

**THE AUSTRALIAN
ASSOCIATION OF MATHEMATICS TEACHERS
INCORPORATED**

CONSTITUTION

Adopted at Council Meeting, 14 January 2012

Effective from 01 February 2012

Revised 30 April 2016

PREAMBLE

The Australian Association of Mathematics Teachers (AAMT) is a federation of Affiliates in the states and territories. The Affiliates are independent organisations with their own constitutions and rules. They collectively constitute AAMT. Their representatives form a Council that is responsible for AAMT's operations as a separately constituted body.

1. NAME

The name of the Association shall be The Australian Association of Mathematics Teachers Incorporated referred to herein as "the Association".

2. DEFINITIONS

In this constitution unless the contrary intention appears -

'Act' means the *Associations Incorporation Act, 1985* (South Australia).

'Affiliate' means an Association identified in the Schedule to this document.

'Council' means the AAMT Council.

'Councillor' means a person who represents an Affiliate as its member of the AAMT Council.

'General Meeting' means a meeting of all Members of the Association and includes reference to Special General Meetings and Annual General Meetings.

'Mail' means in hardcopy or by email transmission.

'Member' means a person (Individual Member) or educational organisation (Institutional Member) recorded on the Database of Members.

'Nominated Person' means the person nominated by an Institutional Member to receive notices and vote on behalf of the institution.

'Regulations' are the rules of the Association as set out in Schedule 2.

'Secretariat' means the paid staff of the Association.

'Written notice' means notice provided by mail (as above).

3. OBJECTIVES

The Objectives of the Association shall be to:

- 3.1 Provide a coherent representative voice and advocate in government and policy forums on behalf of mathematics educators in Australia, for the purpose of advancing their professional standing.
- 3.2 Promote in the community the importance and value of education with particular reference to the teaching and learning of mathematics across all its domains.
- 3.3 Encourage and promote research into the teaching and learning of mathematics at all levels, so as to assist all learners to achieve their potential.
- 3.4 Provide high quality professional development and networking opportunities so as to build a community of teachers and school leaders of mathematics.
- 3.5 Provide quality activities, appropriate resources that engage students of mathematics at all levels, and online networks that support pre-service and in-service teachers to adopt innovative practices.
- 3.6 Link and support members and Affiliates through association activities, conferences and publications.
- 3.7 Pursue such other activities as the Council shall from time to time deem fit.

4. NON-PROFIT DECLARATION

The assets and income of the Association shall be applied solely in furtherance of its above-mentioned Objectives and no portion shall be distributed directly or indirectly to the Members of the organisation except as bona fide compensation of services rendered or expenses incurred on the behalf of the organisation.

5. POWERS

The Association shall have all the powers conferred by Section 25 of the Act as amended including the power to:

- 5.1 Purchase, lease, hire or otherwise acquire property, including real estate, and to hold, deal with, develop and dispose of such property to the benefit of the Association;
- 5.2 administer any property on trust;
- 5.3 open and operate bank accounts;
- 5.4 invest or otherwise deal with monies of the Association's in such manner as from time to time is deemed beneficial to and is authorized by the Association;
- 5.5 apply for, accept, and administer grants appropriate to the Association's Objectives;
- 5.6 borrow money upon such terms and conditions as the Association thinks fit;
- 5.7 give such security for the discharge of liabilities incurred by the Association as the Association thinks fit;
- 5.8 appoint agents to transact any business of the Association on its behalf;
- 5.9 enter into any contract it considers necessary or desirable; and
- 5.10 do all such things as are conducive or incidental to the attainment of the Objectives the Association.

6. AFFILIATES

- 6.1 One association drawn from each state and territory of Australia, whose members support the Objectives of the Association, and which agree to abide by the terms of this Constitution will be admitted as an Affiliate of the Association (see Schedule 1).

