in case mitigating circumstances arise.

4.3 The election will be a secret ballot, voting shall not be preferential and the candidate with the highest number of votes shall be elected, however;

- (i) Where only one nomination is received for an elected position the nominated candidate shall be declared elected.
 - (ii) If the number of nominations received is equal to the vacancies to be filled, the candidates nominated are taken to be elected.
 - (iii) If insufficient nominations are received to fill all vacancies on the Management Committee, the candidates nominated are taken to be elected and vacancies can be nominated at the AGM from Full *Active* Financial Members. Nominated candidates require endorsement from two (2) Full Financial Members in attendance at the AGM.
 - (iv) If insufficient further nominations are received, any vacant positions remaining on the Management Committee are taken to be casual vacancies.
 - (v) If the number of nominations received exceeds the number of vacancies to be filled, a secret ballot is to be held.
- 4.4 The secret ballot for the election of Management Committee members is to be conducted at the AGM in any usual and proper manner that the chairperson directs.

Part 5 - Casual vacancy

- 5.1 In the event of a casual vacancy occurring in the membership of a Management Committee at any level of the Association, the Management Committee with the vacancy may appoint a Full *Active* Financial Member of the Association at that level to fill the vacancy.
- 5.2 The member so appointed to the Management Committee with the vacancy is to hold office, subject to this Constitution, until the conclusion of the AGM of that particular AECG next following the date of the appointment.
- 5.3 A casual vacancy in a Management Committee occurs if the committee member:
- (i) dies;
 - (ii) ceases to be a member of the Association;
 - (iii) is or becomes an insolvent under administration within the meaning of the *Corporations Act 2001* (Cth);
 - (iv) resigns office by notice in writing given to the Secretary;
 - (v) is removed from office under Section 3, Part 6;
 - (vi) becomes a mentally incapacitated person;
 - (vii) is absent without the consent of the Management Committee from

- three (3) consecutive meetings of the Management Committee;
- (viii) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than three (3) months; or
 - (ix) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* (Cth).

Part 6 – Removal of Management Committee members

- 6.1 AECGs at each level of the Association in general meeting may by resolution remove any committee member of their Management Committee from the office of committee member before the expiration of the committee 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 committee member so removed.
- 6.2 If a member of the Management Committee to whom a proposed resolution referred to in sub-part 6.1 above relates makes representations in writing (not exceeding a reasonable length) to the Secretary or President of that AECG and requests that the representations be notified to the members of that AECG, the Secretary or the President may send a copy of the representations to each member of that AECG or, if the representations are not so sent, the committee member is entitled to require that the representations be read out at the general meeting of that AECG at which the resolution is considered.

Part 7 – Management Committee meetings and quorum

- 7.1 The Management Committee must meet at least three (3) times in each period of twelve (12) calendar months at the place and time that the Management Committee may determine.
- 7.2 Additional meetings of the Management Committee may be convened by the President or by any committee member.
- 7.3 Oral or written notice of a meeting of the Management Committee must be given by the Secretary to each committee member at least forty-eight (48) hours (or any other period that may be unanimously agreed on by the committee members) before the time appointed for the holding of the meeting.
- 7.4 Notice of a meeting given under sub-part 7.3 must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.

- 7.5 Any three (3) members of the Local Management Committee and Regional Management Committee respectively, and any five (5) members of the Association Management Committee, constitute a quorum for the transaction of the business of a meeting of the Management Committee.
- 7.6 No business is to be transacted by the Management 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 meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- 7.7 If at the adjourned meeting a quorum is not present within thirty (30) minutes of the time appointed for the meeting, the meeting is to be dissolved.
- 7.8 At a meeting of the Management Committee:
- (i) the President or, in the President's absence, the Vice-President is to preside, or
 - (ii) if the President and the Vice-President are absent or unwilling to act, one of the remaining committee members chosen by the committee members present at the meeting is to preside.
- 7.9 Minutes of Management Committee meetings should be kept by the Secretary pursuant to Section 4, Part 4.4 of this Constitution. The Secretary is to submit a signed copy of the minutes of a Management Committee meeting to the Secretariat within a reasonable time of that meeting being held.

