



# CONSTITUTION

**To lead and promote sign language interpreting across Western Australia**

## **ASLIA (WA) INCORPORATED**

### **AUSTRALIAN SIGN LANGUAGE INTERPRETERS' ASSOCIATION (WESTERN AUSTRALIA) INCORPORATED**

#### **CONSTITUTION**

##### **1. NAME**

The Name of the Association shall be "Australian Sign Language Interpreters' Association (Western Australia) Incorporated", to be known as - ASLIA (WA).

##### **2. DEFINITIONS**

In these rules, unless the contrary intention appears-

**ASLIA** means the Australian Sign Language Interpreters' Association.

**ASLIA National** means the National Executive Committee of ASLIA.

**ASLIA (WA) Inc.** means the Western Australia branch of ASLIA.

**ANNUAL GENERAL MEETING** is the meeting convened under rule 15;

**COMMITTEE MEETING** means a meeting referred to in rule 14;

**COMMITTEE MEMBER** means person referred to in rule 13;

**CONVENE** means to call together for a formal meeting;

**CREDENTIAL** means formal interpreter credentialing through an authorized body, such as the National Accreditation Authority for Translators and Interpreters (NAATI). Credentials may include Accreditation or Certification.

**DEPARTMENT** means the government department with responsibility for administering the *Associations Incorporation Act (2015)*;

**EXTRAORDINARY GENERAL MEETING** means a general meeting other than the annual general meeting referred to in rule 16;

**FINANCIAL YEAR** means a period not exceeding 15 months fixed by the Committee, being a period commencing on the date of incorporation of the Association and ending on 30 June; and thereafter each period commencing 1 July and ending on 30 June in the following year;

**GENERAL MEETING** means a meeting to which all members are invited;

**MEMBER** means member of the Association;

**NAATI** means the National Accreditation Authority for Translators and Interpreters.

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**ORDINARY RESOLUTION** means resolution other than a special resolution;

**POLL** means voting conducted in written form (as opposed to a show of hands);

**SPECIAL RESOLUTION** has the meaning given by section 24 of the Act, that is-

- (a) "A resolution is a special resolution if it is passed by a majority of not less than three-fourths of the members of the association who are entitled under the rules of the association to vote and vote in person or, where proxies or postal votes are allowed by the rules of the association by proxy or postal vote, at a general meeting of which notice specifying the intention to propose the resolution as a special resolution was given in accordance with those rules.
- (b) "At a meeting at which a resolution proposed as a special resolution is submitted, a declaration by the person presiding that the resolution has been passed as a special resolution shall be evidence of the fact unless, during the meeting at which the resolution is submitted, a poll is demanded in accordance with the rules of the Association or, if the rules do not make provision as to the manner in which a poll may be demanded, by at least 3 members of the association present in person or, where proxies are allowed, by proxy.
- (c) "If a poll is held, a declaration by the person presiding as to the result of a poll is evidence of the matter so declared."

**THE ACT** means the *Associations Incorporation Act 2015*;

**THE ASSOCIATION** means the Association referred to in rule 1;

**THE CHAIRPERSON** means-

- (a) in relation to the proceedings at a Committee meeting or general meeting, the person presiding at the Committee meeting or general meeting in accordance with rule 14;

**THE COMMISSIONER** means the Commissioner for Consumer Protection exercising powers under the Act;

**THE COMMITTEE** means the Committee of Management of the Association referred to in rule 13;

**THE PRESIDENT** means the President referred to in rule 13;

**THE SECRETARY** means the Secretary referred to in rule 13;

**THE TREASURER** means the Treasurer referred to in rule 13;

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### **3. OBJECTS**

- (1) The objects of the Association are-
  - (a) To provide professional development and social networking opportunities.
  - (b) To support regional and remote interpreters.
  - (c) To be a leader in best practice of interpreter provision, support and mentoring.
  - (d) To liaise with Deaf organisations and other stakeholders to further the professionalism of interpreters.
- (2) The property and income of the Association shall be applied solely towards the promotion of the objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.

### **4. POWERS OF ASSOCIATION**

ASLIA (WA) Incorporated has the power to do all things as are necessary, incidental or conducive to the attainment of the objects of ASLIA (WA) Incorporated, including to make by-laws for the conduct of ASLIA (WA) Incorporated.

