

*Modern Language Teachers Association of Tasmania,
Inc.*

Constitution

Amended 1998
Amended 2000
Amended November 17, 2001
Amended November, 2003
Amended July 2006

This document belongs to :

Modern Language Teachers Association of Tasmania, Inc.

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A. DEFINITION

1. The Association shall be an affiliated member of the Australian Federation of Modern Language Teachers Associations, (AFMLTA Inc.), and shall be called the Modern Language Teachers Association of Tasmania, Inc. (MLTAT Inc.)
2. In any given year, the Association shall consist of all its Ordinary, Student and Honorary Life Members as defined in Section C of this constitution.

B. AIMS

1. The Association shall exist in order to promote the widespread and effective learning and teaching of languages other than English and English as a Second Language (ESL) in Tasmania.
2. In pursuance of this aim, the Association shall:
 - (a) provide its members with regular opportunities for becoming fully acquainted with matters relevant to the widespread and effective learning and teaching of languages other than English and ESL in Tasmania;
 - (b) formulate and enunciate, through its State Council, policies relevant to the widespread and effective learning and teaching of languages other than English and ESL in Tasmania;
 - (c) actively support research into the learning and teaching of languages other than English and ESL in Tasmania;
 - (d) act as an umbrella organisation for any special-interest groups which may form from time to time for a specific purpose, but the State body shall not be responsible for any expenses incurred;
 - (e) co-operate with other similar associations throughout Australia in the activities of the AFMLTA Inc.;
 - (f) adopt such other aims as its Regional Branches and/or State Council may from time to time deem appropriate.

C. MEMBERSHIP

1. Eligibility

Membership of the Association shall be open to all adults who are involved or interested in the learning and teaching of languages other than English and ESL in Tasmania.

2. Categories

There shall be three categories of membership: Ordinary, Student and Honorary Life.

3. Ordinary Membership

An Ordinary Member of the Association shall be any eligible adult, as defined in Clause 1 of this Section, who has paid the current Ordinary Membership fee (*see Clause D.4 below*).

4. Student Membership

A Student Member of the Association shall be any *bona fide*, full-time student of languages other than English or ESL at a Tasmanian tertiary institution who has paid the current Student Membership fee (*see Clause D.5 below*).

5. Honorary Life Membership

- (a) Any Ordinary Member, as defined in Clause C.3 above, who has given long and distinguished service to the Association may be elected an Honorary Life Member of the Association.
- (b) Each person eligible for election to Honorary Life Membership of the Association shall be nominated by another Ordinary Member of the Association, and the nomination, seconded by a third Ordinary Member of the Association, shall be submitted in writing to the Secretary of the Regional Branch of which the nominee is currently a member.
- (c) On receipt of a nomination for Honorary Life Membership, the Branch Secretary shall ensure that it complies with conditions set out in Clause C.5(b) above, shall inform the next Ordinary Meeting in his/her region of the nomination and, with the approval of that meeting, shall forward the nomination to the State Secretary, with the request that it be placed on the agenda for the next State Council Meeting or for the next General Meeting of the Association, whichever is to occur the sooner (*see Clauses G.5 and G.6 below*).
- (d) Election to Honorary Life Membership of the Association shall be either by open ballot and by at least a two-thirds majority of all Regional Delegates of State Council and be ratified by a simple majority of all Ordinary, Student and Honorary Life Members present at a General Meeting; or by open ballot and by at least a two-thirds majority of all the Ordinary, Student and

Honorary Life Members present at a General Meeting of the Association.

6. Entitlements

- (a) All Ordinary and Student Members of the Association shall be affiliated members of the AFMLTA Inc. and shall be entitled to receive its official journal, *Babel*, as well as copies of this Association's notices and newsletters.
- (b) All Ordinary and Student Members joining the Association for the first time shall be entitled to receive a copy of this Constitution.
- (c) All Honorary Life Members of the Association shall have the same entitlements as those set out in Clause C.6(a) above, but shall not be required to pay a membership fee.

