



C O N S T I T U T I O N

1. NAME

The name of the Association shall be the Modern Language Teachers' Association of the Australian Capital Territory Incorporated (the 'MLTA ACT Inc.').

2. OBJECTS

The objects of the MLTA ACT Inc. shall be to promote the study and teaching of languages in the ACT.

3. PURPOSES/FUNCTIONS

The functions of the MLTA ACT Inc. shall include the following:

- a. to promote the teaching and learning of languages in the ACT
- b. to encourage developments in methodology and curricula for the learning of languages that ensure the high quality of all programmes in the ACT
- c. to inform members about the issues related to language learning and teaching received from AFMLTA or various national and international agencies with similar objectives as the ones of the MLTA ACT Inc.
- d. to organise high quality in-service education programmes for language teachers to ensure the development and maintenance of their language proficiency
- e. to offer a FIPLV scholarship to encourage teachers of languages to visit the countries of origin of languages they are teaching or attend professional development that will benefit their understanding and practice
- f. to foster research in relation to teaching and provide opportunities to those teachers to present their findings at various seminars, workshops, conferences or by publishing in 'Contact'
- g. to produce publications such as the journal 'Contact', and other publications as determined by the Council such as invitations, flyers, the MLTA ACT Inc. website, etc.
- h. to engage in activities to be determined by the AFMLTA Inc., that provide feedback to members on e.g. national programs, Professional Standards for Teachers etc.

4. MEMBERSHIP

Members must agree and abide by the rules and the constitutionally made decisions of the MLTA ACT Inc.

a) Ordinary Membership:

Membership shall be open to any person who is actively engaged in or who has been actively engaged in the promotion of study and teaching of languages. Ordinary members shall pay the annual subscription as determined by the Executive Committee.

Membership shall entitle a holder to normal voting rights at a General Meeting. Only a financial member may be elected to the Executive Committee and/or hold an office.

b) Honorary Life Membership:

The Association may offer honorary Life Membership to any person who has given outstanding service to the MLTA ACT Inc.

Honorary Life Membership shall entitle the holder to:

- i) free membership for life
- ii) normal voting rights of a member at a General Meeting
- iii) admission to Executive Committee meetings – provided always that the holder shall hold no voting power on the Executive Committee.

c) Associate Membership:

Students at tertiary institutions and Community Language School Teachers of the ACT who are not otherwise employed as teachers are eligible for Associate Membership of the MLTA ACT Inc. The subscription for Associate Membership shall be free of charge. This membership type shall not have MLTA ACT Inc. voting power and will not receive any associated affiliation with the Australian Federation of Modern Language Teachers' Association (AFMLTA).

d) MLTA Partner Membership:

Members of other Modern Language Teachers' Associations (MLTA) affiliated to the AFMLTA may nominate for Partner Membership of the MLTA ACT Inc. The subscription for Partner Membership shall be at the rate of no more than one half of the subscription for Ordinary Membership of the MLTA ACT Inc. A nomination for Partner Membership must be accompanied by proof of the membership of the appropriate affiliated MLTA. This membership type shall not have MLTA ACT Inc. voting power.

e) Educational Institution Membership:

Educational Institution Membership shall be open to any institution which is actively engaged in the promotion of the study and teaching of languages. Educational Institutions shall pay the annual subscription as determined by the Executive Committee. Institutional members are entitled to nominate one (1) voting delegate who shall have all the rights of an individual member, excluding holding an executive position. Such nomination is to be in writing to the Executive Secretary of the MLTA ACT Inc. Executive Committee. An Educational Institution Member may revoke in writing the appointment of its delegate, and appoint another delegate in their place.

f) Language Committee Section:

The MLTA ACT Inc. may organise special committees for any language studied and/or taught in the ACT. These MLTA ACT Inc. special committees may coordinate relevant affiliate memberships with national and international language organisations, said memberships may incur a fee to be decided by the Executive Committee.

5. SUBSCRIPTIONS

The yearly subscriptions shall be determined at the Annual General Meeting (AGM). All subscriptions shall fall due at the beginning of the calendar year and membership shall be considered to have lapsed if payment of subscription fees is not made by February 28 each year.

6. FUNDS

The Association derives its finances mostly through membership fees and bank interest. The Association may generate profits through its activities (e.g. Conference, Professional Development workshops, etc). These profits should be used for the benefit of the MLTA ACT

Inc. and its members. This could be in the form of concessions, discounts or subsidies on products or services provided by the Association.