Part 8 – Use of technology at Management Committee meetings

- 8.1 A Management Committee meeting may be held at two (2) or more venues using any technology approved by the Management Committee that gives each of the committee's members a reasonable opportunity to participate.
- 8.2 A committee member who participates in a Management Committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Part 9 – Sub-committees

- 9.1 The Management Committee may delegate to one or more sub-committee (consisting of the member or members of the Association that the Management Committee thinks fit) the exercise of any of the functions of the Management Committee other than:
- (i) this power of delegation, and

- (ii) a function which is a duty imposed on the Management Committee by the Act, the Regulation or by any other law.
- 9.2 The Management Committee may appoint a sub-committee (consisting of the member or members of the Association that the Management Committee thinks fit) for the purpose of investigating proposals and presenting their findings and suggestions to the members of the Association at a general meeting.
- 9.3 A function the exercise of which has been delegated to a sub-committee under this part may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- 9.4 A delegation under this part may be made by the Management Committee subject to any conditions or limitations as to the exercise of any function, or as to time or circumstances.
- 9.5 Despite any delegation under this part, the Management Committee may continue to exercise any function delegated.
- 9.6 An act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this part does not have the same force and effect as it would have if it had been done or suffered by the Management Committee.
- 9.7 The Management Committee may revoke wholly or in part any delegation under this part.
- 9.8 A sub-committee shall meet as directed by the Management Committee.
- 9.9 A recommendation of a sub-committee is not necessarily that of the Association.

Part 10 – Voting and decisions

- 10.1 Questions arising at a meeting of the Management Committee or of any sub-committee appointed by the Management Committee are to be determined by a majority of the votes of committee members of the Management Committee or sub-committee present at the meeting.
- 10.2 Each member present at a meeting of the Management Committee or of any sub-committee appointed by the Management 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 second or casting vote.
- 10.3 Subject to Section 3, Part 7.5, the Management Committee may act despite any vacancy on the Management Committee.

- 10.4 Any act or thing done or suffered, or purporting to have been done or suffered, by the Management Committee or by a sub-committee appointed by the Management Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Management Committee or sub-committee.

Part 11 – Association State Committee

- 11.1 The committee members of the Association State Committee will consist of the Association Management Committee and one (1) delegate (being the Regional Representative) representing each Regional AECG.
- 11.2 The Association State Committee is to meet at least two (2) times in each period of twelve (12) calendar months at the place and time that the Association Management Committee may determine.

Part 12 – Role of the Regional Representative

- 12.1 There is to be one (1) Regional Representative elected for each region of the Association.
- 12.2 A Regional Representative is elected on a triennial basis from the delegates of a particular Regional AECG at the AGM of that Regional AECG and will hold their position, subject to this Constitution, until the conclusion of the third (3rd) AGM of that Regional AECG following the date of their election.
- 12.3 The Regional Representative of each region of the Association (or their proxies) is to attend the Association State Meetings and general meetings of the Association at the State level, including AGMs and SGMs, as a representative of their particular region.
- 12.4 Persons seeking nomination for election as a Regional Representative must be:
- (i) be an delegate elected from their Local AECG to the Regional AECG;
 - (ii) complete a *Nomination Form – Office Bearers Regional AECG Management Committee*, as attached to the Appendix to this Constitution, and submit the nomination form to the Regional AECG Secretary by close of business fourteen (14) days prior to the AGM of the Regional AECG at which the election is to take place.
- 12.5 Regional Representatives (or their proxies) will submit to the Association State Meeting:

- (i) a written report that has been developed in consultation with the Regional AECG Management Committee of their region, highlighting the activities that the region has engaged in with education providers across all sectors since the previous Association State Meeting; and
- (ii) an acquittal of their operational expenses allowance.