## **MEMBERSHIP**

### **5. QUALIFICATIONS FOR MEMBERSHIP OF ASSOCIATION**

- (a) The classes of members for ASLIA (WA) Incorporated and the eligibility requirements for each category are determined and governed by the constitution of ASLIA National.
- (b) The benefits and rights – including voting rights – of members of ASLIA (WA) Incorporated are determined and governed by the constitution of ASLIA National.

### **6. NOMINATION FOR MEMBERSHIP**

An application for membership:

- (a) must be in the form prescribed by ASLIA National
- (b) must be lodged with ASLIA National

### **7. CESSATION OF MEMBERSHIP**

Cessation of membership will occur in the manner set out by the ASLIA National Constitution

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## **8. RESIGNATION OF MEMBERSHIP**

A member who has paid all amounts due to ASLIA National in respect of his/her membership may resign from membership by giving notice of his/her resignation in accordance with ASLIA National.

## **9. REGISTER OF MEMBERS**

Upon the acceptance of an application to ASLIA National, the member's address, telephone number(s), details of credential, and date of joining the Association will be provided to ASLIA (WA) Incorporated.

## **10. FEES AND SUBSCRIPTIONS**

- (a) Members will send membership fees to ASLIA National directly and will remain members of ASLIA (WA) Incorporated.
- (b) Membership fees for all membership categories are as set by ASLIA National, in the manner described in Section 3.8(2) of the ASLIA National Constitution.
- (c) Annual subscription from members of all classes shall be paid to ASLIA National, and, in accordance with the ASLIA National Constitution, a percentage of each membership subscription will be forwarded to ASLIA (WA) Incorporated by ASLIA National.
- (d) The financial year of ASLIA (WA) Incorporated shall commence on 1 July each year, and will end on 30 June of the following year.

## **11. MEMBERS' LIABILITIES**

The liability of a member to contribute to the payment of the debts and liabilities of ASLIA (WA) Incorporated is in accordance with the constitution of ASLIA National.

## **12. DISCIPLINING OF MEMBERS**

The process relating to disciplining members will be as detailed in the ASLIA National Constitution.

## **13. GRIEVANCES OF MEMBERS**

The process relating to grievance procedures will be as detailed in the ASLIA National Constitution.

## **14. COMMITTEE**

The management of ASLIA (WA) Incorporated shall be deputed to a committee of not less than five (5) members including a President, Secretary and/or Treasurer and committee members all of whom shall be elected at the Annual General Meeting of the Association.

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The elected positions will last for a 2 year period, with certain positions expiring each year on a rotating basis.

The committee may co-opt from time to time such members of ASLIA (WA) Incorporated or otherwise to assist the committee as deemed necessary.

Elections will be held each year with only the expired positions becoming vacant for re-election. The candidates who receive most votes shall be declared elected, and in the case of two (2) candidates receiving an equal number of votes, the chairperson of the Annual General Meeting shall have a second or casting vote.

The committee shall also have the power to appoint a member to fill any casual vacancy of the committee until the next Annual General Meeting. Any members so appointed shall retire at the next Annual General Meeting but shall be eligible for election as a member of the committee at such a meeting.

A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member resigns; is convicted of an offence under the Act; is absent from more than 3 consecutive Committee meetings without tendering an apology or ceases to be a member of the Association.

The Secretary shall keep custody of all books, documents, records and registers of the Association, excluding those kept by the Treasurer.

The Treasurer shall have custody of all securities, books and documents of a financial nature and accounting records of the Association.

A committee member is entitled to be paid out of the funds of the Association for any out-of-pocket expenses for travel and accommodation properly incurred in connection with the Association's business.

## **15. MEETINGS OF COMMITTEE**

The committee shall meet at least every three (3) months to arrange the affairs of ASLIA (WA) Incorporated. Three (3) members of the committee shall form a quorum, however, one (1) of these must be an executive member. Minutes shall be taken of all resolutions and proceedings of the committee and shall be open to inspection, upon reasonable notice, by any member of ASLIA (WA) Incorporated. Any member of the committee who is absent for three (3) consecutive meetings without reasonable excuse shall, unless the committee otherwise decides, be deemed to have resigned and a vacancy shall thereupon exist on the committee.

Voting of the committee shall be equal, with the President participating only if a casting vote is required.

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The President is the preferred Committee member to preside over all committee meetings. In the event of the absence from a committee meeting of the President, the Vice-President will preside; If both the President and the Vice-President are absent, a member elected by the other members present shall preside over the committee meeting.