D. MEMBERSHIP FEES

1. Validity

Ordinary and Student Membership shall be contingent upon the payment of an annual fee which shall have validity from the date of payment until the 15th of March in the following year.

2. Collection

Membership fees shall be paid to the Branch Treasurer of the region in which the intending member resides.

3. Setting & Review

In any given year the level of membership fees for the following year shall be determined at the last meeting of State Council or by a General Meeting of the Association, each of which shall be guided in its decision by the recommendations of the Branch Treasurers and the State Treasurer (*see Clauses F.3 (g) and F.7 (e)*), and all Branches shall be informed of this decision immediately.

4. Ordinary and Honorary Life Membership

The fee for Ordinary and Honorary Life Membership of the association shall be such as to cover:

- (a) the current affiliation and journal fees of the AFMLTA Inc.;
- (b) the running costs of the Regional Branches;
- (c) the running costs of State Council.

5. Student Membership

The fee for Student Membership of the Association shall be such as to cover only the current affiliation and journal fees of the AFMLTA Inc..

E. ORGANIZATION

1. General

The Association shall be organized into Regional Branches and a State Council.

2. Regional Branches

- (a) There shall be three Regional Branches, one in each of the northwestern, northern and southern regions of Tasmania, with boundaries corresponding to those for the former STD areas 004, 003 and 002 respectively.
- (b) These Branches shall be known respectively as the Northwestern, the Northern and the Southern Branches of the MLTAT Inc..
- (c) Each Branch shall consist of all the Ordinary, Student and Honorary Life Members residing within its region.
- (d) Each Branch shall be administered by a committee consisting of a President, a Secretary, a Treasurer and such other office-bearers as may be deemed appropriate by a majority of the Ordinary, Student and Honorary Life Members of the Branch.
- (e) In any given year, the committee of each Branch, together with the Branch delegates to State Council, shall be elected at an Annual General Meeting to be conducted immediately prior to the first Ordinary Meeting in the region, to be convened by the outgoing Branch Secretary before the 15th of March.
- (f) *Ex officio* members of State Council, as defined in Clause E.3(b) below, shall not be eligible for election to the committee of a Regional Branch.

3. State Council

- (a) The State Council of the Association shall be responsible for coordinating the activities of the Regional Branches and for conducting the Association's business with the mass media and all other associations, organizations, institutions and individuals, whether in Tasmania or elsewhere.
- (b) State Council shall consist of three elected delegates from each Regional Branch, plus the following *ex officio* representative members, who shall also be Ordinary or Honorary Life Members of the Association:
 - (i) the Principal Educational Officer (LOTE) within the Tasmanian Department of Education and the Arts;
 - (ii) three representatives nominated by the Department of Modern Languages within the University of Tasmania, one of whom may be from the Northern Campus;
 - (iii) one representative of the Modern Languages section of the Faculty of Education within the University of Tasmania;

- (c) At its first meeting (See Clause G. 5 (b) below) in every even-numbered year, the State Council shall elect a State President-Elect, who shall hold office until the first meeting in the following year, to be followed by two years as State President and one year as Immediate Past State President.
- (d) At its first meeting in any given year (See Clause G. 5 (b) below), all other executive positions shall be declared vacant. State Council shall then elect an executive committee, consisting of a State Vice President, a State Secretary, a State Treasurer, an AFMLTA Liaison Officer and such other office bearers as it may deem appropriate.
- (e) The Newsletter Editor shall be an *ex officio* member of State Council and in any given year shall be chosen at the last meeting of Council from people nominated by each Branch.
- (f) In the event of a casual vacancy occurring on State Council through the resignation, death, illness, absence or any other reason,
 - (i) of a member of Council other than an office-bearer, the position shall be filled by a new election within the relevant Regional Branch of which the member was a delegate;
 - (ii) of an *ex officio* member of Council, the position shall be filled by another nominee of the relevant institution, who shall also be an Ordinary or Honorary Life Member of the Association.
- (g) In the event of an office-bearer's inability to carry out appointed duties through resignation, death, illness, absence or any other cause, a temporary vacancy will be deemed to have occurred. In such circumstances, the Executive Committee shall have the power to call for nominations and appoint a person to fill such a vacancy for the period up to the next meeting of State Council, at which time a normal election shall be held for the position.
- (h) Bearing in mind the representation of government and non-government schools and the different foreign languages taught in Tasmanian schools, as well as any special needs which may arise within the Association from time to time, State Council shall have the power to co-opt not more than six additional members in any given year, provided that such members are already Ordinary or Honorary Life Members of the Association.

