



Professional Teaching
Council of Western Australia

RULES
of
THE PROFESSIONAL TEACHING COUNCIL
of
WESTERN AUSTRALIA INC

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Part 1: Preliminary

1. Terms used

- 1.1 **Act** means the Associations Incorporation Act 2015.
- 1.2 **AGM** means the Annual General Meeting.
- 1.3 **Association** means the incorporated association to which these rules apply.
- 1.4 **Books of the Association** includes the following:
- a register of members;
 - financial records, financial statements or financial reports, however, compiled, recorded or stored;
 - a document; and
 - any other record of information pertinent to the business of the Association.
- 1.5 **The Committee** means the management committee of the Professional Teaching Council of Western Australian Inc.
- 1.6 **The Executive** means the Executive Committee referred to in [Rule 11](#).
- 1.7 **Financial records** includes:
- invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers;
 - documents of prime entry;
 - working papers and any other documents needed to explain:
 - the methods by which financial statements are prepared; and
 - adjustments to be made in preparing financial statements.
- 1.8 **The financial year** of the Association is defined in [Rule 2](#) and runs from January 1st to the December 31st of any given year.
- 1.9 **General meeting of the Association** means a meeting of the Association that all members are entitled to receive notice of and to attend.
- 1.10 **In writing** means delivery of text by post or electronic means.
- 1.11 **Member associations** means the Associations that belong to the Professional Teaching Council of Western Australia Inc, hereafter referred to as 'the members'.
- 1.12 **Register of member associations** means the register of members referred to in Section 53 of the Act.
- 1.13 **Rules** means the rules of the Association as set out in this document.
- 1.14 **Special General Meeting** means a general meeting of the Association other than the Annual General Meeting (AGM).
- 1.15 **Special resolution** means a resolution passed by the members at a general meeting in accordance with Section 51 of the Act.

2. Financial year

- 2.1 The [financial year of the Association](#) is from January 1st to December 31st of the following year.

3. Name of the Association

- 3.1 The name of the association shall be the PROFESSIONAL TEACHING COUNCIL OF WESTERN AUSTRALIA INC, hereafter referred to as PTCWA or the Association.
- 3.2 The letters PTCWA shall be the recognised contraction for the name of this association.

4. Purpose of the Association

- 4.1 The PTCWA is the overarching body that provides a voice for the teaching profession and a wider context for the work of professional associations.
 - 4.2 The PTCWA [Committee](#) is comprised of representatives of professional teaching associations in Western Australia.
 - 4.3 PTCWA promotes professionalism in teaching.
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PART 2 — Association to be a not-for-profit body

5. Not-for-profit body

- 5.1 The property and income of the Association must be applied solely for the promotion of the objects or purpose of the Association. No part of that property or income may be paid or otherwise distributed, directly or indirectly, to any member, except in good faith in the promotion of those objects or purposes.
- 5.2 A payment may be made to a member out of the funds of the Association only if it is authorised under Rule 5.3.
- 5.3 A payment to a member out of the funds of the Association is authorised if:
 - 5.3.1 the payment is in good faith to the member as a reasonable remuneration for any services provided to the Association, or for goods supplied to the Association, in the ordinary course of business; or
 - 5.3.2 the payment of interest, on money borrowed by the Association from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or
 - 5.3.3 the payment of reasonable rent to the member for premises leased by the member to the Association; or
 - 5.3.4 the reimbursement of reasonable expenses properly incurred by the member on behalf of the Association.
- 5.4 PTCWA is a Tier 1 association. This means:
 - 5.4.1 the Association must prepare an annual financial statement;
 - 5.4.2 the financial statement undergoes an annual review; and
 - 5.4.3 the financial statement is presented at the AGM as per Rules [12.5](#) and [15.4.3](#).

6. Objectives of the Association

- 6.1 The PTCWA aims to be the overarching body that provides a voice for the teaching profession and a wider context for the work of professional associations by achieving the following objectives:
- to promote and raise the profile of professional educators through an enhancement of the work of professional education associations;
 - to provide a wider context for the work of professional education associations through the facilitation of networking and communication between individual associations;
 - to provide a forum for the discussion of broad educational thought and current issues;
 - to improve communication between associations and other agencies, both government and non-government;
 - to facilitate the coordination of shared resourcing and joint planning for members; and
 - to organise such meetings, professional learning and professional development activities relevant to the members, to meet the needs of members.
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PART 3 — Members

7. Eligibility for membership

- 7.1 Any professional education association that supports the objects or purposes of PTCWA is eligible to apply to become a member.
- 7.2 An individual who has a criminal record is not eligible to sit on the Association Committee, as per Rule [11.1.4](#).
- 7.3 A professional education association becomes a member of PTCWA when:
- the committee accepts the application; and
 - the applicant pays any membership fees payable to PTCWA under [Rule 9.3](#).
- 7.4 Each member association shall have no more than two (2) representatives on the PTCWA Committee with full voting rights. See also [Rule 9](#).