- 6.2 An Affiliate shall possess:
- (a) The right to appoint a member, as its representative, to the position of Councillor as specified by this Constitution;
 - (b) The right of their members to have access to all publications and services of the Association;
 - (c) The right, subject to the terms of this Constitution and Regulations, to be heard on any issues of concern to the Association;
 - (d) The right to be consulted on matters of importance to the Association; and
 - (e) The right to contribute directly to the development of statements and policies and to projects and other initiatives of the Association.
- 6.3 Affiliates have the following responsibilities to the Association:
- (a) To conduct their affairs lawfully and in accordance with principles of good governance;
 - (b) To make the appropriate payments to the Association for members of that Affiliate as required by this Constitution and Regulations;
 - (c) To appoint the Councillor from their state or territory, and to fill any casual vacancies in the role of Councillor for the Affiliate's state or territory;
 - (d) To contribute to the development of AAMT responses to national education initiatives; and
 - (e) To carry out tasks as required by the Constitution and Regulations.

7. MEMBERSHIP

- 7.1 Membership of the Association shall be open to any person or educational organisation or institution that supports the Objectives of the Association, applies for and becomes a member of an Affiliate, pays any fee that may be prescribed by the Council and who is confirmed as a member of that Affiliate.
- 7.2 A person who is a member of an Affiliate will by that membership become an Individual Member of AAMT.
- 7.3 An educational organisation or institution that is a member of an Affiliate will by that membership become an Institutional Member of AAMT.

- 7.3.1 An Institutional Member of AAMT may appoint a Nominated Person to receive notices and otherwise act on behalf of the Institutional Member.
- 7.3.2 If an Institutional Member does not appoint a Nominated Person, notices will be delivered to the person holding the most senior leadership role in the Institution.
- 7.4 A person who is a member of an Affiliate as a student will by that membership be a Student Member of AAMT.
- 7.5 An Individual Member or Nominated Person representing an Institutional Member may be made a Life Member. Life Members shall be persons who have rendered distinguished service to the Association over an extended period of time. They shall be nominated by the President Elect or Immediate Past President and elected by a unanimous vote of the Council. They shall not be required to pay to the Association any membership fees or the subscription fee for one nominated journal of the Association.
 - 7.5.1 A Life Member may resign by giving written notice to the President.

8. DATABASE OF MEMBERS

- 8.1 The Secretariat shall keep a Database of Members (the “Database”) and any person or body whose name appears on the Database shall be determined to be a Member and shall be entitled to attend and vote at any General Meeting of the Association, subject to the terms of this Constitution.
- 8.2 The Database shall be kept up-to-date and shall contain:
 - 8.2.1 The name, address and contact details for each Individual Member, Student Member and Institutional Member, including the name and contact details of the person of the person identified by that Institutional Member as the Nominated Person, if any;
 - 8.2.2 The date of the Member’s admission to membership of the Association; and
 - 8.2.3 If applicable, the date of and the reasons for the termination of membership.
- 8.3 A person or organisation eligible to become a Member may be entered on the Database of Members up to fourteen (14) days before the time set for commencement of any Annual or Special General Meeting. Persons or organisations whose names are not recorded on the Database of Members before that time may attend such meetings but have no right to vote on any motion put to the meeting.

9. FEES

- 9.1 The Council will from time to time determine the fees for membership of the Association.
- 9.2 Membership fees are payable within two (2) months of the person or organisation becoming a member of the Affiliate.
- 9.3 Any Member whose subscription is outstanding for more than three months after the due date for payment ceases to be a Member of the Association, provided that the Council may reinstate the membership on such terms as it thinks fit.

10. RESIGNATION OF MEMBERSHIP

- 10.1 A Member of the Association or the Council may resign from such membership by giving written notice to the President of the Association.
 - 10.1.1 A person or organisation that resigns from the Association will not be entitled to refund of membership fees.
- 10.2 A Member of the Association may resign from such membership by non-renewal of membership.