F. DUTIES OF OFFICE-BEARERS

1. Branch President

The Branch President shall be responsible for the orderly conduct of business at all Ordinary and Committee Meetings within his/her Branch, and shall present to the Annual General Meeting of his/her Branch a written report on the Branch's activities during the preceding year.

2. Branch Secretary

The Branch Secretary shall:

- (a) give all Ordinary, Student and Honorary Life Members within his/her region at least seven days' notice of each Ordinary Meeting held by the Branch (*except see Clause J.2 (b)(i) below: Constitutional Amendments*);
- (b) convene all Committee Meetings within his/her Branch;
- (c) keep a written record of all motions and resolutions passed at Ordinary, Extraordinary and Committee Meetings of his/her Branch;
- (d) provide the State Secretary, two weeks prior to each State Council meeting, with a written report on the activities of his/her Branch;
- (e) forward to the State Secretary, at least two weeks before the first meeting of State Council in any given year, a copy of his/her Branch's annual report and financial statement for the preceding year, .
- (f) convene the first Ordinary Meeting of his/her Branch, which shall be held before the 15th of March in any given year. (*See Clause E.2(e) above.*)

3. Branch Treasurer

The Branch Treasurer shall:

- (a) collect and issue receipts for all membership fees within his/her region;
- (b) as the information becomes available, forward to the State Treasurer the name and address of each Ordinary, Student and Honorary Life Member of his/her Branch;
- (c) forward to the State Treasurer the current AFMLTA Inc. affiliation and journal fees; that part, if any, of members' membership fees which is currently levied to defray the running costs of the State Council and the Newsletter; together with the name and address of each Branch member;
- (d) be responsible for the proper conduct of all other financial matters relating to his/her Branch;
- (e) in any given year, present to the Annual General Meeting of

his/her Branch an audited statement of the Branch's financial transactions during the preceding year, and send this to the State Treasurer at least two weeks before the first meeting of State Council;

- (f) in any given year, determine from his/her Branch a recommended level of membership fees for the following year and send this to the State Treasurer at least two weeks before the last meeting of State Council.

4. State Presidency

- (a) The **State President** shall:
 - (i) preside at meetings of the State Council Executive Committee, and at General and Extraordinary General Meetings of the Association, ensuring that business is conducted in accordance with the Constitution and the normal rules of meeting procedure;
 - (ii) have a casting vote but not a deliberative one;
 - (iii) be responsible for mentoring the State President-Elect in the procedures and protocols of the office of State President.
- (b) The **State President-Elect** or **Immediate Past State President** shall:
 - (i) deputise for the State President when required to do so and shall preside at meetings of the State Council and Executive Committee and at General and Extraordinary General Meetings of the Association, in the absence of the State President. In such cases he or she shall be subject to the same provision governing voting powers as applies to the State President.
 - (ii) assist the State President in the preparation of submissions and in policy administration.

5. State Vice-President

The State Vice-President shall:

- (a) deputise for and assist the State President, when requested to do so and shall preside at meetings of the State Council and Executive Committee in the absence of the State President and State President-Elect or Immediate Past State President. In such cases he or she shall be subject to the same provision governing voting powers as applies to the State President.
- (b) be responsible for the induction of new members of the Executive Committee.

6. State Secretary

The State Secretary shall:

- (a) give all members of State Council at least fourteen days' notice

of Council Meetings;

- (b) give all members of the Association at least fourteen days' notice of General and Extraordinary General Meetings;
- (c) keep a written record of all motions and resolutions passed at State Council, General and Extraordinary General Meetings;
- (d) conduct the Association's correspondence with the mass media and all other associations, organizations, institutions and individuals, except the AFMLTA Inc. (*see Clause F.8(a) below*);
- (e) convene the first meeting of State Council, which shall be held before the 15th of April in any given year.

