



AUSTRALIAN
VOCATIONAL
EDUCATION &
TRAINING
PROFESSIONALS
ASSOCIATION

CONSTITUTION

**Australian Vocational Education & Training
Professionals Association Incorporated**

Dr. Shayne Baker OAM
AVETPA National President

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A word or expression that is not defined in these model rules, but is defined in the Associations Incorporation Act 1981 has, if the context permits, the meaning given by the Act.

1. Name

- 1.1. The name of the incorporated association is the Australian Vocational Education & Training Professional Association Inc (AVETPA Inc.).

2. Mission

- 2.1. The Australian Vocational Education & Training Professionals Association is the professional membership organisation for practitioners working in the Australian Vocational Education (VET) sector. We believe that high quality education and training is essential to growth and employment. We support initial and ongoing professional development, equipping practitioners with the tools and support they need to be excellent in their practice, improving outcomes for learners and employers.

3. Objects

- 3.1. The objects of the association are:-
 - To promote the professionalism and status of those working in the Australian VET sector; ensuring our members gain wider recognition for their expertise and practice.
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 - To engage our members in the active use, creation and dissemination of existing and new research into effective teaching and learning practice.

- To bring together our members into professional communities of practice through events and community networks, regional, national and online.
- To provide educational pathways from AQF Certificate & Diploma programs through to both undergraduate and postgraduate degrees with higher educational providers who not only support and recognise the value of ‘work based learning’ but will provide it at a reasonable cost.
- To build awareness that accredited qualifications (from undergraduate to doctoral levels) can be gained through Work Based Learning
- To provide CPD opportunities which are relevant and impactful at a reasonable cost.
- To encourage, stimulate and aid networking among members and between members, government, business, associations and other vocational education and training professionals.

4. Powers

- 4.1. The Association has the powers of an individual.
- 4.2. The association may, for example:-
 - Enter into contracts; and
 - Acquire hold, deal with and dispose of property; and
 - Make charges for services and facilities it supplies; and
 - Do other things necessary or convenient to be done in carrying out its affairs

- 4.3. The Association may also issue secured and unsecured notes, debentures and debenture stock for The Association.

5. Classes of Membership

5.1. AVETPA Membership

On application, new members are graded in one of the following categories according to their experience and qualifications. Members may display the relevant post-nominals on their business stationery. The following are the AVETPA membership grades;

Member (M-AVETPA)

To become a member you need to be able to satisfy all of the following criteria:

- Have completed an AQF Certificate IV in Training & Assessment within the last five years
- Be presently engaged in delivering and/or assessing training within the VET sector
- Be participating in VET professional development to a level of at least 20 hours per annum

Associate Fellow (AF-AVETPA)

To become an Associate Fellow you need to be able to satisfy all of the following criteria:

- Have completed an AQF Diploma in a training related field or a higher degree with at least a major study component of adult learning/education within the last ten years
- Be presently engaged in delivering and/or assessing training within the VET sector
- Have had a proven at least five years successful engagement in delivering and/or assessing training within the VET sector
- Be participating in VET professional development to a level of at least 20 hours per annum

Fellow (F-AVETPA)

To become a Fellow you need to be able to satisfy all of the following criteria:

- Have completed an AQF Diploma in a training related field and a higher education degree with at least a major study component of adult learning/education within the last ten years.
- Be presently engaged in delivering and/or assessing training within the VET sector.
- Have had a proven at least ten years successful engagement in delivering and/or assessing training within the VET sector.
- Have made a significant contribution to the association or within the VET sector.
- Be participating in VET professional development to a level of at least 20 hours per annum.

Companion (no post-nominals)

This grade is ideally suited to anyone in a leadership, management or support role in the sector, but who is not a trainer or assessor. Anyone with an interest in the work of the VET sector can benefit from Companion membership, which typically includes HR professionals, managers of teaching and learning support activities and senior leaders from non-teaching or training backgrounds. This category is open to anyone with an interest in vocational education and training but is not at this time actively engaged working within the sector.

