



CONSTITUTION

Including amendments to 13 April 2012

Lodged with the RegistrarGeneral

Registration Number: A1564

GPO Box 34
Canberra City,
ACT 2601

The Association

1. The Australasian Speech Science and Technology Association Incorporated is a nonprofit organisation, incorporated in the Australian Capital Territory.

Objects

2. The objects of the Association are:
 - a. to advance speech science and technology in academic institutions and in industrial and commercial organisations;
 - b. to promote the research in and application of speech science and technology in accordance with an accepted code of ethics;
 - c. to further the professional development of those engaged in speech science and technology;
 - d. to provide a national and international forum for the discussion of issues related to speech science and technology;
 - e. to inform academic institutions, industrial, commercial and Government organisations, and the general public on issues related to speech science and technology;
 - f. to publish periodically or occasionally such materials which advance speech science and technology;
 - g. to hold a biennial international conference on speech science and technology; and
 - h. to further the liaison and cooperation with other organisations which have similar objects.

Membership

3. Any person actively involved in research or development in the area of speech science and technology may apply for Ordinary Membership of the Association.
4. Any person with an interest in speech science and technology may apply for Associate Membership of the Association.
5. Any person who is enrolled in a course of study which is related to the area of speech science and technology may apply for Student Membership of the Association.
6. A person who has made an outstanding contribution to the Association may be invited by the Executive to become a Life Member of the Association
7. Any organisation with an interest in sponsoring speech science and technology may apply for Corporate Membership of the Association.

8. Members shall pay an annual Membership fee, the amount depending on whether they are an Ordinary Member, Associate Member, Student Member or Corporate Members, plus any applicable government taxes. There is no Membership fee for Life Members.
 - a. Fees will be set by the agreement of the Executive and will be reviewed periodically, at least every two years, after the Australasian International Speech Science and Technology conference and members will be provided 3 months advance notice of any changes.
9. Membership of the Association commences upon the approval of the application by the Executive. Life membership commences upon the acceptance of the invitation.
10. Membership of the Association ceases:
 - a. upon the receipt by the Secretary or the President of the Member's resignation in writing;
 - b. by decision of the Executive when the Membership fee has not been paid within twelve months of the due date and within two months of a reminder notice sent to the Member; or
 - c. by Special Resolution of a General Meeting of the Association.
11. The liability of a Member to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount (if any) unpaid by the Member in respect of membership of the Association as required by clause 8.
12. Where the Executive is of the opinion that a Member has persistently refused or neglected to comply with a provision of these rules, or has persistently and wilfully acted in a manner prejudicial to the interests of the Association, the committee may, by resolution –
 - a. expel the Member from the Association; or
 - b. suspend the Member from such rights and privileges of membership of the Association as the committee may determine for a specified period.
13. A resolution of the Executive under clause 12 is of no effect unless the Executive, at a meeting held not earlier than 14 days and not later than 28 days after service on the Member of a notice under clause 14, confirms the resolution in accordance with this rule.
14. A resolution under clause 12, the secretary shall, as soon as practicable, cause a notice in writing to be served on the Member—
 - a. setting out the resolution of the committee and the grounds on which it is based; and
 - b. stating that the Member may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice; and
 - c. stating the date, place and time of that meeting; and

- d. informing the Member that the Member may do either or both of the following:
 - i. attend and speak at that meeting;
 - ii. submit to the committee at or prior to the date of that meeting written representations relating to the resolution.
15. Subject to the Act, section 50, at a meeting of the committee mentioned in clause 13, the committee shall—
 - a. give to the Member mentioned in clause 12 an opportunity to make oral representations; and
 - b. give due consideration to any written representations submitted to the committee by that Member at or prior to the meeting; and
 - c. by resolution determine whether to confirm or to revoke the resolution of the committee made under clause 12.
16. Where the committee confirms a resolution under clause 15, the secretary shall, within 7 days after that confirmation, by notice in writing inform the Member of that confirmation and of the Member's right of appeal under clause 18.
17. A resolution confirmed by the committee under clause 15 does not take effect—
 - a. until the expiration of the period within which the Member is entitled to appeal against the resolution where the Member does not exercise the right of appeal within that period; or
 - b. where within that period the Member exercises the right of appeal, unless and until the Association confirms the resolution in accordance with clause 21.
18. A Member may appeal to the Association in general meeting against a resolution of the committee which is confirmed under clause 15, within 7 days after notice of the resolution is served on the Member, by lodging with the secretary a notice to that effect.
19. On receipt of a notice under clause 18, the secretary shall notify the committee which shall convene a general meeting of the Association to be held within 21 days after the date on which the secretary received the notice or as soon as possible after that date.
20. Subject to the Act, section 50, at a general meeting of the Association convened under clause 19 —
 - a. no business other than the question of the appeal shall be transacted; and
 - b. the committee and the Member shall be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - c. the Members present shall vote by secret ballot on the question of whether the resolution made under clause 15 should be confirmed or revoked.