12.6 Regional Representatives (or their proxies) will table at the next Regional AECG general meeting following each Association State Meeting:

- (i) a written report with the details of all decisions made and proposals put forward at the Association State Meeting;
- (ii) all documents and correspondence which the Association State Committee wishes to be tabled at the Regional AECG general meeting;
- (iii) a copy of the Association State Committee minutes; and
- (iv) a copy of the acquittal of the Regional Representatives' operational expenses allowance.

12.7 Regional Representatives will provide their Regional AECG Secretary with the material listed in sub-part 12.6 prior to the next Regional AECG general meeting following an Association State Meeting for circulation to delegates, giving the Regional AECG Secretary reasonable time to circulate said material.

SECTION FOUR - DUTIES OF MANAGEMENT COMMITTEE

Part 1 - President

- 1.1 The President must act in accordance with the Constitution of the Association.
- 1.2 The President must act in the best interests of, and will be accountable to, the members of the Association at the relevant level of the Association for which they are an Office Bearer (Local AECG, Regional AECG or Association at the State level).
- 1.3 The President must ensure the successful functioning of the AECG for which they are an Office Bearer and achievement and furtherance of the Vision, Aims and Objectives of the Association.
- 1.4 The President must represent the Association on matters relating to policy, management and administration of the Association at the relevant level of the Association for which they are an Office Bearer.
- 1.5 The Association President must maintain a high level of communication with relevant State and Commonwealth departments and bodies, Ministers, and other non-government and community organisations involved in Aboriginal education and training.
- 1.6 The President must:
 - (i) ensure that notices of meetings, including general meetings and meetings of the Management Committee, conform with this Constitution;
 - (ii) develop, in consultation with the Management Committee, the preparation of agendas for meetings, including general meetings and meetings of the Management Committee;
 - (iii) table all relevant correspondence and other material relating to meeting agendas with the Management Committee;
 - (iv) in the case of elections, ensure the appointment of a Returning Officer as determined by the Management Committee at least one (1) month prior to the AGM.
- 1.7 When acting in the capacity of chairperson to a meeting, including a general meeting or a meeting of the Management Committee, the President must:
 - (i) open that meeting when a quorum is present as well as ask for any proxies or apologies;
 - (ii) review and sign the minutes of meetings as soon as practical after

- those meetings;
- (iii) preserve order and warn any member or committee member who is causing a disturbance at a meeting that the member or committee member may be removed;
 - (iv) order the removal from the meeting of any member or committee member who, having been already warned, continues to cause a disturbance and may request assistance from the police to remove the member or committee member if it is considered necessary by the majority of members or committee members at the meeting;
 - (v) ensure that any debates are conducted in the correct manner and, in particular, that there is one (1) speaker at a time;
 - (vi) rule “out of order” any motion which involves the Association acting outside its functions or powers under the Act, the Regulation or the Vision, Aims or Objectives of the Association, or any other statute or rule of law;
 - (vii) close or adjourn the meeting when:
 - (a) a motion to that effect is carried,
 - (b) all business has been finished,
 - (c) the meeting is excessively disorderly,
 - (d) a quorum is no longer present.

Part 2 - Public Officer

- 2.1 The Public Officer of the Association is a position appointed from the committee members of the Association Management Committee by a majority of the Association Management Committee.
- 2.2 The Public Officer of the Association is appointed for twelve (12) calendar months.
- 2.3 The Public Officer of the Association vacates the position in the following circumstances:
 - (i) if he or she dies;
 - (ii) if he or she resigns;
 - (iii) if he or she is removed from office by resolution of the Association Management Committee;
 - (iv) if he or she is removed from office by resolution of a general meeting of the Association at the State level;
 - (v) if he or she becomes bankrupt, applies to take the benefit of any law for the relief of bankrupt or insolvent debtors, compounds his or her

creditors or makes an assignment of his or her remuneration for their benefit;