Corporate

Corporate membership shall be available to any Registered Training Organisation (RTO) who is currently active. Where a RTO is granted membership as a Corporate, the RTO is required to nominate a contact person.

- 5.2. Membership in each class is unlimited in numbers
- 5.3. No Member shall be entitled to Vote unless the subscription fees or other charges set by the Management Committee and which are due and payable have been paid in full. Corporate Membership shall not carry the right of voting.

6. Nomination

- 6.1. An application for membership must be received by the Association either in writing, by fax, in an email or online via the Association website or in another form determined by the Association.
- 6.2. The Association may require the applicant to provide such further information as it determines.

7. Membership Fees

- 7.1. Membership fees for each class of membership shall be such sum as the Management Committee shall from time to time so determine.
- 7.2. The membership fees for each class of membership shall be payable at such time and in such manner as the management committee shall from time to time determine.

8. Admission and Rejection of Members

- 8.1. The Management Committee may appoint a subcommittee (Membership Committee) to assess the membership applications; and the appropriate membership fee for the application.
- 8.2. The Membership Committee must decide whether to pre-accept or pre-reject the application.
- 8.3. Membership Committee must consider an application for membership no later than 2 weeks after receiving it.
- 8.4. The Membership Committee is required to submit all applications and decisions made to the Management Committee at the next meeting held.
- 8.5. The Management Committee must decide at the meeting whether to accept, reject or amend the decisions made by the Membership Committee.
- 8.6. If a majority of the Management Committee members present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member to the class of membership applied for.
- 8.7. The Secretary of the Association must, as soon as practicable after the Management Committee decides to reject an application, give the applicant a written notice of the decision.

9. Termination of Membership

- 9.1. If the subscription of a Member shall remain unpaid for a period of 2 months after it becomes due and payable, then the Member may, after notice of the default being sent to him by the Secretary, by resolution of the Management Committee be debarred and all privileges of Membership provided that the Management Committee may, at its sole discretion, reinstate the said Member on payment of all arrears.
- 9.2. A Member may at any time, by giving notice in writing to the Secretary, resign his Membership of the Association but shall continue to be liable for annual subscription and all arrears due and unpaid at the date of his resignation and for all other moneys due by him to the Association.
- 9.3. If any Member shall wilfully refuse or neglect to comply with the provisions of the Constitution, or shall be guilty of any conduct which is in the opinion of the Management Committee unbecoming of a Member or prejudicial to the interests of the Association, the Management Committee shall, at its sole discretion, be empowered by resolution to censure, fine, suspend or expel the Member from the Association provided that at least 7 days before the meeting of the Management Committee at which such a resolution is passed, the Member shall have had notice of such meeting and of the allegation or allegations made against him and of the intended resolution and that he shall at such meeting and before the passing of such resolution, have an opportunity, either oral or written, to explain or defend the allegation.
- 9.4. A Member who is expelled from Membership or otherwise ceases to be a Member shall forfeit his current subscription and shall return to the Association any property of the Association which is in his possession, care or control.

10. Appeal Against Rejection or Termination of Membership

10.1. There shall be no right of appeal against the decision of the Management Committee.

11. Register of Members

- 11.1. The Management Committee shall cause a register to be kept in which shall be entered the names and addresses of all persons admitted to membership of the association and the dates of their admission.
- 11.2. Particulars shall also be entered into the register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the Management Committee may require from time to time.
- 11.3. The register shall be available for inspection at no charge during normal business hours and at the registered office of the Association by any member who previously applies to the Secretary for such an inspection.
- 11.4. The register will not be provided to any Member in electronic or hard copy form.

12. Secretary

- 12.1. The Secretary of the Association shall be appointed by the Management Committee upon such terms and conditions as the Management Committee think fit.
- 12.2. The Management Committee may at any time appoint a person as an additional Secretary or as Acting Secretary or as a temporary substitute for the Secretary who shall for the purposes of these Rules be deemed to be the Secretary.