11. EXPULSION OF A MEMBER

- 11.1 The Council may expel from the Association or the Council any Member who by their actions, in the opinion of the Council, acts contrary to the interests of the Association, its Members or their interests, or who is expelled from an Affiliate.
- 11.2 The Council may expel from the Council any Affiliate that:
 - 11.2.1 by their actions, in the opinion of the Council, acts contrary to the interests of the Association, its Members or their interests; or
 - 11.2.2 is in breach of its obligations under section 6.3 of this Constitution.
- 11.3 Any Affiliate or Member of the Association against whom it is alleged by any party that they have acted contrary to the interests of the Association or whom the Council considers has acted in such manner must be advised of the allegations made and must be called before the Council and given an opportunity to explain their actions before the Council considers any further action on the matter.
 - 11.3.1 A Member appearing before the Council may be represented or supported by a person of their choosing.

- 11.4 Any Affiliate or Member against whom an allegation has been made may, in lieu of appearing before the Council, make a written submission to the Council or request an advocate to appear on their behalf to answer the allegations.
- 11.5 Subject to giving an Affiliate or Member an opportunity to be heard or to make a written submission, the Council may resolve to expel them upon a charge of conduct detrimental to the interests of the Association.
- 11.6 Expulsion of an Affiliate or Member may only occur where a resolution is carried by not less than two-thirds majority vote at a meeting of the Council.
- 11.7 Expulsion of a Member from AAMT in no way affects the status of that person or organisation as a member of the Affiliate in their state or territory.

12. APPEAL AGAINST EXPULSION

- 12.1 Any Affiliate or Member expelled by the Council (“the Appellant”) may on not less than two weeks written notice require the expulsion to be considered by the membership of the Association at a subsequent General Meeting.
- 12.2 At such General Meeting the Council must give reasons for its decision to expel the Appellant and present to the General Meeting any evidence of the allegations received or collected by it and upon which the Council based its decision.
- 12.3 An Affiliate or Member appealing against expulsion may address the General Meeting at which their expulsion is to be considered and may present evidence and/or call any witnesses to present evidence on their behalf.
- 12.4 Expulsion may only occur where, after presentations have been made by the Council and the Appellant, the resolution is carried by not less than two-thirds majority vote of Members present and voting.
- 12.5 Any Appellant may request an advocate to address the General Meeting on their behalf or, in lieu of a personal appearance before the General Meeting, make a written submission to be read to the General Meeting by their nominee.
- 12.6 The decision of the General Meeting shall be final.

13. THE COUNCIL

There shall be a Council of the Association (“the Council”).

- 13.1. The affairs of the Association shall be managed and controlled exclusively by the Council.
- 13.2. The Council shall be comprised of:

- 13.2.1 Members nominated by each Affiliate identified in Schedule 1 (8);
- 13.2.2 The President, President Elect or Immediate Past President and Treasurer (3); and
- 13.2.3 The Chief Executive Officer (1; non-voting).
- 13.3 The term of office of Councillors (including the Treasurer) not elected to the position of President during their term as Councillor is two (2) years, and upon the close of their term such persons may be appointed or elected for, and serve, one further term, but may not serve more than two terms consecutively.
- 13.4 The Council shall meet at least four (4) times per year, including in association with the Annual General Meeting.
- 13.5 The Council may meet in any manner deemed fit by it including by telephone, video conferencing or other synchronous form of communication.
- 13.6 The Council shall meet to determine any disciplinary matters, which issues shall be determined by reference to the relevant clause(s) of this Constitution.
- 13.7 The Council shall be responsible to ensure that persons qualified, in the opinion of the Council, to hold the position of President Elect and Treasurer, are nominated for the position.
- 13.8 In each odd year the Council shall meet three months prior to the Annual General Meeting to nominate from Individual Members of the Association persons to be elected at the Annual General Meeting to fill the position of President Elect.
- 13.9 There shall be no limit to the number of persons the Council may nominate for the position of President Elect.
- 13.10 In each even year the Council shall meet three months prior to the Annual General Meeting to nominate from Individual Members of the Association persons to be elected at the Annual General Meeting to fill the position of Treasurer.
- 13.11 There shall be no limit to the number of persons the Council may nominate for the position of Treasurer.
- 13.12 The Council shall have the power to appoint such officers and employees as are required to carry out the Objectives of the Association including the Public Officer and Chief Executive Officer, and may delegate any of its powers to, such officers and employees.
- 13.13 The Council shall have authority to interpret the meaning of this constitution

and any other matter relating to the affairs of the Association on which these rules are silent.