7. State Treasurer

The State Treasurer shall:

- (a) receive and issue receipts for all fees forwarded to him/her from the Branches;
- (b) keep an up-to-date register of all current Ordinary, Student and Honorary Life Members of the Association;
- (c) be responsible for the proper conduct of all other financial matters relating to State Council;
- (d) present to the first meeting of State Council in any given year an audited statement of State Council's financial transactions during the preceding year, and send this to the Department of Corporate Affairs;
- (e) in any given year, present for endorsement at the last meeting of State Council or at a General Meeting of the Association a recommended level of membership fees for the following year, guided by the recommendations received from the Branch Treasurers. (*See F.3 (g) above*).
- (f) forward the current AFMLTA Inc. affiliation and journal fees to the AFMLTA Inc. Treasurer, together with the name and address of each Branch member

8. AFMLTA Inc. Liaison Officer

The role of the AFMLTA Inc. Liaison Officer shall follow the definition as set down in the AFMLTA Inc. Working Rules, namely:

- (a) to actively liaise between the AFMLTA Inc. Executive and the Association;
- (b) to ensure the Association is kept informed on the AFMLTA Inc. activities and national issues;

- (c) to ensure the AFMLTA Inc. is kept informed on the Association's activities and local issues;
- (d) to survey the local press and media and inform the Public Relations Group immediately of any issue on which an AFMLTA Inc. statement or other intervention is appropriate.

9. Newsletter Editor

The Newsletter Editor shall compile and issue, at least twice, but preferably three times, a year, a newsletter which shall be sent to all Ordinary, Student and Honorary Life Members of the Association and which shall contain items relating to the recent activities of the Regional Branches, State Council and the AFMLTA Inc., together with such other items as may be deemed appropriate by State Council.

10. Webmaster

- (a) The MLTAT Inc shall establish an official site on the World Wide Web.
- (b) As its primary objective, the site shall provide efficient access to as much information as possible on the MLTAT Inc. and include
 - (i) download capability for this Constitution,;
 - (ii) biographical profiles and contact details (including e-mail hotlinks) of all current members of State Council;
 - (iii) other pertinent information on the activities of MLTAT Inc, eg. National Languages Week, competitions, national and state conferences etc.;
 - (iv) hyperlinks to any other sites relevant to languages teaching;
 - (v) hyperlinks to languages teaching and research institutions (all sectors);
 - (vi) an e-mail clearing-house for queries;
 - (vii) hyperlinks to other State association sites; and
 - (viii) other applications at the discretion of the Webmaster, subject to appropriate approval.
- (c) The site shall carry the official logo and title of the MLTAT Inc. Other design features shall be left to the discretion of the Webmaster.
- (d) The State Council shall appoint a Webmaster, who shall be responsible for the efficient and cost-effective production and regular maintenance of the web site.

- (e) The Webmaster shall be required to observe all international protocols in relation to management of the site.
- (f) The Webmaster shall be responsible for the development of policy and design of the site, including appropriate protocols guaranteeing user privacy, subject to the approval, through the President, of State Council.

G. MEETINGS

1. Types

The business of the Association shall be conducted by means of Ordinary, Extraordinary, Committee, State Council, General and Extraordinary General Meetings, and by such other means as State Council may from time to time deem appropriate.

2. Ordinary Meetings

- (a) Ordinary Meetings shall be the responsibility of the Regional Branches.
- (b) Written notice of and the agenda for Ordinary Meetings shall be sent by the Branch Secretary to all Ordinary, Student and Honorary Life Members of his/her Branch, to reach them at least seven days before the meeting is to take place. *(See also Clause J.2 (b) (i) below: Constitutional Amendments)*.
- (c) At an Ordinary Meeting of the Association, a quorum shall consist of twenty per cent of all the current Ordinary, Student and Honorary Life Members of the Branch conducting the meeting, and decisions shall be made by a simple majority of those voting. *(See also Clause J.1(b) below: Constitutional Amendments)*.
- (d) Branches will conduct an election of office-bearers at an Annual General Meeting, in accordance with Clause E.2 (e) above).

