

Constitution of ACT Music Educators Network Incorporated

1. Name:

The name of the association shall be the ACT Music Educators Network Incorporated and it shall be hereafter referred to as the 'Network', 'Group and/or 'ACTMEN'.

2. Interpretation:

- (a) The 'Committee' shall be responsible for the direction of the activities of the Network.
- (b) The 'Committee' consists of 5 office bearers and 3 ordinary members elected as per rule 9.
- (c) 'Office Bearers' refers to the President, Vice-President, Treasurer, Secretary and Public Officer
- (d) A 'Member' refers to an individual person, organisation or industry partner as per rule 4.
- (e) An 'Individual person' refers to an individual school teacher, instrumental teacher, conductor, manager, director, event promoter, institutional educator or musician
- (f) An 'Organisation' refers to a school, educational institution, community music organisation, music education business or professional music organisation.
- (g) An 'Industry Partner' refers to a retail business, manufacturer, commercial publication and non-music organisations.
- (h) 'ACTMEN' refers to the ACT Music Educators Network.
- (i) A 'Financial Year' shall mean 1st July to 30th June inclusive.

3. Aims and Objectives.

Vision

'To instil a deep love of Music in our community through advocacy of Music Education, facilitating music-making opportunities, fostering professional training of music teachers and networking all stakeholders associated with Music Education in the ACT'

Rationale

Music Education is an important element of our community. It is an ingredient that both challenges and enriches students through performance and academic study. Music is an universal language that promotes common values and intellectual properties. Music is a vehicle that enables the human spirit to flourish. It often gives a sense of well-being, achievement, emotive connectedness and spiritual fulfilment. Music is a powerful emotive force that contributes added depth to a holistic and liberal education.

Mission

The ACT Music Educators Network is a non-politically aligned collective of Individual Persons, Music Organisations and Industry Partners who are jointly concerned for Music Education in the ACT. They represent school teachers, instrumental teachers, conductors, directors, event promoters, institutional educators, musicians, schools, educational institutions, community music organisations, music businesses and music retailers. The ACTMEN believes outcomes for Music Education in the ACT should be of the highest priority when reflecting on a holistic and liberal education for our students. It recognises the intellectual, physical, social, emotional, artistic and creative benefits of Music when active participation is fostered and a quality curriculum is promoted. This is best achieved by facilitating professional conversation, collaboration and professional training of Music Educators and associated stakeholders.

Aims

- (a) To encourage networking of Music Educators through professional conversation
- (b) To promote the specialisation of music education organisations in the ACT
- (c) To facilitate the ongoing professional training and development of Music Educators in the ACT
- (d) To provide a voice for Music Education in the ACT through advocacy
- (e) To promote best practice, a quality curriculum and music-making in the ACT

4. Membership:

4.1 Any individual person, organisation or industry partner who supports the aims and objectives of the Network shall be eligible for membership on approval from the Committee.

4.2 Any individual person, organisation or industry partner shall become a member of the Network upon:

- (a) Acceptance by the Committee of their application;
- (b) Acceptance of their payment by an authorised officer

4.3 At the discretion of the Committee, an honorary membership can be given to an individual person, organisation or industry partner where it delivers tangible benefits to the Network.

4.4 An individual person who has given exceptional service to the Network over a continuous period of ten years or more may be nominated by the Committee and elected by a General Meeting as a Life Member.

4.5 Membership entitlement is not transferable from one member to another.

4.6 A Code of Conduct for members will be determined by the Committee from time to time. All members will be made aware of the code and be expected to act in accordance with the code. Acceptance of the code will form part of the application for membership form.

5. Notices:

Any notice to be given to any member shall be delivered verbally, electronically and/or in print.

6. Annual Fees:

6.1 Membership fees shall be determined at the Annual General Meeting or a Special Meeting in each year and shall be due and payable on a date determined by the Committee.

6.2 Membership fees will be used for the administration of the Network and activities aligned with its aims and objectives.

6.3 In addition to membership fees, activity fees shall be payable by any member who participates in an activity supported by the Network. The Committee shall determine activity fees.

7. Cessation of Membership:

7.1 Any member shall cease to be a member upon receipt by the Secretary of their written resignation.

7.2 Any member ceasing to be a member of the Network for any reason whatsoever shall not generally be entitled to the reimbursement of monies already paid to the Network.

7.3 A member shall cease to be a member of the Network at the expiration of three (3) months after written notice that their membership fee is overdue unless:

- 7.3.1 the fee is paid within that period
- 7.3.2 or by negotiation with the Committee

7.4 Any member who ceases to be a member of the Network for any reason whatsoever shall return to the Network all assets and shall pay to the Treasurer any outstanding fees and costs incurred on their behalf by the Network.

7.5 The President and/or the Committee may expel from the Network any member whose conduct in the opinion of the Committee is discreditable or injurious to the aims and objectives of the Group.