- 13.14 The Council may in addition to any powers and authorities conferred by this Constitution, exercise all powers and do all such things necessary for the advancement of the Objectives of the Association, and which are not required by the Act or by this Constitution.
- 13.15 A person elected to the position of President upon election holds office as President Elect for a period of 12 months following their election. At the next Annual General Meeting they shall be appointed to the position of President.
- 13.16 At the Annual General Meeting twenty four (24) months following taking up office as President that person shall relinquish office as President to become Immediate Past President in which position they shall continue until the next Annual General Meeting.
- 13.17 An employee of the Association shall not be a member of the Council except as specifically provided for in this Constitution.
- 13.18 The Chief Executive Officer shall be a member of the Council with full rights to participate in the consideration and determination of matters before the Council but shall have no right to a vote on a decision of the Council.
- 13.19 Persons who are insolvent under administration or who have been convicted of any of the offences listed in section 30(2) of the Act are precluded from becoming or remaining members of the Council.
- 13.20 A member of the Council shall cease to hold such office upon:
 - 13.20.1 Resignation in writing;
 - 13.20.2 Receipt of a written request from the president of an Affiliate to rescind the nomination of that person as the Affiliate's representative on the Council;
 - 13.20.3 Expulsion as a Member of the Association;
 - 13.20.4 Absence from two Council meetings in any year without explanation acceptable to the Council;
 - 13.20.5 Becoming a person to who section 30 of the Act applies; or
 - 13.20.6 Death.
- 13.21 Any member of the Council or any committee appointed by the Council who at any time during their term as a member of the Council or committee becomes aware of any actual, possible, contingent or implied conflict of interest with their

role as a member of the Council, committee or any matter respecting the conduct of the Association shall:

- 13.21.1 Immediately upon the matter coming to their notice advise the Council of such matter; and
- 13.20.2 Seek advice from the Council as to any action the Council deems appropriate to be taken in light of the circumstances of the matter.
- 13.20.3 Failure of a member to bring such issues to the attention of the Council may lead to the expulsion of such member from the Council and the Association.

13.22 Powers of the Council are to be exercised by the Council only.

14. DELEGATION

- 14.1 At the first meeting of the Council following the Annual General Meeting the Council must appoint a Finance Sub-committee, to be chaired by the Treasurer, to oversee and report to the Council and membership on the finances of the Association.
- 14.2 The Council may appoint other Sub-Committee(s) for special purpose(s) as deemed appropriate and necessary by the Council. Such Sub-Committees will be chaired by a member of the Council, and have at least one other Councillor as a member.
- 14.3 Such Sub-Committees as may be appointed shall:
 - 14.3.1 work to the timeframe and terms of reference specified by the Council;
 - 14.3.2 report to the Council as required by the terms of reference specified by the Council; and
 - 14.3.3 be subject to the direction and control of the Council at all times and shall not exercise any powers on behalf of the Association or the Council.

15. COUNCIL VACANCIES

- 15.1 Vacancies arising on the Council by way of a person nominated by an Affiliate being unable to continue in that role for whatever reason will be filled by a person nominated by the same Affiliate, such person(s) to serve for the remainder of the departing member's unexpired term.
- 15.1 Vacancies in the positions of President, President Elect, Immediate Past President and Treasurer arising on the Council between Annual General Meetings for

whatever reason shall be filled by the Council, such person(s) to serve for the remainder of the departing officer's unexpired term.

16. OFFICERS OF THE ASSOCIATION

The Officers of Association shall have the following responsibilities:

16.1 The President shall:

- 16.1.1 Preside at all meetings of the Council and General Meetings of the Association and ensure that business is conducted with propriety and order;
- 16.1.2 Prepare and present the president's Report to the Annual General Meeting;
- 16.1.3 Have a deliberative vote and, in case of equality of votes have the casting vote; and
- 16.1.4 Have authority to speak on behalf of the Association and to act as the principal representative of the Association at all times subject to the prior approval or subsequent ratification by the Council.

