

# TASA Constitution

## **Statement of Objects**

The object of the Association is to promote the development of Sociology. In carrying out that purpose, the Association has all the powers which an adult person has.

## **Rules**

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### **Name**

1. The name of the Association is The Australian Sociological Association Incorporated ('the Association').

## **Membership**

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### **Eligibility for Membership**

2. Any person with an interest in sociology is eligible to apply for membership of the Association.

### **Admission of Members**

3. A person becomes a member when the TASA Executive Officer receives:  
(a) an application for membership containing the necessary particulars; and  
(b) the current subscription.

### **Rights of Members**

4. A member has the rights set out in these rules including the right to speak and vote at general meetings of the Association, and also to stand and vote in the election of members of the Executive Committee of the Association.

### **Honorary Members**

5. The members, at the Annual General Meeting, on the recommendation of the Executive Committee, may confer honorary membership on a person who has made a significant contribution to the field of sociology. Not more than one person may be nominated for honorary membership in any year.

### **Rights of Honorary Members**

6. An honorary member has all the rights of a member but is not required to pay an annual subscription.

### **Termination of Membership**

7. A person ceases to be a member if:  
(a) the Secretary receives a written resignation;  
(b) the Executive Committee determines to terminate that person's membership for failure to pay any outstanding amount, including the annual subscription, within one month of the member being advised in writing that the amount is overdue.

## **Register of Members**

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### **Contents of Register**

8. The TASA Executive Officer must keep a Register of Members which contains the name, address, telephone number, fax and E-mail number (if applicable) of each member, the class of membership and the date of joining.

### **Register Available to Members**

9. The Register of Members must be made available upon request for inspection by members.

### **Fees**

10. There is no entrance fee for membership of the Association.

### **Annual Subscription**

11. Beginning in 2005, the annual subscription for each year is determined by the Executive Committee. Any increase in the annual subscription will be no larger than the increase in the Consumer Price Index for the previous year. If the Executive Committee proposes an increase that is larger than the change in the Consumer Price Index, it must be approved at the Annual General Meeting. Members are to be advised of changes to the annual subscription in writing. The annual subscription is payable within one month of advice to the member in writing that it is due.

## **Executive Committee**

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### **Powers**

12. All powers of the Association may be exercised by the Executive Committee, but the members in General Meeting may restrict the Executive Committee in the exercise of a particular power.

### **Executive Committee**

13. The Executive Committee consists of the President, Vice President, Secretary, Treasurer, Postgraduate portfolio leader and up to four portfolio leaders (with the specific portfolios determined by the Executive Committee in advance of the election) as voting members, and the Immediate Past President, and one representative of the editorial team for each of TASA's publications as non-voting ex officio members of the Executive Committee.

### **Election of Executive Committee**

14. The members of the Executive Committee, other than the ex officio members, are elected by ballot of the members in accordance with the following by-laws:

Elections for each office of the Association (unless specifically otherwise provided) shall proceed as follows:

- (i) Contenders for office must be nominated by a proposer and seconder both being members of the Association.
- (ii) The Secretary shall determine the date upon which nominations for each office shall close, and shall forthwith notify members of that date, being not less than two months before the Annual General Meeting (AGM) in the year in which election of Executive members is to take place. The AGM is held annually in November or as determined by the Executive.
- (iii) Where nominations received as aforesaid are sufficient only to fill the number required for that office, a ballot shall not be held in respect of that office, and the nominees shall at the next general meeting be declared elected unopposed.

- (iv) Where more nominations are received as aforesaid than are required for any office, the Secretary shall ballot members by notifying members at least 28 days prior to the Annual General Meeting, of names of persons nominated, the method by which the TASA executive has determined to conduct the ballot, and the date and time that the ballot will close. A simple majority of ballot votes cast in the manner, and within the time so prescribed by the Secretary, shall determine the successful contender for any office.

### **Unfilled Positions at AGM**

15. If in any year there are any elected positions unfilled at the date of the Annual General Meeting, those positions may be filled by election by the members at the Annual General Meeting from members nominated at the meeting.

### **Normal Term of Office**

16. All elected members of the Executive Committee hold office for a period of approximately two years, commencing at the AGM in the year elections are held.

### **Term of Office of Ex Officio Members**

17. Ex officio members hold office as members of the Executive Committee whilst they remain in those positions.

### **Vacancy**

18. A person ceases to be a member of the Executive Committee if that person:

- (a) delivers a written resignation to the President or Secretary;
- (b) ceases to be a member of the Association;
- (c) is absent from all meetings of the Executive Committee held within a period of seven months, without prior leave of the Executive Committee.

### **Filling Office Bearer Vacancies**

19. If the President, Vice President, Secretary or Treasurer ceases to be a member of the Executive Committee, the vacancy must be filled by election by and from the other members of the Executive Committee.

### **Filling Ordinary Member Vacancy**

20. If any other elected member ceases to be an ordinary member of the Executive Committee, either by election as an office bearer, or by ceasing to be a member of the Executive Committee, the Executive Committee may fill the vacancy by co-option.