13. Membership of Management Committee

- 13.1. The Management Committee of the association shall consist of a President, Treasurer, Secretary and Chief Executive Officer (CEO) all of whom shall be members of the association, and such number of other members as may be elected from time to time.
- 13.2. The President, Treasurer, Secretary and CEO of the unincorporated association shall be appointed as the President, Treasurer, Secretary and CEO of the incorporated association, as from the day of incorporation until the first annual general meeting.
- 13.3. At each annual general meeting of the association, the members of the Management Committee must retire from office, but are eligible, on nomination, for re-election.
- 13.4. A member of the management committee may only be elected as follows:-
- Any 2 members of the association may nominate another member (the candidate) to serve as a member of the management committee.
 - The nomination must be In writing and signed by the candidate and the members who nominated him or her and given to the Secretary at least 14 days before the annual general meeting at which the election is to be held.
- 13.5. The candidate must have a minimum of 50% of the votes of the Immediate Past President, Immediate Past Treasurer, Immediate Past Secretary and Immediate Past CEO to be eligible for election to the management committee.
- 13.6. Each member present at the annual general meeting may vote for any number of candidates not more than the number of vacancies.
- 13.7. If, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.

- 13.8. A list of the candidates' names in alphabetical order, with the names of the members who nominated each eligible candidate, must be posted in a conspicuous place in the office or usual place of meeting of the association for at least 7 days immediately preceding the annual general meeting.
- 13.9. If required by the management committee, balloting lists must be prepared containing the names of the eligible candidates in alphabetical order.

14. Resignation or Removal from Office of Member of Management Committee

- 14.1. Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the Secretary but such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date.
- 14.2. The question of removal shall be determined by the vote of the members of the Management Committee.
- 14.3. There is no right of appeal against the removal of a member of the Management Committee under this section.

15. Vacancies on Management Committee

- 15.1. The Management Committee shall have the power at any time to appoint any member of the association to fill any casual vacancy on the Management Committee.

16. Functions of the Management Committee

- 16.1. The business of the Association shall be managed by the Management Committee, who may pay all expenses incurred in promoting and registering the Association, and may exercise all such powers of the Association as are not, by the Corporations Law or by these Rules required to be exercised by the Association in General Meeting, subject, nevertheless, to any of these Rules, to the provisions of the Corporations Law, and to such regulations, being not inconsistent with these Rules or the aforesaid provisions, as may be prescribed by the Association in General Meeting; but no regulation made by the Association in General Meeting shall invalidate any prior act of the Management Committee which would have been valid if that regulation had not been made.
- 16.2. The Management Committee may exercise all the powers of the Association to borrow and/or raise money and to mortgage or charge its assets, undertaking, property, and uncalled capital, or any part thereof, and to issue debentures, whether at par or at a discount or premium, and other securities whether outright or as security for any debt, liability, or obligation of the Association or of any third party.
- 16.3. If the Management Committee or any of them or any other person shall become or be about to become personally liable for the payment of any sum primarily due from the Association the Management Committee may execute or cause to be executed any mortgage charge or security over or affecting the whole or any part of the assets of the Association by way of indemnity to secure the Management Committee or persons so becoming liable as aforesaid from any loss in respect of such liability.
- 16.4. The Management Committee may exercise all the powers of the Association in relation to any official seal for use outside the State and in relation to branch registers.