- (vi) if he or she becomes a mentally incapacitated person,
 - (vii) if he or she ceases to be a resident of New South Wales, or
 - (viii) in such other circumstances as the Constitution may provide.
- 2.4 The Association Management Committee must appoint a new Public Officer within twenty eight (28) days of the position becoming vacant.
- 2.5 The new Public Officer of the Association must notify NSW Fair Trading of their appointment, or such other Government body administering the Act and the Regulation, in the prescribed form within twenty eight (28) days of their appointment.
- 2.6 The Public Officer must:
- (i) act in accordance with the Constitution of the Association;
 - (ii) act in the best interests of, and will be accountable to, the members of the Association;
 - (iii) assist with the successful functioning of the Association and the achievement and furtherance of the Vision, Aims and Objectives of the Association;
 - (iv) keep the Association's Common Seal in safe custody;
 - (v) lodge an application in the prescribed form with NSW Fair Trading, or such other Government body administering the Act and the Regulation, to register a change of name, Aims, Objectives or Constitution of the Association within twenty eight (28) days of the passing of a special resolution to this effect by the members of the Association at the State level;
 - (vi) notify NSW Fair Trading, or such other Government body administering the Act and the Regulation, in the prescribed form of any change of the Association's official address within twenty eight (28) days.
- 2.7 The Public Officer is also responsible for:
- (i) collecting all Association documents from former Association Management Committee members and delivering the documents to the new Association Management Committee member;
 - (ii) returning all Association documents to an Association Management Committee member within fourteen (14) days of vacating office;
 - (iii) 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 Association Management Committee as soon as practicable;

- (iv) custody of any documents as required by this Constitution.

Part 3 – Vice-President

- 3.1 The Vice-President of the Association must assist and support the President in his/her responsibilities as outlined in Section 4, Part 1 above.
- 3.2 The Vice-President must:
 - (i) act in accordance with the Constitution of the Association;
 - (ii) act in the best interests of, and will be accountable to, the members of the Association;
 - (iii) assist with the successful functioning of the Association and the achievement and furtherance of the Vision, Aims and Objectives of the Association;
- 3.3 In the absence of the President, the Vice-President must assume the role of the President and take on the President's responsibilities pursuant to Section 4, Part 1.

Part 4 - Secretary

- 4.1 The Secretary must, as soon as practicable after being appointed as Secretary, lodge notice with the Association of his or her address.
- 4.2 The Secretary must:
 - (i) act in accordance with the Constitution of the Association;
 - (ii) act in the best interests of, and will be accountable to, the members of the Association;
 - (iv) assist with the successful functioning of the Association and the achievement and furtherance of the Vision, Aims and Objectives of the Association;
- 4.3 The Secretary must maintain, in conjunction with the President, the following:
 - (i) a calendar of dates, venues and times of planned meetings; and
 - (ii) call meetings and give the proper notice for such meetings in accordance with this Constitution.
- 4.4 The Secretary must maintain an accurate record of all minutes (whether in written or electronic form) of:

- (i) all appointments of Office Bearers and members of the relevant Management Committee;
 - (ii) the names of members present at meetings of the Association, including Management Committee meetings, Association State Committee meetings and general meetings, AGMs and SGMs; and
 - (iii) all proceedings at Management Committee meetings, Association State Committee meetings and general meetings of members, including AGMs and SGMs.
- 4.5 Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
- 4.6 The Secretary must maintain an attendance book for all meetings. The book must have inscribed the names of all the members who have attended each meeting, together with the signature of each member who is present.
- 4.7 The Association Secretary must maintain a register of all members of the Association showing details of each member's name, address (postal, residential and/or email), class of membership and date of admission and registration as members.
- 4.8 Each Regional AECG and Local AECG Secretary must maintain a register of all members of their respective Regional AECG and Local AECG showing details of each member's name, address (postal, residential and/or email), class of membership and date of admission and registration as members.
- 4.9 The Secretary must maintain a register of expelled and suspended members indicating at which meeting the decision was made and a copy of the minutes attached for reference.
- 4.10 The Secretary must maintain any incoming and outgoing correspondence to the relevant Management Committee and inform the Management Committee of such correspondence.
- 4.11 Each Regional AECG and Local AECG Secretary must forward to the Association Secretary a signed copy of the *Certification* form, as set out in the Appendix to this Constitution, accepting this Constitution.