7.5.1 Before any member is expelled they shall be given the opportunity to defend themselves and to justify or explain their conduct at a meeting of the Committee. Provided that a quorum is established, and that the majority of the Committee is present when the member's case is considered, is of the opinion that the member should be expelled, then the President and/or the Committee may expel that member.

7.5.2 Should any member decline to appear before the Committee meeting, in accordance with paragraph 7.5.1 the Committee is empowered to consider the matter and act as though the member had appeared before the Committee.

8. Meetings:

8.1 Annual General Meeting

8.1.1 The Annual General Meeting of the Network shall be held annually within six (6) months after the end of the financial year and members shall be given notice in writing at least fourteen (14) days before the meeting.

8.1.2 The Annual Report, Audited Balance Sheet or Financial Statement of the Group for the previous year and Minutes of the previous Annual General Meeting shall be submitted to the members at the Annual General Meeting.

8.1.3 The election of Office-Bearers for the ensuing period until the next Annual General Meeting shall take place at the Annual General Meeting.

8.1.4 No other business but the above can be conducted at the Annual General Meeting.

8.2 General Meetings

8.2.1 The Committee is empowered to call a General Meeting of members as the need arises and shall give a minimum of fourteen (14) days notice to all members of such a General Meeting.

8.2.2 No less than three (3) General Meetings shall be conducted each calendar year.

8.2.3 Apologies, minutes of the previous General Meeting, the Presidents report, Treasurers report, financial statement of the Group, general correspondence and any other general business shall be submitted to the members at the General Meeting.

8.2.4 The President or Chairperson reserves the right to direct any matters arising from general business to the Committee for further discussion.

8.2.5 The Committee is empowered to make by-laws necessarily for the proper administration of the Network. A by-law so made shall be submitted for ratification by a General Meeting, Annual General Meeting or Special General Meeting and then shall not be varied, revoked, added to or amended unless and until:

- (a) Notice of intention to propose such a repeal, addition or amendment is first given in writing by a member of the Network to the Secretary of the ACTMEN in less than thirty days prior to the date of the said General Meeting and included in the agenda for such meeting, and,
- (b) Such repeal, addition or amendment is proposed at such General Meeting and is approved by not less than three-quarters (3/4) of the votes cast.

8.3 Special General Meeting

A Special General Meeting of members shall be called at the written request of any five members of the Network. Such Special General Meetings shall be held within thirty days of such a request and all members shall be notified in writing not less than fourteen (14) days before such meeting.

8.4 Committee Meetings

8.4.1 The Committee shall meet as often as required to conduct the business of the Network by not less than four (4) occasions each calendar year.

8.4.2 The Secretary shall notify all Committee members of the date, time and place of all Committee meetings.

8.4.3 The quorum for all Committee meetings shall be five (5) voting members.

8.4.4 Apologies, minutes of the previous Committee Meeting, general correspondence, membership applications and any other general business shall be submitted to Committee members at the Committee Meeting.

8.4.5 The Committee shall appoint an Auditor who shall be neither a member of the Network nor its Public Officer.

8.5 Conduct of Meetings.

8.5.1 The President of the Network shall chair all meetings. In the absence of the President, the Vice-President shall take the chair and in the absence of the Vice President, the Committee shall elect one of their number to take the chair.

8.5.2 At all meetings the decision of the Chair on points of order shall be final.

8.5.3 The quorum for all General meetings shall be ten (10) voting members.

8.5.4 If at any meeting other than the Annual General Meeting, there be no quorum within 30 minutes of the time appointed for the meeting, the meeting shall lapse unless a majority of the voting members present decide to adjourn the meeting for a period not exceeding fourteen (14) days.

8.5.6 If at an annual General Meeting there be no quorum within 30 minutes after the appointed time for the meeting, the Annual General Meeting shall be adjourned for a period not exceeding fourteen (14) days.

8.5.7 If at an adjourned Annual General Meeting there be no quorum within 30 minutes after the time appointed for the meeting, the meeting may proceed despite the absence of a quorum.

8.5.8 If at any adjourned meeting other than an Annual General meeting there be no quorum within 30 minutes of the time appointed for such adjourned meeting, then the meeting shall lapse all together.

8.6 Voting Rights.

8.6.1 Upon any question arising at a general meeting of the Network, a member has one vote only (only one representative per membership may vote).

8.6.2 All votes must be given personally or by proxy.

8.6.3 In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.

8.6.4 A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Network have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

8.6.5 A member who is an employee of the Network is not entitled to vote.

8.7 Proxies.

8.7.1 Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than twenty four (24) hours before the time of the meeting in respect of which the proxy is appointed.

8.7.2 The notice appointing the proxy must be for a general meeting of the Network convened as per clause 8.1, 8.2, 8.3

9. Committee

9.1 The Committee shall consist of

(a) A President, Vice President, Treasurer, Secretary and Public Officer.

(b) No less than three (3) additional members all of whom shall be performing members.