21. If the meeting passes a special resolution in favour of the confirmation of the resolution made under clause 15, that resolution is confirmed.

Executive

22. The business of the Association shall be conducted by the Executive of the Association in accordance with this Constitution and as directed by General Meetings of the Association.
23. The Executive shall inform the Members of the Association regularly and in reasonable manner about the ongoing business of the Association.
24. The Executive of the Association shall consist of:
 - a. the President of the Association;
 - b. the Secretary of the Association;
 - c. the Treasurer of the Association; and
 - d. two other Executive Members.
25. The Members of the Executive shall be Members of the Association.
26. Each Member of the Executive shall hold office until the conclusion of the annual general meeting following the date of the Member's election, but is eligible for re-election.
27. The Members of the Executive shall receive no remuneration for their services.
28. Membership of the Executive ceases:
 - a. upon the receipt by the Secretary or the President of the Executive Member's resignation in writing; or
 - b. by Special Resolution of a General Meeting of the Association to replace the Member of the Executive.
29. A casual vacancy in the Executive may be filled at the discretion of the Executive.
30. Decisions of the Executive shall be made by agreement of a least three Members of the Executive.
31. The Executive may co-opt a Member to fill a temporary vacancy caused by an elected member of the Executive notifying their inability to carry out their duties for a period of at least two months. A Member cannot be co-opted against the vote of any of the elected members of the Executive. A Member so co-opted will have full voting rights on the Executive.
32. The Executive may co-opt a Member to the Executive in order to gain benefit from the experience or skills of that Member. The selection of the co-opted Member must be by a unanimous vote of the elected executive members. The Member so co-opted will have voice but not vote on the Executive.
33. Elected and co-opted members of the Executive are obliged to keep confidential all business of the Association discussed during executive meetings unless unanimously agreed otherwise on an item by item basis.
34. The Executive shall meet at least 3 times in each calendar year at such place (including

teleconference) and time as the Executive may determine. Additional meetings of the Executive may be convened by any member of the Executive.

35. Oral or written notice of a meeting of the Executive shall be given by the secretary to each member of the Executive at least 48 hours (or such other period as may be unanimously agreed on by the members of the Executive) before the time appointed for the holding of the meeting.
36. Any 3 members of the Executive constitute a quorum for the transaction of the business of a meeting of the Executive.
37. No business shall be transacted by the Executive unless a quorum is present and, if within half an hour after the time appointed for the meeting a quorum is not present, the meeting stands adjourned to the same place and at the same hour of the same day in the following week.
38. If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting shall be dissolved.
39. At meetings of the Executive—
 - a. the president or, in the absence of the president, the secretary shall preside; or
 - b. if the president and the secretary are absent—1 of the remaining members of the committee may be chosen by the members present to preside.
40. The Executive shall keep records of Meetings of the Executive, of General Meetings and of all business of the Association for at least seven years after the completion of the Meetings or business transactions respectively
41. The Executive shall have custody and control of the Common Seal of the Association and of all records and property of the Association.
42. The Executive shall allow all Members of the Association reasonable access to the records of the Association.
43. Wherever this constitution requires the Executive to send information to a Member, it shall be sufficient that the information is sent to either the most recently notified postal or email address of the Member.
44. Wherever this constitution requires the Executive to receive in writing information from a Member, it shall be sufficient that the information is received as a signed posted letter or a signed facsimile or an email originating from the most recently notified email address of the Member.

Public Officer

45. A person who is a resident of the Australian Capital Territory and who is at least 18 years of age shall be appointed by the Executive as the Public Officer of the Association.

General Meeting

46. An Annual General Meeting of the Association shall be held once in each calendar year within a period of five months beginning at the end of the financial year of the Association.
47. In a year when one of the Association's speech science and technology conferences takes place, the Annual General Meeting of the Association should, if possible, be held at the same place and at the same time as that conference.
48. The Annual General Meeting shall elect the President, Secretary, Treasurer and the two other Executive Members by secret ballot.
49. The Annual General Meeting shall receive the President's Report and the Treasurer's Report and direct the Executive for its period of office.
50. A General Meeting of the Association other than an Annual General Meeting may be called by the Executive or requested in writing to the Secretary by one quarter of the combined Life Members and those Ordinary and Student Members who are financial at the time of such a request.
51. If a General Meeting is requested by the Membership, the date of that General Meeting shall be within four months of the receipt of the request.
52. For any General Meeting, the Executive may:
 - a. send a call to all Members of the Association at least two months in advance of that General Meeting for:
 - i. nominations for the positions of President, Secretary, Treasurer and two other Executive Members; and/or
 - ii. motions to be put to that meeting.
 - b. receive in writing such nominations and motions until five weeks before that General Meeting;
 - c. send voting papers for the election of the President, Secretary, Treasurer and the two other Executive Members and proposed motions to all Members of the Association together with the notice of that General Meeting;
 - d. receive, in writing, votes for that election and on the motions until the time of that General Meeting; and
 - e. receive further votes from Members physically present at that General Meeting who did not submit votes in writing for that election and on the motions from Members.
53. If for any of the elections of the President, Secretary, Treasurer or the two other Executive Members, no nomination was received according to clause 52(b), nominations for that position may be received during the General Meeting.
54. If votes in writing were invited and received on any motions at a General Meeting such motions shall not be amended nor shall any other motions be proposed at that General Meeting which were not included in the notice of meeting unless a physical quorum is