### **Term of Office of Co-opted Members**

21. A person elected or co-opted to fill a casual vacancy holds office for the remainder of the period for which the person previously occupying that position was elected.

### **Quorum**

22. The quorum for decisions by the Executive Committee is one half of the actual voting members of the Executive Committee, but, if one half is not a whole number, the next whole number above that number.

### **Procedure**

23. Except for matters prescribed in these Rules, the Executive Committee may determine its own procedure.

### **Frequency of Meetings**

24. The Executive Committee must hold at least three meetings each year.

### **Calling Meetings**

25. A meeting of the Executive Committee must be called by the Secretary, if three members of the Executive Committee request one.

26. If the Secretary does not, within seven days of receiving the request, give notice of the meeting, one of the persons requesting the meeting may call it.

### **Telephone Meetings**

27. A meeting of the Executive Committee may be held by telephone conference.

### **Resolutions**

28. A resolution of the Executive Committee is carried if more votes are cast in favour of the resolution than against it. This does not apply to a resolution under Rule 81.

29. The person presiding has a vote, and also a casting vote.

### **Subcommittees**

30. The Executive Committee may appoint subcommittees and delegate any of its powers to them.

### **Subcommittee Cannot Delegate**

31. A subcommittee may not delegate any of its powers.

### **Subcommittee Quorum**

32. The quorum for decisions by a subcommittee is one half of the members of the subcommittee, but if that is not a whole number, the next whole number above that number.

## **Annual General Meetings**

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### **Date**

33. An Annual General Meeting must be held once in each calendar year at a time determined by the Executive Committee.

### **Business**

34. The business of the Annual General Meeting is:

(a) the presentation of the statement required by section 72(2) of the Associations Incorporation Act 1991 (A.C.T.) containing the following particulars:

\* the income and expenditure of the Association during its last financial year;

\* the assets and liabilities of the Association at the end of its last financial year;

\* the mortgages, charges and securities of any description affecting any of the property of the Association at the end of its last financial year;

- \* the same particulars in respect of each trust of which the Association was trustee during any part of the last financial year;
- (b) the auditors report in respect of the statement of accounts;
- (c) a report signed by two members of the Executive Committee stating:
  - i. the names of each member of the Executive Committee during the last financial year and at the date of the report;
  - ii. the principal activities of the Association during the last financial year, and any significant change in the nature of those activities which occurred during that year;
  - iii. the net profit or loss of the Association for the last financial year.
- (d) the presentation of the President's report;
- (e) the declaration of the election (in every second year); and
- (f) such other business as has been notified to the members.

## **Special General Meetings**

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### **Calling**

35. A Special General Meeting must be called if the Secretary is directed to do so by the Executive Committee or is requested to do so by five members.

36. If the Secretary fails, within 14 days of being so directed or requested, to give notice of a Special General meeting, any member of the Executive Committee or other person requesting the meeting may call it.

### **Business**

37. The only business which may be discussed at a Special General Meeting is the business set out in the notice of meeting.

### **Procedure for General Meetings**

38. General Meetings include both the Annual General Meeting and Special General Meetings.

### **Period of Notice**

39. At least twenty eight days notice must be given for a General Meeting.

### **Special Resolution**

40. A special resolution is necessary to:
- (a) amend the statement of Purposes;
  - (b) to amend the Rules;
  - (c) to change the name of the Association;
  - (d) to decide to wind up the Association, and other matters concerned with the winding up.

### **Ordinary Resolutions**

41. All other matters can be dealt with by ordinary resolution.

### **Notice of Special Resolution**

42. If a special resolution has been proposed, the notice of meeting must state that it is intended to propose the resolution as a special resolution.

### **Quorum**

43. The quorum at a General Meeting is twenty members personally present.

#### **Person to Preside**

44. The President has the right to preside at all General Meetings.

45. If the President does not wish to preside, or is absent from the meeting, the meeting must elect a person to preside.

#### **Majority for Special Resolution**

46. A Special Resolution is carried if at least three quarters of the votes cast are in favour of it.

#### **Majority for Other Resolutions**

47. Any other resolution is carried if more votes are cast in favour of the resolution than against it.

#### **Declaration Decisive**

48. If the person presiding at a General Meeting declares that a resolution has been carried, that declaration is conclusive evidence of the fact, unless a poll is demanded.

#### **Adjournment**

49. The person presiding at a General Meeting may adjourn the meeting and determine the place and time at which the meeting is to resume.

50. The only business which may be discussed at an adjourned General Meeting is the unfinished business at the time of adjournment.

#### **No Proxies**

51. A member cannot appoint a proxy to represent that member at a General Meeting.

#### **Procedure**

52. The person presiding at a General meeting may determine any matter of procedure not referred to in this Rule.

#### **Publications**

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##### **Executive Committee to Appoint Editors and Board**

53. The Executive Committee is responsible for the appointment of the editors of any journals, newsletters and other publications of the Association.

##### **Editorial Boards**

54. The Executive Committee is also responsible for the appointment of editorial boards, on the advice of journal editors.

##### **Publication Editors**

55. The editor or one representative of the editorial teams for each of TASA's publications are ex officio members of the Executive Committee.