8. Register of members of the Association

- 8.1 The Secretary shall on behalf of the Association be responsible for the [register of member associations](#) in accordance with Section 27 of the [Act](#).
- 8.2 The Secretary shall ensure the name an association that ceases to be a member under Rules [9.5](#) and [19](#) and will be deleted from the register of members referred to in Rules [8](#), [19](#) and [20](#).
- 8.3 The Secretary shall be responsible for ensuring that the register of membership of the Association shall be available upon request to any member association, so long as the inspection of the register is directly connected with the affairs of the Association in accordance with the [Act](#) and the *Commonwealth Privacy Act (2014)*.

9. Membership subscriptions for members of the Association

- 9.1 An association that wishes to become a member must apply in writing to PTCWA using the appropriate subscription form.
- 9.2 The association members shall from time-to-time at an AGM, determine the amount of the subscription fee to be paid by each association member for the subscription period.
- 9.2.1 Fees for member associations are determined according to the number of members of each specific association.
- 9.3 Each member association shall pay to the Treasurer annually, at a date as determined by the Committee, the amount of the subscription determined under Rule 9.2.1.
- 9.4 Receipt of the annual subscription shall confer the rights and privileges of membership for the [financial year](#) in respect of which the subscription is paid.
- 9.5 If a member association has not paid the annual membership fee within the period of 3 months after the due date, the association ceases to be a member on the expiry of that period.
- 9.5.1 If a member association that has ceased to be a member under [rule 9.5](#) offers to pay the annual membership fee after the 3 month period has expired:
- the committee may, at its discretion, accept that payment; and
 - if the payment is accepted, the association's membership is reinstated from the date the payment is accepted.

10. Resignation of members of the Association

- 10.1 An association ceases to be a member when any of the following takes place:
- 10.1.1 the member association resigns from the Association under rule 10.
- 10.1.2 the member association is expelled from the Association under [Rule 19](#).
- 10.1.3 the member association ceases to be a member under [Rule 9](#) (hasn't paid fees).
- 10.2 The secretary must keep a record, for at least one year after a member association ceases to be a member of PTCWA and note:
- 10.2.3 the date on which the member association ceased to be a member; and
- 10.2.2 the reason why the member association ceased to be a member.

11. Committee of management of the Association

- 11.1 The affairs of the Association shall be managed by a committee consisting of the following:
- 11.1.1 Executive Committee: These four (4) members shall constitute the Executive of the Association and shall be empowered to carry out the affairs of the Association between meetings of the Association Committee.
- President
 - Vice-President

- Secretary
 - Treasurer
- 11.1.2 Members of the Executive Committee may hold a position for a maximum of four (4) consecutive years.
- 11.1.3 The Association Committee shall consist of up to eleven (11) other members of the Association elected to membership of that Committee at an AGM or appointed under Rules [11.3](#) and [11.4](#)
- 11.1.4 All Association Committee members must comply with police checks and be able to produce evidence they do not have a criminal record upon request, as per [Rule 7.2](#).
- 11.2 The Association Committee shall be elected at each AGM.
- 11.2.1 Nominations for membership of the Committee must be received [in writing](#) at least seven (7) days prior to the AGM. Nominations must include the names of the proposer and the seconder, and indicate agreement of the nominee. Nominees for the Committee will receive confirmation of their nomination two (2) days prior to the AGM.
- 11.2.2 Committee members shall be elected for a period of two (2) years, unless decided otherwise by the incumbent committee.
- 11.2.3 At any AGM, only half of the Committee will be up for re-election under the terms of Rule 11.2.
- 11.3 When a casual vacancy occurs on the Committee, the Committee has the power to make an appointment for that position.
- 11.3.1 A member appointed under Rule 11.3 shall hold office until the commencement of and be eligible for, election to membership of the Committee at the next AGM.
- 11.3.2 The Committee may, at its discretion, call a Special General Meeting to fill such a vacancy.
- 11.4 If a position on the Committee is not filled at the AGM, the Committee has the power to make an appointment for that position under the same terms as Rule 11.3.
- 11.5 The Committee shall meet at least once a term during the school year at such place and time as it shall determine.
- 11.5.1 The quorum for a Committee meeting shall be five (5) members of the Committee, at least two (2) who shall be members of the Executive.
- 11.6 A President shall have both a deliberative and a casting vote at all meetings.
- 11.7 The Committee may decide to form sub committees to be responsible for and report on special duties.
- 11.7.1 The Leader of a sub-committee must be a Committee member who reports back to the Committee.
- 11.7.2 The Committee may co-opt up to three (3) association members to participate on a sub-committee.