## **16. ANNUAL GENERAL MEETING**

The Annual General Meeting of ASLIA (WA) Incorporated shall be held between July and August of each year, upon a date and a time to be fixed, no less than 28 days' notice, via email, by the committee, for the following purposes:

- (a) To receive from the committee a report of the affairs of ASLIA (WA) Incorporated since the preceding AGM.
- (b) To receive from the Treasurer an audited statement of receipts and expenditure for the preceding financial year.
- (c) The election of officer bearers and committee for the ensuing year.
- (d) To consider any other business, notice of which has been given not less than fourteen (14) days before the AGM.
- (e) Appoint an auditor.

## **17. EXTRAORDINARY GENERAL MEETING**

An extraordinary general meeting may be called by the President or upon request in writing of any five (5) members or a total of 10% of the members whichever is the greater, of ASLIA (WA) Incorporated, stating the purpose for which the meeting is required.

## **18. CONVENED GENERAL MEETING**

Seven (7) days before any general meeting, and twenty eight (28) days before any AGM, a notice shall be sent to every member via email, listing the business to be transacted.

## **19. PROCEEDINGS AT GENERAL MEETINGS**

At all general meetings of ASLIA (WA) Incorporated, the President, or in their absence a member selected by the committee, shall take the chair. Every full member present shall be entitled to vote on every motion and upon a deadlock of votes the chairperson shall have a casting vote. The committee shall be empowered to make regulations for enabling full members not present to vote by proxy or in writing.

## **20. QUORUM AT GENERAL MEETINGS**

The quorum at all general meetings and annual general meetings shall be five (5) members or a total of 10% of members, whichever is the greater.

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## **21. FUNDS**

The Treasurer of ASLIA (WA) Incorporated shall be responsible for keeping true and proper accounts of all receipts and expenditure. The financial year of ASLIA (WA) shall end on 31 June. A copy of the accounts of ASLIA (WA) Incorporated made up to 31 June shall be submitted to an auditor appointed by ASLIA (WA) Incorporated. The auditor may at any time call for and inspect the accounts of ASLIA (WA) Incorporated.

Funds raised will be the property of ASLIA (WA) Incorporated. The surplus in hand at the end of each financial year is to be administered by the committee.

## **22. INTERPRETATION OF RULES**

The committee has the power to interpret the rules.

## **23. AMENDMENT OF RULES**

These rules may only be added to, repealed or amended by special resolution at an extraordinary general meeting provided that the notice to amend the rules is included in the notice of the meeting, and no such special resolution shall be deemed to have been passed unless it is carried by 75% of the members voting thereon. Within one (1) month of the passing of a special resolution to amend its rules ASLIA (WA) Incorporated shall lodge with the Department of Commerce notice of the special resolution setting out particulars of the alterations together with a certificate given by the chairperson certifying that the special resolution was duly passed as a special resolution and that the rules of ASLIA (WA) Incorporated as so altered conform to the requirements of the corporation law.

## **24. DISSOLUTION OF THE ASSOCIATION**

A special resolution for the dissolution of ASLIA (WA) Incorporated may only be proposed after due notice of motion being given for an AGM or an extraordinary general meeting of ASLIA (WA) Incorporated. In the event of the special resolution being passed by 75% of members present, the committee shall thereupon or at any future date as shall be specified in such special resolution, proceed to release any property of ASLIA (WA) Incorporated.

If upon the winding up of ASLIA (WA) Incorporated, there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed amongst the members or former members, but shall be given or transferred to another association incorporated under the Act which has similar objects and which is approved by the Commissioner of Taxation as a public benevolent institution to which income tax deductible gifts can be made and which association shall be determined by resolution of the members.

## **25. COMMON SEAL**

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The common seal of ASLIA (WA) Incorporated engraved with the name of ASLIA (WA) Incorporated shall be kept in the care of the President. The seal shall not be used or affixed to any deed or other document except pursuant to a resolution of the committee and in the presence of the President and one (1) member of the committee who will scribe his/her name as a witness.

## **26. INSPECTION OF RECORDS OF ASLIA (WA)**

A member may at any reasonable time inspect without charge the books, documents, records and securities of ASLIA (WA) Incorporated in line with the Privacy Act (1988).

## **27. OTHER**

As the purposes shall be for public benevolence and non-profit making, the Deputy Commissioner of Taxation for Western Australia shall be advised of any amendments or date of dissolution of the constitution.

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