Part 5 - Treasurer

5.1 The Treasurer must:

- (i) act in accordance with the Constitution of the Association;

- (ii) act in the best interests of, and will be accountable to, the members of the Association;
- (v) assist with the successful functioning of the Association and the achievement and furtherance of the Vision, Aims and Objectives of the Association;

5.2 The Treasurer must:

- (i) maintain proper financial accounts and records of all transactions in relation to the operations of the Association;
- (ii) ensure that correct books and accounts are kept showing the financial affairs of the Association, including full details of all receipts and expenditures connected with the activities of the Association;
- (iii) ensure that all money due to the Association is collected and received and that all payments authorised by the Association are made;
- (iv) ensure that all money received by the Association is deposited as soon as practicable in the Association and/or respective Regional AECG and/or Local AECG bank or other authorised deposit-taking institution accounts;
- (v) as soon as practicable after receiving any money, issue an appropriate receipt.

5.3 The Treasurer must submit a financial statement to each AGM and Management Committee meeting, to be known as the Treasurer's Report.

5.4 The Association Treasurer must ensure that the accounts and records of financial transactions of the Association are inspected and audited by an auditor appointed by the Association Management Committee at the end of each financial year and prior to the AGM of the Association.

5.5 The Association Treasurer must ensure that a statement of accounts, together with an auditor's certificate in relation to the statement, is submitted to the AGM of the Association.

5.6 The Treasurer must submit to the AGM or Association State Committee, details of any expenditure, which in the Treasurer's opinion contravenes the Act, or the wishes of the majority of the members, or both.

SECTION FIVE - MISCELLANEOUS

Part 1 – Source of funds

- 1.1 The funds of the Association are to be derived from membership fees, donations and other funding sources as determined by the Association Management Committee, in accordance with the Aims and Objectives of the Association, and may include the establishment or incorporation of any subsidiary companies for the purposes of achieving those Aims and Objectives.

Part 2 – Funds - management

- 2.1 Subject to any resolution passed at an AGM or SGM of the Association at the State level, the funds of the Association are to be used solely in pursuance of the Aims and Objectives of the Association in the manner that the Association Management Committee determines.
- 2.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two (2) authorised signatories.

Part 3 – Change of Name, Aims, Objectives and Constitution

- 3.1 An application for registration of a change in the Association's name, Aims, Objectives or this Constitution in accordance with section 10 of the Act is to be made by the Public Officer of the Association or a committee member of the Association Management Committee.

Part 4 – Custody of records, books etc.

- 4.1 Except as otherwise provided by this Constitution, all records, books and other documents relating to the Association must be kept in New South Wales:
 - (i) at the main premises of the Association, in the custody of the Public Officer of the Association or a member of the Association (as the Association Management Committee determines), or
 - (ii) if the Association has no premises, at the Association's official address, in the custody of the Public Officer of the Association.
- 4.2 Subject to the Act and the Regulation, records, accounts and minutes of proceedings of the Association must be kept for not less than five (5) years after they are made.

Part 5 – Inspection or records, books etc.

- 5.1 The following documents must be open to inspection, free of charge, by a

member of the Association at such times as the relevant Management Committee determines:

- (i) records, books and other financial documents of the Association,
- (ii) this Constitution,
- (iii) minutes of all Management Committee meetings and general meetings of the Association.

5.2 A member of the Association may obtain a copy of any of the documents referred to in sub-part 5.1.

5.3 Despite sub-parts 5.1 and 5.2, the Management Committee may refuse to permit a member of the Association to inspect or obtain a copy of records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.