12. Duties of Executive Committee members

- 12.1 All Executive Committee members will represent the broad perspective of the Association and so consider the needs of all members during their deliberations.

- 12.2 The President or his/her proxy shall:
- convene and preside at all Executive Committee meetings, Committee meetings, Special meetings and the Annual General Meeting;
 - represent and be the public spokesperson for PTCWA;
 - work with the incumbent Committee to develop professional development events; and
 - conduct any other duties as decided by the incumbent committee.
- 12.3 The Vice President or his/her proxy shall:
- assist the President, by taking on delegated duties and assume responsibilities of the President in their absence;
 - be responsible for the management of the annual Association awards;
 - work with the incumbent Committee to develop professional development events; and
 - conduct any other duties as decided by the incumbent committee.
- 12.4 The Secretary or his/her proxy shall be responsible for:
- the keeping of official records, [books](#), documents and securities, and correspondence of the Association; and
 - keep full and correct minutes of the proceedings of Committee meetings and of the Association.
- 12.5 The Treasurer shall:
- maintain and coordinate all [financial records](#) of the Association in accordance with accepted book-keeping practice;
 - prepare financial statements for Committee meetings and the AGM or as requested by the Committee; and
 - prepare, and have reviewed, an annual statement for presentation to the AGM.
- 12.6 Duties and responsibilities of Executive Committee members are outlined in the Executive Committee member's JDF.

13. Duties of Committee members

- 13.1 Duties of Committee members shall be designed and allocated by agreement of the incumbent Committee.

14. Casual vacancies in membership of the Committee

- 14.1 A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member:
- dies;
 - resigns by notice [in writing](#) delivered to the President or, if the Committee member is the President, to the Vice-President;
 - is permanently incapacitated by mental or physical ill-health;
 - is absent from three (3) Committee meetings in the same [financial year](#) without an apology to the person presiding at each of those Committee meetings; or
 - ceases to be a member of the Association.

15. General meetings

- 15.1 For the purpose of fulfilling the conditions relating to the frequency of such meetings as set out in this rule, Annual General Meetings or Special General Meetings of which all members have received notice, may be regarded as General Meetings.
- 15.1.1 Special General Meetings are called by the Committee as per Rule 15.2. Items on the agenda are restricted to the reason for calling the Special General Meeting.
- 15.2 A Special General Meeting may be called:
- 15.2.1 by the Committee at its discretion; or
- 15.2.2 by the Committee at the request, [in writing](#), of five (5) financial members of the Association whose signatures appear on the request.
- At least twenty-one (21) days notice [in writing](#) shall be given to all members of such a meeting.
 - The notice of the meeting shall set forth the place, date and time of the meeting and the purpose for which the meeting is called.
 - A Special General Meeting may be held in conjunction with a general meeting.
 - The Quorum shall be the same as for a General Meeting ([Rule 16.1](#)).
- 15.2 Members eligible to vote at meetings of the Association may do so either in person or by proxy. Proxy votes must be lodged one full day before the meeting [in writing](#) to the Secretary or a person nominated by the Committee.
- 15.3 An Annual General Meeting will be held once a year, on a date to be determined by the committee within six months after the end of the [Association's financial year](#).
- 15.3.1 Notification of the AGM must be given to members in writing, at least twenty-one (21) days, prior to the scheduled meeting date, stating the place, date and time of the Annual General meeting of the Association.
- 15.4 The business to be conducted at the AGM shall be:
- 15.4.1 the reading and acceptance of the minutes of the previous AGM;
- 15.4.2 the acceptance of the annual reports of the Committee of the Association;
- 15.4.3 the acceptance of the annual statement of a review of the [Association's finances](#) provided to members;
- 15.4.4 the election of vacant Committee positions for the ensuing year;
- 15.4.5 nomination of a reviewer for the Association's finances as per [Rule 5.4](#);
- 15.4.6 any changes to the Constitution of the Association as determined by the Committee or any member ([Rule 17.3](#)); and
- 15.5.7 general business as outlined in the agenda for the AGM.
- 15.5.7.1 General business items must be submitted to a person designated by the Committee [in writing](#) at least five (5) working days before the AGM.