16.2 The President Elect or Immediate Past President shall:

- 16.2.1 Stand in the place of the President when the President is not available; and
- 16.2.2 Undertake other duties as required by this Constitution or as directed by the Council.

16.3 The Treasurer shall:

- 16.3.1 Chair the Finance Sub-Committee;
- 16.3.2 Ensure that Budgets and statements are prepared and a report on the finances of the Association is given at each meeting of the Council of the Association;
- 16.3.3 Prepare and present the Association's financial report for the previous financial year to the Annual General Meeting;
- 16.3.4 Present the audited accounts to the Annual General Meeting of the Association; and
- 16.3.5 Undertake other duties as required by this Constitution or as directed by the Council.

- 16.4 There shall be employed by the Association a Chief Executive Officer who shall attend all meetings of the Council to advise on the day to day operation of the Association, its activities and programs and be responsible for the day to day management and administration of the Association. The Chief Executive Officer shall:
- 16.4.1 Ensure that all meetings as required under this Constitution are called and conducted in accordance with this Constitution;
 - 16.4.2 Prepare and present a report to the Annual General Meeting;
 - 16.4.3 Prepare an agenda for all meetings and ensure in so far as is reasonably possible and in accordance with the Constitution that all Members of the Association or Council (as appropriate) are advised in good time of all matters to be raised;
 - 16.4.4 Ensure the maintenance and distribution of proper minutes of meetings;
 - 16.4.5 Receive, attend to, dispatch and maintain records of all correspondence to and from the Association;
 - 16.4.6 Ensure the proper care and use of the Association Seal and maintain the Seal Register Book;
 - 16.4.7 Ensure the Database of Members is maintained;
 - 16.4.8 Ensure that all monies received are properly paid into the correct accounts held by the Association;
 - 16.4.9 Ensure that records of all receipts, payments and other financial transactions of the Association are correctly maintained; and
 - 16.4.10 Undertake other duties as required by this Constitution or as directed by the Council.
- 16.5 The Council shall appoint a Public Officer to be the official point of contact with the appropriate government body as required by the Act.

17. COUNCIL MEETINGS

- 17.1 The Council shall meet either in person or by telephone, video or other means of synchronous communication to conduct the business of the Association and not less than four (4) times each calendar year.
- 17.2 The President, or two (2) other Councillors shall have the power to call a meeting of the Council if necessary or as otherwise required to meet extraordinary

circumstances.

- 17.3 Notice of meetings shall be given at the previous Council meeting or by seven days written notice distributed to all Council members and Affiliates, or in an emergency by such other notice as shall be ratified by the Council.
- 17.4 A quorum of the Council shall not be less than half plus one (1) the number of members of the Council.
- 17.5 If a quorum of the Council is not present within 30 minutes of the time appointed for the commencement of any meeting of the Council the meeting shall be adjourned to a later date. Discussion among the Members present may continue but no vote cast on any matter shall be of any effect.
- 17.6 The Council may function validly notwithstanding any vacancies but must not allow its membership to be reduced below seven.
- 17.7 Where a Councillor is aware of any actual or potential conflict of interest in matters before the Council that Councillor shall remove themselves from the meeting and must not participate in the Council's discussion or vote on those matters and the period of the Councillor's absence shall be recorded in the minutes of the meeting.
- 17.8 The Council may appoint Sub-Committees for specific purposes composed as required of Members and non-members of the Association who shall meet as directed by the Council, and shall operate subject to clause 14 of this Constitution.
- 17.9 Persons with special interests or knowledge relevant to the Objectives of the Association, its operation or other requirements may be invited to attend any meeting of the Council or Sub-Committee and may address such meeting on any relevant matter but may not vote unless entitled to do so under this Constitution.