3. Extraordinary Meetings

Extraordinary Branch Meetings may be called by Regional Branches for the purpose of considering proposed amendments to this Constitution. *(See Clause J.2(b)(ii) below: Constitutional Amendments)*.

4. Committee Meetings

At their discretion, the office-bearers of a Regional Branch may hold Committee Meetings, in a form and at a time determined by them, but all decisions made at any such meeting shall be subject to the approval of the next Ordinary Meeting of the Branch.

5. State Council Meetings

- (a) State Council Meetings shall be held at least twice a year.
- (b) In any given year, the first State Council Meeting shall be held between April 1st and April 15th, and the last shall be held before the end of November.
- (c) Written notice of and the agenda for State Council Meetings shall be sent by the State Secretary to all members of Council, to reach them at least fourteen days before the date of the meeting.

- (d) At State Council Meetings, a quorum shall consist of not less than two-thirds of the Council's members, and decisions shall be made by a simple majority of those voting.
- (e) If, for any reason, a member of State Council is unable to attend one of its meetings, he/she may be represented at that meeting by a proxy with full voting powers, provided that:
 - (i) the proxy is already an Ordinary or Honorary Life Member of the Association;
 - (ii) the proxy is not already a member of State Council;
 - (iii) the member unable to attend informs the State Secretary of the proxy's name at least twenty-four hours before the time set down for the meeting;
 - (iv) there shall be no more than three proxies at any one State Council Meeting.

6. General Meetings

- (a) Written notice of and the agenda for a General Meeting of the Association shall be sent by the State Secretary via the Branch Secretaries to all members of the Association, to reach them at least fourteen days before the date of the meeting.
- (b) At General Meetings of the Association, a quorum shall consist of twenty per cent of all the Ordinary, Student and Honorary Life Members the Association, and decisions shall be made by a simple majority of those voting.

7. Extraordinary General Meetings

- (a) At the written request of at least two of the Regional Branches State Council may agree to convene an Extraordinary General Meeting of the Association, in order to deal with business of some urgency affecting the Association as a whole.
- (b) Written notice of and the agenda for an Extraordinary General Meeting of the Association shall be sent by the State Secretary to the Branch Secretaries, and by them to all members of the Association, to reach them at least fourteen days before the date of the meeting.
- (c) At an Extraordinary General Meeting of the Association, the agenda shall consist exclusively of the business set out in the written requests from the Branches, a quorum shall consist of twenty per cent of all the Ordinary, Student and Honorary Life Members of the Association, and decisions shall be made by a simple majority of those voting, except in the case of Constitutional Amendments (*See Section J below, (Constitutional Amendments.)*)

8. State Conferences

- (a) A State Conference shall be conducted, as far as possible biennially, in a year when there is no AFMLTA national conference.
- (b) Each Regional Branch shall be responsible, on a rotational basis, for hosting the conference, except that in exceptional circumstances (eg. a branch being in recess) State Council may allocate responsibility to another branch out of sequence.
- (c) The host branch shall have responsibility for the management of conference, including date; theme; speakers; venue; academic, entertainment and social programmes; publications; advertising; facilities; accommodation and finances.
- (d) The conference convenor(s) shall be responsible for submitting regular updates to State Council.
- (e) Finances
 - (i) The host branch shall have responsibility for efficient management of the conference budget, except that: application may be made to the State Treasurer for seeding funds, subject to the approval of State Council, on the basis of full refund of the seeding funds, when finances are finalised after the conference.
 - (ii) No later than six months after the closing date of the conference, the host branch shall submit a separately audited financial report to State Council..
 - (iii) 25% of any profits shall be allocated to State treasury, with the balance being retained by the host branch. State Council and the host branch shall determine independently the special purpose, if any, to which their respective shares are to be put.
 - (iv) The host branch and State Council shall share equal responsibility for any loss incurred.