16. Quorum in proceedings at General Meetings

- 16.1 The Quorum for a General Meeting (including a Special General Meeting) shall be a minimum of five (5) financial members and at least three (3) members of the Committee.
- 16.1.1 Discussion on any matter relating to the purpose of the affairs of the Association may be initiated at such a meeting by any member.
- 16.1.2 The quorum for an AGM shall be a minimum of five (5) financial members and at least three (3) members of the Committee.
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PART 4: Constitution of the Association

17. Rules of the Association

- 17.1 The Association may make additional rules, alter or rescind the rules as set out in this Constitution, in accordance with the procedure set out in [the Act](#).
- 17.2 These rules bind every member and the Association to the same extent as if every member and the Association had signed and sealed these rules and agreed to be bound by all their provisions.
- 17.3 In addition to [Rule 15.4.6](#), notice of motion to amend the rules of the Constitution may be given by any member.
- 17.3.1 Such notice shall be [in writing](#) and shall be lodged with the Secretary or at any meeting of the Association.
- 17.3.2 The motion should be discussed at the [AGM](#).
- 17.3.3 Notice of the motion shall be sent to the members at least twenty-one (21) days before the date of the [AGM](#) and shall give precise details of the proposed amendment.
- 17.3.4 A seventy-five percent (75%) majority of those voting shall be necessary for the amendment of the Constitution of the Association.
- 17.3.5 Proxy voting [in writing](#) shall be available to those members requesting this facility.
- 17.4 Any payment to a committee member or member from the Association's funds must be authorised by a resolution of the Association at the [AGM](#) or a Committee meeting as per [Rule 5.3](#)

18. Inspection of books of the Association

- 18.1 An up-to-date copy of the Constitution of the Association is available to members upon request [in writing](#) from the Secretary.
- 18.2 An up-to-date copy of the [Registry of the Association](#) is available to members upon request in writing from the Secretary, in accordance with [Rule 8.3](#).
- 18.3 An up-to-date copy of the securities, books and documents of a [financial nature and accounting records of the Association](#) is available to members upon request from the Treasurer, so long as the inspection of the books is directly connected with the affairs of the Association in accordance with [the Act](#) and the *Commonwealth Privacy Act of 2014*.
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Part 5: Disciplinary action, disputes and mediation

19. Disciplinary action – suspension of membership or expulsion

- 19.1 The Committee may decide to suspend a member association's committee representative if the person:
- 19.1.1 contravenes any of the Rules of the Association contained in this Constitution.
 - 19.1.2 acts detrimentally to the interests or objectives of the Association ([Rule 6](#)).
- 19.2 The Secretary or a person designated by the Committee must give the Committee member notice [in writing](#) of the proposed suspension or expulsion at least twenty-eight (28) days before a disciplinary committee meeting at which the proposal is to be considered by the Committee.
- 19.2.1 The notice must state when and where the disciplinary committee meeting is to be held.
 - 19.2.2 The grounds on which the proposed suspension or expulsion is based.
 - 19.2.3 The notice must state that the Committee member, or the member's representative, may attend the meeting and will be given a reasonable opportunity to make a submission orally or in writing (or both) to the Committee about the proposed suspension or expulsion.
 - 19.2.4 The Secretary or a person designated by the Committee must notify the member association of the issues and proposed suspension.
- 19.3 At the disciplinary committee meeting the Committee shall:
- 19.3.1 give the member or their representative a reasonable opportunity to make a submission orally or in writing (or both) to the Committee about the proposed suspension or expulsion;
 - 19.3.2 give due consideration to any submissions so made; and
 - 19.3.3 decide whether or not to suspend the Committee member's membership and the period of suspension.
- 19.4 A decision of the Committee to suspend or expel the Committee member from the Committee takes place immediately.
- 19.5 The Committee must provide the member with notice [in writing](#) of the Committee's decision and the reasons for the decision within seven (7) days after the Committee meeting at which the decision was made.
- 19.6 A member whose membership has been suspended from the Committee may give notice [in writing](#) fourteen (14) days after receiving notification of the Committee's decision, of the right to apply for the appointment of a mediator under [Rule 21.3](#).
- 19.7 In the case of an appeal for mediation, the member giving notice and the Committee are the parties in the mediation.