18. THE COMMON SEAL

- 18.1 The Association must have a Common Seal upon which its corporate name must appear in legible characters.
- 18.2 The Common Seal must not be used without the express authorisation of the Council, which authority may be provided prospectively or by way of ratification at the next Council meeting following the use of the Common Seal.
- 18.3 Every use of the Common Seal must be recorded in a Seal Register Book kept for such purposes by the Chief Executive Officer.
- 18.4 The affixing of the Common Seal must be witnessed by no less than one Members and their name(s) and date of the affixing of the Seal recorded in the

Seal Register Book.

- 18.5 The Common Seal shall be held by the Chief Executive Officer on the behalf of the Association.

19. FINANCIAL YEAR & APPOINTMENT OF AUDITOR

- 19.1 The financial year of the Association shall commence on 1st February and end on 31st January of the next calendar year.
- 19.2 At the Annual General Meeting of the Association, the meeting shall appoint an Auditor of the Association who shall:
- 19.2.1 Have the power to call for all books, papers, records, vouchers and documents belonging to the Association; and
- 19.2.2 Submit a report on the financial operations of the Association at the next Annual General Meeting.
- 19.3 Any person or body appointed by the Association as an Auditor shall be subject to the requirements of the relevant Act, and must not be a member of the Council of the Association.

20. ANNUAL GENERAL MEETINGS

- 20.1 The Annual General Meeting of the Association shall be held no later than the 30th of June each year.
- 20.2 The Business of the Annual General Meeting shall be:
- 20.2.1 To confirm the minutes of the preceding Annual General Meeting and of any Special General Meeting held since that meeting;
- 20.2.2 To receive the President's report for the previous financial year;
- 20.2.3 To receive the Association's financial report for the previous financial year;
- 20.2.4 To receive the Auditor's report for the previous financial year and to appoint an Auditor for the subsequent financial year;
- 20.2.5 To receive the Chief Executive Officer's report for the previous financial year;
- 20.2.6 To alter the Constitution of the Association of which due notice has been given; and

20.2.7 To elect the President Elect and Treasurer as required by this Constitution; and

20.2.8 To discuss any other matters placed on the agenda (“Other Business”) before the commencement of the meeting.

21. SPECIAL GENERAL MEETINGS

21.1 The Council may call a Special General Meeting of the Association at any time but must convene a Special General Meeting within 28 days of the receipt of a written requisition to that effect signed by not less than fifty Members recorded on the Database.

21.2 All requisitions for Special General Meetings must state the purpose of the meeting.

22. NOTICE OF GENERAL MEETINGS

22.1 The Association must give at least twenty-one (21) days notice of any General Meeting to Members recorded on the Database.

22.2 The notice must set out where and when the meeting will be held and particulars of the nature and agenda of the business to be transacted at the meeting.

22.3 Written notice of all General Meetings of the Association shall be displayed at the premises of the Association and served on all Members not more than 90 days and not less than 21 days of the date set down for the meeting.

22.4 Written notice of a General Meeting of the Association may be provided in a newsletter or other communication from the Association, and will be posted to the Association’s website.

22.5 The Association may give notice of General Meetings to any Member by serving a notice personally on them, or by sending such notice by post, to the physical or email address of such Member as recorded in the Database.

22.6 Where a notice is sent by post, service of the notice is deemed to be effected if it is properly addressed and posted to the Member by ordinary prepaid mail.

22.7 Where a notice is sent by email, service of the notice is deemed to be effected if it is properly addressed and sent to the Member’s email address as recorded on the Database.

23. PROCEEDINGS AT GENERAL MEETINGS

- 23.1 The President presides as Chairperson at all General Meetings of the Association.
- 23.2 In the absence of the President, the President Elect or Immediate Past President shall act in the place of the President.
- 23.3 In the absence of the President and the President Elect or Immediate Past President another member of the Council shall act in the place of the President.
- 23.4 A quorum for any General Meeting including an Annual General Meeting is a total of ten Individual Members, Life Members and Nominated Persons present in person:
 - 23.4.1 If a quorum is not present within thirty (30) minutes of the time advised for the commencement of that meeting the meeting shall be adjourned to a later date; and
 - 23.4.2 If a meeting is adjourned for lack of a quorum the meeting shall be again advised to Members as set out in this Constitution.