present and, in the opinion of the chair of the meeting, the new motion is unrelated to any of the written or emailed motions.

55. Notice of a General Meeting shall be given to all Members of the Association at least one month in advance of that General Meeting by the Secretary.
56. The notice of a General Meeting may specify that General Meeting as a mail meeting in which case no business may be transacted at that General Meeting other than elections for which nominations were called according to clause 52(a) and motions which were received according to clause 52(b).
57. All Life Members and those Ordinary Members and Student Members who are financial at the time of a General Meeting are eligible to nominate persons for the Executive, to propose motions and to vote at that General Meeting.
58. A quorum at a General Meeting of the Association shall be constituted by ten percent of the Members of the Association eligible to vote at that General Meeting, each of whom is either present at the General Meeting or, if votes in writing were invited, has voted in writing
59. In the event of a quorum at an Annual General Meeting not being met within the 30 minutes following the advertised starting time of the meeting, a quorum of three Members shall be sufficient to allow essential business for the functioning of the Association to continue. This essential business comprises the election of officers and the acceptance of reports required by the Associations Incorporation Act (ACT).
60. Resolutions of a General Meeting other than Special Resolutions shall be carried by a simple majority of votes.
61. The minutes of a General Meeting shall be sent to all Members of the Association within one month of that General Meeting by the Secretary.

Special Resolution

62. The resolution of a General Meeting shall be taken to be a Special Resolution if:
 - a. it is passed at a General Meeting notice of which was accompanied by notice of intention to propose the resolution as a Special Resolution; and
 - b. it is passed by at least three-quarters of those Members of the Association who, being entitled to vote, vote either in person or by instrument of proxy pursuant to Section 41 at that General Meeting.
63. The proposed Special Resolution shall not be amended by the General Meeting of the Association.

64. A Member of the Association who is entitled to vote at a General Meeting may vote for or against a Special Resolution by instrument of proxy if:
- a. the instrument indicates whether the Member votes for or against the Special Resolution;
 - b. the instrument contains the name, Membership number and signature of the Member; and
 - c. the instrument is received by the Secretary of the Association before the beginning of the General Meeting.

Finances

65. The Financial Year of the Association shall commence on the first day of August and end on the last day of July.
66. The funds of the Association shall be derived from Membership fees, donations and activities of the Association which are in accordance with the objects of the Association.
67. The funds of the Association shall be applied solely towards the objects of the Association
68. Cheques shall be drawn and signed on behalf of the Association by two Members of the Executive one of whom shall normally be the Treasurer.
69. No payment shall be made, directly or indirectly, of any dividend and no distribution shall be made, in money, property or otherwise to Members of the Association.
70. The Members of the Association shall not be liable to contribute towards payment of the debts and liabilities of the Association or the costs, charges and expenses of dissolving the Association.
71. Subject to clause 27, no remuneration shall be paid to Members of the Association except for remuneration at ordinary rates for services actually rendered.
72. A person who is not a Member of the Association and who has not prepared or assisted with the preparation of the accounts of the Association shall be appointed by the Executive as the Auditor of the Association
73. The financial affairs of the Association shall be audited by the Auditor of the Association at least 14 days before the Annual General Meeting of the Association.
74. A balance-sheet which sets out the assets and liabilities of the Association and which is certified as correct by the Auditor shall be sent to each Member of the Association by the Treasurer within 6 months of the end of the Financial Year.
75. Subject to the Act, the regulations and this document, the secretary shall keep in his or her

custody or under his or her control all records, books, and other documents relating to the Association.

Amendment

76. This Constitution may be amended by Special Resolution.

Dissolution

77. The Association may be dissolved by Special Resolution.

78. If upon the dissolution of the Association there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among Members of the Association but shall be given or transferred to one or more other institutions which have objects similar to the objects of the Association and which are funds, authorities or institutions approved by the Commissioner of Taxation.

Commencement

79. This Constitution shall be effective from 13 April 2012.