20. Consequences of suspension of membership

- 20.1 During the period a Committee member is suspended, this person:
- 20.1.1 loses any rights (including voting rights) arising as a result of membership of the Committee.
- 20.2 When a Committee member is suspended, the Secretary must record in the

minutes that:

- 20.2.1 the Committee member has been suspended;
- 20.2.2 the date on which suspension takes place; and
- 20.2.3 the period of suspension.

21. Dispute resolution

- 21.1 Any Committee member may apply to the Committee for a dispute resolution. Disputes considered are only between PTCWA Committee members.
- 21.2 The parties to a dispute MUST attempt to resolve the dispute between themselves within fourteen (14) days after the dispute has come to the notice of each party.
 - 21.2.1 During the resolution negotiations, parties must keep a record of their activities and conclusions.
 - 21.2.2 Once a dispute is resolved, a Resolution Report, signed by both parties, must be sent to the Secretary or person designated by the Committee within fourteen (14) days of the dispute resolution.
- 21.3 In the event a dispute cannot be resolved amicably between the parties involved, both parties must then apply to the Committee to go to mediation.
 - 21.3.1 Both parties involved in an unresolved dispute must apply for mediation within fourteen (14) days of submitting the Resolution Report to the Committee.
 - 21.3.2 On receipt of the Resolution Report, the Committee will appoint a mediator.
 - 21.3.3 The person appointed as mediator by the Committee may be:
 - 21.3.3.1 a person who acts as a mediator for another not-for-profit body, such as a community legal centre; or
 - 21.3.3.2 a member or former member of the Association, but must not have a personal interest in the matter subject to mediation or be biased towards either party involved in the mediation.
 - 21.3.4 The Secretary or person designated by the Committee will inform all parties of the location and time of the mediation fourteen (14) days before the mediation takes place.
 - 21.3.5 The parties involved in mediation will present a summary of their issues to the mediator five (5) days before the mediation takes place.
 - 21.3.6 All parties will attempt to settle the matter under mediation in good faith.
 - 21.3.7 The mediator will write a Mediation Report, to be submitted to the Committee fourteen (14) days after the mediation has taken place.
- 21.4 In the event a dispute cannot be resolved through mediation, the dispute will be resolved by the Committee at a Special Committee Meeting.
 - 21.4.1 The quorum for a Special Committee Meeting is the same as for a Committee meeting, as per [Rule 16.1](#)
 - 21.4.2 The parties involved in the dispute will abide by the ruling of the Committee of the Association.
 - 21.4.3 A full record of the Special Committee meeting will be documented and stored as part of the [books of the Association](#).
 - 21.4.4 A copy of the minutes of the Special Committee Meeting will be sent to

- both parties involved in the dispute.
- 21.4.5 There will be no other agenda items at a Special Committee Meeting convened to resolve a dispute.
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Part 6: Dissolution of the Association

22. Dissolution of the Association

- 22.1 The Association shall not be dissolved except at a Special General Meeting of the Association specially convened for the purpose and by special resolution carried by seventy-five percent (75%) of members present and eligible to vote.
- 22.1.1 The process for such a meeting shall be the same as for an AGM, as per Rules [15.3](#) and [15.4](#).
- 22.2 If upon the winding up or dissolution of the Association there remains after the satisfaction of all its debts or liabilities any property whatsoever, the same shall:
- 22.2.1 be distributed amongst the member associations that are financial members at the time of dissolution; or
- 22.2.2 for charitable purposes.
- 22.3 The decision for the transference of any funds shall be determined by a resolution of the members attending the meeting.
- 22.4 In the event of the winding up or dissolution of the Association, notification of the date of dissolution shall be provided within thirty (30) days of the dissolution to:
- 22.4.1 the Commissioner of Taxation; and
- 22.4.2 the relevant department responsible for the incorporation of associations in the Western Australian Government.
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Part 7: Operations

23. By-Laws

- 23.1 All procedures and processes, any duty statements and templates for contracts negotiated by PTCWA which detail PTCWA Operations are outlined in the By-Laws for the Association.
- 23.2 These documents are held by the Secretary or a person designated by the Committee and form the [Books of the Association](#).