7. BANK ACCOUNT

The Treasurer may, with the approval of the Annual General Meeting or elected officers, open bank account(s) in the name of the MLTA ACT Inc. The signatories to these accounts shall be the Treasurer, President and one more member of the Executive to authorise payment. No other accounts may be established in the name of the MLTA ACT Inc.

8. AUDITOR

The Annual General Meeting shall appoint each year a reviewer or an auditor who at least once in each financial year shall examine the books of accounts of the MLTA ACT Inc. and the statement of receipts and expenditure and provide a certificate as to their correctness.

9. FINANCIAL YEAR

The financial year of MLTA ACT Inc. shall be from 1 January to 31 December.

10. COUNCIL

All members of the Council take the roles as volunteers. The Council members are elected at the Annual General Meeting.

A. Composition:

The Council shall consist of: 1) the Executive (Office-Bearers) and 2) the Committee Members.

(1) The Executive

shall consist of the following five elected office-bearers:

i) President, who will:

- a) preside at all meetings of the Association (General Meeting and Council meeting)
- b) ensure that business is conducted in accordance with the normal rules of procedure
- c) conduct correspondence
- d) keep files and records of the MLTA ACT Inc. and past files (7 years).

The President shall have casting vote, but not deliberative vote.

ii) Two Vice-Presidents, who will:

- a) One Vice-President who will preside at meetings of the MLTA ACT Inc. in the absence of the President and will in such case be subject to the same provisions as to voting powers as apply to the President.
- b) A second Vice-President who will undertake special projects on behalf of the association, in consultation with the President.

iii) Secretary, who will: under the general direction of the Council, and in consultation with other office bearers:

- a) administer the day to day business of the Association
- b) under the direction of the President, call all meetings and prepare and circulate Agenda and maintain the Minutes
- c) circulate to all members such information and material as would further the objects of the Association
- d) conduct correspondence as required
- e) keep up to date records of membership

- f) keep records and files.
- iv) Treasurer, who will:
 - a) operate MLTA ACT Inc. bank accounts (open and manage a bank account in the name of the MLTA ACT Inc., receive and pay into such account all moneys received on behalf of the MLTA ACT Inc. and issue receipts and disburse moneys in respect of all just debts and commitments of the MLTA ACT Inc.)
 - b) keep proper records and books of the MLTA ACT Inc. accounts and past files (7 years)
 - c) submit annually to the AGM a statement of receipts and expenditure, duly audited
 - d) prepare and maintain a list of financial members
 - e) keep financial files and records of the MLTA ACT Inc. and past files (7 years).
- v) The Executive may co-opt the Webmaster and the Publications Officer as additional members onto the Executive Committee.

(2) The Committee Members

shall carry out such duties as the Council sees fit at any given time: and those shall be the Publishing Editor of the “Contact”, the Webmaster of the MLTA ACT Inc. website, the Minutes Secretary, Assistant Secretary, Membership Secretary, Public Officer, Liaison officers and such other roles of the MLTA ACT Inc. at Council Meetings and General Meetings as the Council may determine.

The Council shall have the power to co-opt additional members to the Committee, to appoint an Assistant Secretary and/or Public Officer from among the association’s members and to appoint co-opted Committee members to any of the above roles, except the Executive office-bearer roles.

The Council may form a sub-committee if needed to carry on specific tasks (such as Conference Committee, Competition Committee etc.)

The MLTA ACT Inc. General Meeting may choose to combine officers or to appoint one person to fill two or more offices.

Where the duties of the office bearers are not hereinafter defined, they shall be determined by the General Meeting, or, between its meetings, by the elected officers.

All the positions are described in more detail in Working Rules as decided by the Committee.

B. Elections

- i) All positions shall be declared vacant at the AGM and be open for re-election.
- ii) The Annual General Meeting shall be held each year upon completion of an auditor’s report, by March and the members elected to the Council shall be deemed to take office immediately.
- iii) In elections, only individual members may vote.
- iv) If any office on the Executive becomes vacant in the course of the year, it shall be filled by election at a Special General Meeting, after three weeks’ notice to the Secretary in writing.
- v) The Secretary shall give at least 10 days notice of elections to all members.
- vi) Only Ordinary Members shall be eligible for election to the Executive
- vii) Members of the MLTA ACT Inc. are entitled to vote by proxy at General Meetings (AGM) and Special General Meetings (SGM).