## **Terms of Appointment**

56. The terms of appointment and duties of the editors and the editorial boards are determined by the Executive Committee.

## **Finance**

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### **Source of Funds**

57. The funds of the Association may be derived from subscriptions, donations, grants, proceeds of fundraising activities, interest on investments, and such other sources as the Executive Committee may approve.

### **Budget**

58. A budget must be prepared for the Association.

### **Expenditure Must Follow Budget**

59. No expenditure may be incurred except in accordance with the budget or a resolution approved by more than half of all the members of the Executive Committee.

### **Money Received**

60. All money received for or on behalf of the Association must be deposited in a bank account.

### **Cheque Signatories**

61. All cheques must be signed by two of the Office Bearing Executive Committee members, or the Treasurer and one other Member of the Executive.

### **Payments**

62. All payments, in excess of twenty dollars, must be made by cheque, money order, credit card or electronic transfer.

### **Treasurer**

63. The Treasurer is responsible for the keeping of the financial books and records of the Association, and must present to each meeting of the Executive Committee a report of the financial transactions of the Association since the last Executive Committee meeting.

64. The Treasurer must ensure that the required financial statements are presented to the Annual General Meeting.

### **Financial Year**

65. The financial year of the Association is the year ending on 30 June.

## **Books and Records**

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### **Responsibility for Books and Records**

66. The Secretary is responsible for the books records and securities of the Association, other than the financial books and records, which are the responsibility of the Treasurer.

## **Inspection**

67. A member may inspect the books and records of the Association on giving reasonable notice to the person responsible for the relevant records under these rules.

## **Winding up**

68. If the Association is wound up, or its incorporation cancelled, the assets remaining after satisfying all liabilities must not be paid or distributed amongst the members, but must be transferred to an institution or institutions:

- (a) having similar purposes to those of the association; and
- (b) which prohibits or prohibit the distribution of its or their income amongst members to an extent at least as great as is imposed on the Association under or by virtue of this Rule and the following Rule; and
- (c) which is determined in accordance with a Special Resolution at a General Meeting of the Association, or, in the absence of such a resolution, by the Registrar or Incorporated Associations.

## **Prohibition of Distribution to Members**

69. The income and property of the Association must be used and applied solely to the promotion of its purposes and the exercise of its powers as set out in these Rules.

70. No portion of the income or property of the Association may be distributed directly or indirectly to or amongst the members of the Association.

71. Nothing in this Rule prevents the payment in good faith to a member:

- (a) of interest on money lent to the Association, or owing to that member;
- (b) of payment for work done by any officer or employee of the Association;
- (c) or other person for services actually performed for the Association;
- (d) of:

\* out of pocket expenses,

\* money lent,

\* reasonable and proper charges of the hire of goods by the Association,

\* reasonable and proper rent for premises let to the Association, or the provision of services to the member, to which that member would be entitled in accordance with the purposes if that person were not a member.

## **Changes to the Rules and Objects**

72. The Rules and Objects can only be changed by special resolution of the members at a General Meeting.

## **Common Seal**

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### **Custody**

73. The Common Seal of the Association must be kept by the TASA Executive Officer.

### **Use**

74. The Executive Committee must authorise the affixing of the Common Seal to any document.

### **Witnesses**

75. It must be affixed in the presence of two members of the Executive Committee.

### **Notice to Members**



76. Any notice to a member required by these Rules is sufficient if delivered, posted, faxed or sent by E-mail to the last address of that member in any of those means of communication notified in writing to the Secretary.

77. Notice to a member is deemed to have been received:

- (a) if posted, on the second working day after it was posted; and
- (b) if faxed or sent by E-mail on a business day, at the notified time of transmission, and if not a business day, on the first business day after transmission, unless receipt is earlier acknowledged.

### **Discipline of Members**

78. The Association does not have the right to discipline a member.

### **Dispute Resolution Procedure**

79. The Dispute Resolution Procedures will be used to resolve disputes or complaints regarding decisions made by members with an official role in carrying out the functions and tasks associated with the Association.

### **Validation of Acts of Executive Committee**

80. If it is afterwards discovered:

- (a) that there was some defect in the appointment or election of a person as a member of the Executive Committee, or
  - (b) that a person so appointed or elected was ineligible,
- all acts done at any meeting of the Executive Committee or of a subcommittee or by any person acting as a member of the Executive Committee are as valid as if that person had been duly appointed or elected and was eligible to be a member of the Executive Committee or the subcommittee.

### **Indemnity**

81. Every member of the Executive Committee, member of the Association, auditor, employee or agent of the Association must be indemnified out of the property of the Association against any liability incurred by that person in that capacity in defending any proceedings:

- (a) in which judgment is given in favour of that person; or
- (b) in which the person is acquitted; or
- (c) in connection with any application in relation to any such proceedings, in which relief is granted to that person.

### **Liability of Members and Officers**

82. In accordance with section 15 of the Associations Incorporation Act 1991, a member or officer of the Association is not liable, merely because that person was a member or officer, to contribute towards:

- (a) the payment of the debts and liabilities of the incorporated Association or
- (b) the costs, charges and expenses of the winding up of the incorporated Association.