24. VOTING AT GENERAL MEETINGS

- 24.1 Subject to these rules each Individual Member, Life Member or Nominated Person present is entitled to one vote.
- 24.2 Voting shall be by a show of hands except that:
 - 24.2.1 The Council may, at its discretion, direct that any contentious issue to be determined at any General Meeting or otherwise shall be by secret ballot;
 - or
 - 24.2.2 The Individual Members, Life Members and Nominated Persons present at any General Meeting may, by show of hands, require any other vote to be conducted by secret ballot.
- 24.3 Only Individual Members, Life Members and Nominated Persons recorded on the Database may vote at any meeting of the Association.
- 24.4 Unless an issue requires under this Constitution a person to be present and voting an Individual Member, Life Member or Nominated Person whose name appears on the Database shall be entitled to appoint in writing a person also recorded on the Database to be their proxy and to attend and vote at any General Meeting of the Association.

25. RETURNING OFFICER

- 25.1 In the case that a secret ballot is required by the Council or the Members attending a General Meeting the meeting shall appoint a Member, not having any personal interest in the matter for determination, as Returning Officer for the purposes of recording the vote.
- 25.2 A Returning Officer shall hold such position for the purpose of conducting the vote at one meeting only but is not precluded from acting by reason of previous service as Returning Officer at previous meetings.
- 25.3 The person appointed as Returning Officer does not by their appointment lose any right to vote on the issue(s) to be determined.

26. MINUTES

- 26.1 Proper minutes of General Meetings and Council Meetings must be entered into a book kept for that purpose, the maintenance of which shall be the responsibility of the Chief Executive Officer.
- 26.2 The minutes kept pursuant to this rule shall be confirmed by Members at a subsequent General or Council meeting, and signed by the Chairperson of that subsequent meeting.
- 26.3 The books containing the minutes of General Meetings shall be made available for inspection by any Member of the Association within 48 hours of such request being received by the Chief Executive Officer.

27. AMENDMENT OF CONSTITUTION AND REGULATIONS

- 27.1 This Constitution may be repealed or amended by resolution of two thirds of Members present and voting at a General Meeting of which not less than two calendar months' written notice including notice of the proposed repeal, alteration or amendment has been distributed to all Members.
- 27.2 Rules (the 'Regulations') for proper administration of meetings or business may be made, repealed or amended by the Council, subject to subsequent disallowance at a General Meeting, providing that not less than 21 days written notice including notice of the proposed new rule, repeal or amendment has been distributed to all Members.

28. FINANCES & PROPERTY

- 28.1 Persons who by written authority given by the Council accept or incur any pecuniary liability on behalf of the Association shall be held indemnified against any personal loss in respect of such liability.

- 28.2 The income, property and funds of the Association shall be used and applied solely towards the promotion of the Objectives and shall not be paid or transferred to the Members or relatives of Members provided that nothing herein contained shall prevent any payment in good faith to any person in return for services actually rendered or to any person in furtherance of the Objectives of the Association and without undue preference.

29. DISSOLUTION

- 29.1 The Association shall not be dissolved except by special resolution (as defined in the Act) approved by not less than three quarters of Members present and voting at a General Meeting called for the purpose of determining the dissolution of the Association and for which not less than two calendar months' written notice including notice of the proposed dissolution has been given to all Members on the Database.
- 29.2 On dissolution, all property, whether real or personal, remaining after payment of all debts and legal liabilities shall be transferred to such other body or bodies formed to promote similar objectives or for charitable objectives as shall be approved by the Association.

Date of Adoption: 01 February 2012

SCHEDULE 1

Canberra Mathematical Association

Mathematical Association of New South Wales

Mathematical Association of South Australia

Mathematical Association of Tasmania

Mathematical Association of Victoria

Mathematical Association of Western Australia

Mathematics Teachers Association of the Northern Territory

Queensland Association of Mathematics Teachers