Part 6 – Financial year

6.1 The financial year of the Association is:

- (i) the period of time commencing on the date of incorporation of the Association and ending on the following 31 December, and
- (ii) each period of twelve (12) calendar months after the expiration of the previous financial year of the Association, commencing on 1 January and ending on the following 31 December.

APPENDIX

NEW SOUTH WALES
ABORIGINAL EDUCATION CONSULTATIVE GROUP INCORPORATED

CERTIFICATION

We, the undersigned, hereby certify that the Constitution of the NSW Aboriginal Education Consultative Group Inc. was adopted at a general meeting of the:

.....

Local AECG general meeting held on/...../.....

President's signature

Secretary's signature

Date/...../.....

Office Use Only

A copy must be forwarded to the Secretariat

Date forwarded/...../.....

Sighted and registered by the Association Secretary

Association Secretary Signature

Date/...../.....

APPLICATION FOR MEMBERSHIP

I,

_____ (Full Name of Applicant)

Of

_____ (Full Address for all correspondence)

Hereby apply to become a Full / Associate / Junior * Member of the NSW Aboriginal Education Consultative Group Incorporated (the **Association**). In the event of my admission as a member, I agree to be bound by the Constitution of the Association.

_____/_____/20____ Date
Signature of Applicant

Email Address: _____ Phone: _____

I,

_____ (Full name of Proposer)

being a Full Financial Member of the Association, nominate the Applicant, who is personally known to me, for Membership of the Association.

_____/_____/20____ Date
Signature of Proposer

I,

_____ (Full name of Seconder)

being a Full Financial Member of the Association, second the nomination of the Applicant, who is personally known to me, for Membership of the Association.

_____/_____/20____ Date
Signature of Seconder

Office Use Only				
Regional AECG Sighted	_____/_____/20____		Date	
	Signature of President / Secretary		Date	
Forwarded to Secretariat	Fax^ Post^	Email^ Other^	/	/20 Date
* Delete as appropriate	^ Circle as appropriate			

Nomination Form – Office Bearers Regional AECG Management Committee
Name of Local AECG:
Local AECG Meeting Date:
Name of Person Nominated:

Please place a tick next to the position the candidate is seeking election to:	President	<input type="checkbox"/>
	Vice-President	<input type="checkbox"/>
	Treasurer	<input type="checkbox"/>
	Secretary	<input type="checkbox"/>
	Regional Representative	<input type="checkbox"/>

Local AECG to provide a brief reason for the nomination:

*The person nominating and the persons endorsing the nomination must be **Full Financial Members** of the candidate’s Local AECG.*

Nominated by:		Signature:
Endorsed by:		Signature:
Endorsed by:		Signature:

If the candidate has accepted the nomination then they **must** sign this form

Signature of Candidate: _____ Date: _____

<i>This nomination form must be endorsed by the President of the Local AECG</i>	
Name of the President:	Signature:

Please note: This form must be submitted to the Secretary of the Regional AECG Management Committee **by close of business 14 days** prior to the holding of the Regional AECG AGM at which the election is to take place. It must be accompanied by the minutes of the Local AECG AGM, where the candidate was nominated.

Nomination Form – Non-Office Bearer Members of the Association Management Committee		
Name of Local AECG:		
Local AECG Meeting Date:		
Name of Person Nominated:		

Please place a tick next to the position the candidate is seeking election to:	Association Management Committee	<input type="checkbox"/>

Local AECG to provide a brief reason for the nomination:

*The person nominating and the persons endorsing the nomination must be **Full Financial Members** of the candidate's Local AECG.*

Nominated by:		Signature:
Endorsed by:		Signature:
Endorsed by:		Signature:

If the candidate has accepted the nomination then they **must** sign this form

Signature of Candidate: _____ Date: _____

<i>This nomination form must be endorsed by the President of the Local AECG</i>	
Name of the President:	Signature:

Please note: This form must be lodged with the Secretary of the Association Management Committee **by close of business on 31 December** prior to the Association AGM at which the election is to take place. It must be accompanied by the minutes of the AGM where the candidate was nominated, and supported by documentation that illustrates that the candidate meets the criteria for the position they have been nominated for, pursuant to the Constitution.