- 16.5. The Management Committee may from time to time by power of attorney appoint any corporation, firm, or person or body of persons, whether nominated directly or indirectly by the Management Committee, to be the attorney or attorneys of the Association for such purposes and with such powers, authorities, and discretions, not exceeding those vested in or exercisable by the Management Committee under these Rules, and for such period and subject to such conditions as they may think fit, and any such powers of attorney may contain such provisions for the protection and convenience of persons dealing with any such attorney as the Management Committee may think fit and may also authorise any such attorney to delegate all or any of the powers, authorities, and discretions vested in him.
- 16.6. All cheques, bills of exchange, promissory notes and other negotiable instruments shall be signed, drawn, accepted, made or endorsed, as the case may be, for and on behalf of the Association by such persons and in such manner as provided for in Paragraph 32.4.
- 16.7. The Management Committee shall cause minutes to be made of:
- All appointments of officers;
- Names of Management Committee present at all meetings of the Association and of the Management Committee; and
 - All proceedings at all meetings of the Association and of the Management Committee.
 - Such minutes shall be signed by the Chairman of the Meeting at which the proceedings were held or by the Chairman of the next succeeding meeting.
- 16.8. Without limiting the powers of the Management Committee referred to above, the Management Committee shall be entitled to set the yearly subscription and other fees payable by the different classes of members.

16.9. Except as otherwise provided by these rules, the Management Committee :-

- Shall have the general control and management of the administration of the affairs, property and funds of the association; and
- Shall have authority to interpret the meaning of these rules and any matter relating to the association on which these rules are silent.

16.10. The Management Committee may exercise all the powers of the association.

17. Meetings of Management Committee

- 17.1. The Management Committee shall meet at least once every 4 calendar months to exercise its functions.
- 17.2. The Management Committee must decide how a meeting is to be called.
- 17.3. Notice of a meeting is to be given in the way decided by the management committee.
- 17.4. At any Management Committee meeting, the number of management committee members required to constitute a quorum shall be a simple majority of the number of members of the management committee.

18. Delegation of Powers of Management Committee

- 18.1. The management committee may delegate any of its powers to a subcommittee consisting of such members of the association as the management committee thinks fit.
- 18.2. Any subcommittee so formed shall in exercise of the powers so delegated conform to any regulations that may be imposed on it by the management committee.
- 18.3. A subcommittee may elect a Chairperson of its meetings.
- 18.4. If no such Chairperson is elected, or if at any meeting the Chairperson is not present with 10 minutes after the time appointed for holding the meeting, the members present may choose 1 of their number to be Chairperson of the meeting.
- 18.5. A subcommittee may meet and adjourn as it thinks proper.
- 18.6. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.

19. Acts not Affected by Defects or Disqualifications

- 19.1. All acts done by any meeting of the management committee or of a subcommittee or by any person acting as a member of the management committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the management committee or person acting as aforesaid, or that the members of the management committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the management committee.

20. Resolutions of Management Committee Without Meeting

- 20.1. A resolution in writing signed by all the members of the management committee for the time being entitled to receive notice of a meeting of the management committee shall be as valid and effectual as if it had been passed at a meeting of the management committee duly convened and held.
- 20.2. Any such resolution may consist of several documents in like form, each signed by 1 or more members of the management committee.

21. First General Meeting

- 21.1. The first general meeting must be held not less than 1 month, and not more than 3 months, after the day the association is incorporated.
- 21.2. The management committee must decide where the meeting is to be held.
- 21.3. The business to be transacted at the first general meeting must include the appointment of an auditor.

22. First Annual General Meeting

- 22.1. The first annual general meeting must be held within 18 months after the day the association was incorporated.

23. Subsequent Annual General Meetings

23.1. Each subsequent annual general meeting must be held:-

- at least once each year: and
- within 6 months after the end of the association’s previous financial year.

24. Business to be Transacted at Annual General Meeting

24.1. The following business must be transacted at every annual general meeting:-

- The receiving of the statement of income and expenditure, assets and liabilities and of mortgages, charges and securities affecting the property of the association for the last financial year.
- The receiving of the auditor’s report on the financial affairs of the association for the last financial year.
- The presenting of the audited statement to the meeting for adoption.
- The appointment of an auditor.

25. Special General Meeting

25.1. The Secretary shall convene a special general meeting by sending out notice of the meeting within 14 days of being directed to do so by the management committee.