11. MEETINGS

a) General Meetings

- i) Ordinary General Meetings shall be held at least once per year.
- ii) At any General Meeting, a quorum of any five members, including the Chair, shall apply. If a quorum is not available at the general meeting, the chair of the meeting may adjourn the meeting to another day and time that is not earlier than 7 days and not later than 28 days after the meeting that is being adjourned
- iii) At least ten days' notice of meetings shall be sent by mail or email to schools or to the home address of members (as indicated by members on their Membership form)
- iv) In the conduct of meetings, the ordinary rules of debate shall apply.
- v) The ordinary business of the Annual General Meeting shall be:
 - To confirm the minutes from the previous annual general meeting and of any general meeting held since that meeting; and
 - To receive from the Executive reports upon the transactions of the MLTA ACT Inc. during the last preceding financial year; and
 - To elect the Executive officers of the MLTA ACT Inc. and the ordinary members of the committee;
- vi) The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings which will then be signed by the Chairperson of that meeting or the Chairperson of the next succeeding general meeting.
- vii) The general business of the MLTA ACT Inc. may be dealt with between General Meetings by the Council.
- viii) At the General Meeting the members who are entitled to vote may do so in person at the meeting or by proxy.

b) Council meetings

- i) The elected officers shall meet as required by the business of MLTA ACT Inc., but at least once per school term
- ii) The elected officers shall meet at such times and places as may be mutually agreed upon between members.
- iii) The Secretary will ensure that the minutes are taken and signed by the Chairperson of that meeting or the Chairperson of the next succeeding meeting.
- iv) A quorum at any Council Meeting shall consist of at least a Chair (President or Vice-President) another member of Executive and another Committee or Executive member (Total 3).

12. COMMON SEAL

The common seal of the MLTA ACT Inc. is kept in the custody of the Secretary.

The common seal must not be affixed to any instrument except by the authority of the Executive and the affixing of the common seal must be attested by the signatures either of two members of the Executive or, of one member of the Executive and the Public Officer of the MLTA ACT Inc.

13. CUSTODY AND INSPECTION OF BOOKS AND DOCUMENTS

The Secretary must keep in his/her custody or under his/her control all books, documents and securities of the MLTA ACT Inc. Except where for practical reasons the books for a current year may be kept also by the President and Treasurer.

All accounts, books, securities and any other relevant documents of the MLTA ACT Inc. must be available for inspection free of charge by any member upon request.

A member may take a copy of any accounts, books, securities and any other relevant documents of the MLTA ACT Inc.

14. MEMBERS LIABILITY

Members of the MLTA ACT Inc. are not liable to contribute towards payment of the debts and liabilities of the MLTA ACT Inc. or the costs, charges and expenses of winding up the MLTA ACT Inc.

15. DISCIPLINE

Subject to this Constitution, the MLTA ACT Inc. does not discipline its members.

16. WORKING RULES OF THE ASSOCIATION

Working rules of the association will be agreed by MLTA Council. The working rules document will be separate from the Constitution of the association. Amendments may be made to the working rules when endorsed by a majority vote of MLTA Council.

17. ALTERATION OF THE CONSTITUTION

Alteration of the Constitution may be made at any General Meeting, provided always that notice of motion has been made to the Secretary at least three weeks before the date of such meeting, and provided further such notices of motion have been included in the notice of meeting agenda sent to members. The passing of such motion shall require a two-thirds majority of members present.

18. DISSOLUTION

The MLTA ACT Inc. may be dissolved by a vote of three-quarters of members present at a special general meeting called for this purpose. If any funds remain after the payment and collection of debts, the remaining funds shall be transferred to the national body, the Australian Federation of Modern Language Teachers' Association.

Appendix 1

FORM OF APPOINTMENT OF PROXY

I (name)

of (address)

being a member of the Modern Language Teachers' Association of the ACT Inc.

Appoint

(name of proxy holder)

being a member of the Modern Language Teachers' Association of the ACT Inc., as my proxy to vote on my behalf at the *annual/*special general meeting of the Association to be held on

(date of meeting)

and at any adjournment of that meeting.

My proxy is authorised to vote *in favour of/*against the following resolution:

[Insert details of resolution]

Signed

Date

*Delete if not applicable