Nomination Form – Office Bearers Association Management Committee
Name of Local AECG:
Local AECG Meeting Date:
Name of Person Nominated:

Please place a tick next to the position the candidate is seeking election to:	President	<input type="checkbox"/>
	Vice-President	<input type="checkbox"/>
	Treasurer	<input type="checkbox"/>
	Secretary	<input type="checkbox"/>

Local AECG to provide a brief reason for the nomination:

*The person nominating and the persons endorsing the nomination must be **Full Financial Members** of the candidate’s Local AECG.*

Nominated by:		Signature:
Endorsed by:		Signature:
Endorsed by:		Signature:

If the candidate has accepted the nomination then they **must** sign this form

Signature of Candidate:_____ Date:_____

<i>This nomination form must be endorsed by the President of the Local AECG</i>	
Name of the President:	Signature:

Please note: This form must be lodged with the Secretary of the Association Management Committee **by close of business on 31 December** prior to the Association AGM at which the election is to take place. It must be accompanied by the minutes of the AGM where the candidate was nominated, and supported by documentation that illustrates that the candidate meets the criteria for the position they have been nominated for, pursuant to the Constitution.

Nomination Form – Full Life Membership and Associate Life Membership

When nominating a member for either Full Life or Associate Life Membership to the Association, the following criteria **must** be confirmed:

The candidate:

- has been a continuous member of a Local AECG for ten (10) years or more;
- has been a Full *Active* Financial Member during this period of time;
- has demonstrated a commitment to the Association.

- This nomination form must be accompanied by no more than two (2) pages profiling how the candidate has met all of the above criteria.

*When profiling your candidate, it is important to make sure that: you **highlight** all the work **that** the candidate has undertaken as a member of the Association in a **voluntary** capacity, not work undertaken in a paid capacity.*

Nomination Form – Full Life Membership / Associate Life Membership
--

Name of AECG:	Date of Meeting:
Name of Candidate:	Member of:
Please place a tick in the box re: the category of membership:	
Full Life Member: <input type="checkbox"/>	OR Associate Life Member <input type="checkbox"/>

Nominated by:		Signature:
Endorsed by:		Signature:
Endorsed by:		Signature:

This nomination form should be signed by the President from where the nomination has taken place e.g. Local AECG/Regional AECG/Association (State) level. However, if the President is being nominated, then the Vice-President should sign the nomination form.	
President::	Signature:
Vice-President:	Signature

This nomination form and the candidate’s profile **must** be lodged with the Secretary of the Association Management Committee by **close of business on 31 December** prior to the Association AGM at which the Life Membership is to be awarded.

NEW SOUTH WALES ABORIGINAL EDUCATION CONSULTATIVE GROUP
INCORPORATED (the **Association**).

NOMINATION FOR APPOINTMENT OF PROXY

I, _____, (*Full name of Member*)

Of _____

_____ post code _____

(*Full address for all correspondence*)

being a Full Financial Member of the Association hereby appoint:

(*Full name of proxy*)

being a Full Financial Member of the Association, as my proxy to vote on my behalf at an Association State Committee / AGM / Regional AECG / Local AECG* meeting of the Association, as the case may be, to be held on:

_____ day of _____ 20____, and at any adjournment.

My proxy is authorised to vote:

in any way he / she* sees fit **OR**

in favour of / against* the following resolutions:

(1)

(2)

(3)

(Signature of Member)

(Signature of Proxy)

Date: _____

Date: _____

NOTE:

(1) A proxy vote may only be given to a person who is a Full Financial Member of the Association.

(2) Refer to Section 1, Part 10 of the Constitution of the Association for requirements in relation to the Appointment of Proxies.

* delete as appropriate.

NSW AECG Secretariat

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New South Wales
Aboriginal Education
Consultative Group Inc.