26. Quorum at General Meeting

- 26.1. At any general meeting the number of members required to constitute a quorum shall be the number of members presently on the management committee plus 1.
- 26.2. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.
- 26.3. For the purpose of this rule – “member” includes a person attending as a proxy or as representing a corporation which is a member.
- 26.4. When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.
- 26.5. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business left unfinished at the meeting.

27. Notice of General Meeting

- 27.1. The Secretary shall convene all general meetings of the association by giving not less than 14 days notice of any such meeting to the members of the association.
- 27.2. The manner by which such notice shall be given shall be determined by the management committee.
- 27.3. Notice of a general meeting shall clearly state the nature of the business to be discussed thereat

28. Procedure at General Meeting

28.1. Unless otherwise provided by these rules, at every general meeting:-

The President shall preside as Chairperson, or if there is no President, or if the President is not present within 15 minutes after the time appointed for the holding of the meeting or is unwilling to act, the Secretary shall be the Chairperson or if the Secretary is not present or is unwilling to act then the Treasurer shall preside as Chairperson of the meeting; and the Chairperson shall maintain order and conduct the meeting in a proper and orderly manner; and the Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every management committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection.

For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every management committee shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding management committee meeting verifying their accuracy.

Similarly, the minutes of every general meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding general meeting.

However, the minutes of any annual general meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding general meeting or annual general meeting.

29. By-Laws

29.1. The management committee may from time to time make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the association.

30. Alteration of Rules

- 30.1. Subject to the provisions of the Associations Incorporation Act 1981, these rules may be amended, rescinded or added to from time to time by a special resolution passed at a general meeting of the association by the votes of 75% of the members who are present at that meeting and entitled to vote on the resolution.
- 30.2. However an amendment, rescission or addition is valid only if it is registered by the chief executive.

31. Common Seal

- 31.1. The management committee shall provide for a common seal and for its safe custody.
- 31.2. The common seal shall only be used by the authority of the management committee and every instrument to which the seal is affixed shall be signed by a member of the management committee and shall be countersigned by the Secretary or by a second member of the management committee or by some other person appointed by the management committee for the purpose.

32. Funds and Accounts

- 32.1. The funds of the association must be kept in the name of the association in a financial institution decided by the management committee.
- 32.2. Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the association and the particulars usually shown in books of a like nature.
- 32.3. All moneys shall be deposited as soon as practical after receipt thereof.
- 32.4. All amounts of \$100 or over shall be authorised by any 2 of the President, Secretary, Treasurer or other member authorised from time to time by the management committee.

- 32.5. The management committee shall determine the amount of petty cash which shall be kept on the imprest system.
- 32.6. All expenditure shall be approved or ratified at a management committee meeting.
- 32.7. As soon as practicable after the end of each financial year the Treasurer shall cause to be prepared a statement containing the particulars of:-
- the income and expenditure for the financial year just ended; and
 - the assets and liabilities and of all mortgages, charges and securities affecting the property of the association at the close of that year.
- 32.8. If the association is incorporated within 3 months of the end of the association’s financial year, subsection (31.8) does not apply for the financial year the association is incorporated.
- 32.9. If the auditor must examine the statement prepared under subsection (31.8) and present a report on it to the Secretary before the next annual general meeting following the financial year for which the audit was made.
- 32.10. The income and property of the association must be used solely in promoting the association’s objects and exercising the association’s powers.

33. Documents

- 33.1. The management committee shall provide for the safe custody of books, documents, instruments of title and securities of the association.

34. Financial Year

- 34.1. The financial year of the association shall close on 30th June in each year.

35. Distribution of Surplus Assets to Another Entity

- 35.1. This section applies if the association is wound-up under part 10 of the Act and there are surplus assets.
- 35.2. The Surplus assets must not be distributed among the members but must be given to another entity:-
- that has objects similar to the association’s objects; and
 - the rules of which prohibit the distribution of the entity’s income and assets to it’s members.
- 35.3. In this section – “surplus assets” has the meaning given by section 92 (3) of the Act.