H. DISSOLUTION

1. This Association may be dissolved at an Extraordinary General Meeting of its members.
2. In the event of the Association's dissolution any funds remaining after it has met its legal commitments shall be distributed equally amongst the financial Ordinary members of the Association.
3.
 - (a) Any Regional Branch of this Association may go into recess at an Extraordinary Branch meeting of its members.
 - (b) In the event of a Regional Branch going into recess, details of all funds and accounts shall be assigned to the State Treasurer, who will hold these in trust in a special account until such time as the Branch decides to reactivate.
 - (c) State Council shall appoint one of its members to act as temporary liaison officer with former members of the Regional Branch in recess until such time as the Branch decides to reactivate.

I. PUBLIC OFFICER

- (a) In accordance with Sections 14 and 28 of the Tasmanian Incorporations Act, the State Council shall appoint a Public Officer, who shall be a person at least eighteen years of age resident in Tasmania.
- (b) Any office-bearer of the Association may also be the Public Officer.
- (c) The principal role of the Public Officer is to be the official of the Association on whom notice is required to be served in the legal sense.
- (d) The Public Officer is required, not later than fourteen days after being appointed, to lodge with the Commissioner of Incorporations notice of the appointment in the approved form. If the Public Officer changes his or her address, similar notification in the approved form is required within fourteen days of the change.
- (e) The Public Officer is required to notify the Commissioner of amendments to this constitution and the passing of special resolutions.
- (d) The office of the Public Officer will be taken to be vacant if he or she
 - (i) is removed from office by State Council;
 - (ii) resigns from office;
 - (iii) dies;
 - (iv) suffers from mental or physical incapacity;
 - (v) is convicted of a criminal offence; or
 - (vi) ceases to reside in Tasmania.
- (e) Where a vacancy occurs in the office of Public Officer, the State Council shall, within fourteen days after the vacancy occurred appoint a person to fill the vacancy.

J. CONSTITUTIONAL AMENDMENTS

1. Proposed Amendments

Amendments to this Constitution shall be proposed either

- (a) at a General or Extraordinary General Meeting of the Association and shall be adopted by at least two-thirds of the majority of those present; or
- (b) at an Ordinary or Extraordinary Meeting of each of the Branches of the Association and shall be adopted by at least two-thirds of those present at each Branch Meeting.

2. Notice and Procedure

- (a) In the case of Clause J.1 (a) above, precise details of the proposed amendment(s) to this Constitution shall be forwarded in writing to the State Secretary in time to be circulated with the notice of, and Agenda for, the General or Extraordinary General Meeting (*see Clauses G.6 and G.7 above*) at which voting on the proposed amendment(s) is to take place.
- (b)
 - (i) In the case of Clause J.1(b) above, precise details of the proposed amendment(s) to this Constitution shall be forwarded to the State Secretary by the Secretary of the Branch making the proposal. The State Secretary will then send a copy of the proposed amendment(s) to each Branch Secretary with a request that it (they) be voted on at the next Branch Ordinary Meeting or at an Extraordinary Meeting called for that purpose. Written notice of, and the agenda for, that meeting (including the proposed amendment(s), shall be sent to all members of a Branch to reach them at least fourteen days before the date of the meeting.
 - (ii) At an Extraordinary Meeting of a Branch, the Agenda shall consist exclusively of the business associated with the proposed amendment(s), a quorum shall consist of twenty per cent of all the Ordinary, Student and Honorary Life Members of the Branch and decisions shall be made by a two-thirds majority of those present.
 - (iii) The Branch Secretaries shall advise the State Secretary in writing of the result of the vote on the proposed amendment(s). Branches will then be advised in writing by the State Secretary as to whether or not the proposed amendment(s) has/have been accepted.

K. CONSTITUTIONAL VALIDITY

The provisions of this constitution shall have validity from the twenty-fifth day of September 1993, and until such time as they are amended.