(c) Each Committee member of the Network will hold office for a term of only one year but is eligible for re-election.

9.2 Election of the Committee

9.2.1 Each nomination for election to the Committee shall be proposed and seconded respectively by two members.

9.2.2 Nominees must notify acceptance of nomination for a position on the Committee.

9.2.3 The election of the Committee shall be by ballot of voting members at the Annual General Meeting. No ballot shall be required when the number of candidates nominated for each office does not exceed the number of vacancies.

9.2.4 Should any Committee member fail to attend three consecutive meetings of the Committee, their position may be declared vacant. Should any vacancy occur on the Committee, other than in the normal course of the elections, the Committee shall fill such vacancy by co-option and such elected member shall hold office until the next Annual General Meeting.

9.2.5 The Committee shall have the authority to co-opt members to fill any vacancies on the Committee as it thinks fit.

9.2.6 The Committee shall have the authority to form a Co-president arrangement between the President and Vice-President as it thinks fit.

9.3 Responsibilities of the Committee

9.3.1 The Committee is responsible for the proper function of the Network and shall do all which it considers necessary or desirable to carry out the aims and objectives of the Network, subject to the decisions made at any meeting of members.

9.3.2 The Committee shall have the authority to establish a sub-committee to deal with any particular matter and upon such terms as the Committee may think fit.

9.3.3 The Committee shall have the authority to employ a person or persons to carry out administrative activities as the Committee may think fit.

9.3.4 Signatories: the Committee shall authorise no less than three (3) of its members to be signatories to the accounts of the Network.

9.3.5 Trustees: Unless otherwise determined by a meeting of the members of the Network, the Committee shall be deemed to be the Trustees of the Network, to hold any property real and personal belonging to the Network.

9.4 Specific Duties

9.4.1 Secretary: Under the direction of the Committee, the duties of the Secretary shall include the keeping of a true record of all meetings and the maintenance of a list of all members.

9.4.2 Treasurer: Shall cause proper books of account to be kept with respect to all activities undertaken by the Group and shall submit a financial report for each committee meeting.

10. Finance

10.1 The Financial year shall be 1st July to 30th June.

10.2 All moneys of the Network shall be paid into accounts of the Network at such financial institutions as the Committee may from time to time determine.

10.3 All moneys drawn from the account of the Network shall be drawn by cheque signed by at least two of the signatories authorised by the committee.

10.4 The books and accounts of the Network shall be organised and audited annually.

10.5 A balance sheet setting out the assets and liabilities of the Network and certified correct by the auditor shall be filed by the Public Officer with the ACT Registrar Generals Office within one month of presentation to the Annual General Meeting. A balance sheet shall be prepared and submitted to the Registrar Generals Office at least once in each period of twelve months.

10.6 Variation or waiver of fees: the Committee shall have the power to reduce or waive any fee or charge if, in their view, there are extenuating circumstances.

11 Assets:

11.1 The property, assets, books, documentation and/or securities of the Network, wherever derived, shall be applied to promote the aims and objectives of the Network and no portion thereof shall be paid or transferred either directly or indirectly by way of dividend, bonus, or otherwise by way of profit to members generally of the Network. Provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officers or servants of the Network or any member in return for services actually rendered, nor prevent the payment of interest on money borrowed from any member of the Network.

11.2 Any member of the Network has the right to inspect books, documentation and/or securities of the Group.

11.3 Should the Network for any reason whatsoever cease to function, any member or any person holding any Network moneys or property shall forthwith pay or return same to the Committee.

11.4 If upon winding-up or dissolution of the Network there remains, after the satisfaction of all debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the members of the Network, and shall be given or transferred to anyone or more institutions having objects similar to the objects of the Network and which prohibit the distribution of income and property amongst members to an extent at least as great as is imposed on the Network under the constitution of the Network, such institution or institutions to be determined by members of the Network at or before the time of dissolution AND in default thereof by a judge of the Supreme Court of the Australian Capital Territory as may have or acquire jurisdiction in regard to charitable funds.

12. Amendments to the Constitution:

12.1 This shall be the only Constitution of the ACT Music Educators Network Incorporated, and shall come into force forthwith and shall not be altered, varied, added to or repealed unless three-quarters (3/4) of the votes cast at an Annual General Meeting or a General Meeting are in favour of such alteration, variation, addition or repeal.

12.2 The Public Officer shall file with the ACT Registrar Generals Office within one-month notice of any alteration to this Constitution.

13. Members' Liabilities

The liability of a member to contribute to the payment of the debts and liabilities of the association or the costs, charges and expenses of winding up of the association is limited to the amount, if any, unpaid by the member in respect of the membership of the Network as required by clause 4.2 (b) and (c).

14. Common Seal

14.1 The common seal of the Network shall be kept in the custody of the President.

14.2 The common seal shall not be affixed to anything except by the authority of the Committee and two members of the Committee shall witness the affixing of the common seal.