



CONSTITUTION OF THE AUSTRALIAN ARMY APPRENTICES ASSOCIATION INCORPORATED

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PART 1.1 INTRODUCTION

1. Name

The name of this body shall be the Australian Army Apprentices Association Incorporated, hereafter referred to as “the Association”.

2. Objectives

- a. To enable constant communication between *members* to promote the interest of *members* through the Association.
- b. To promote the welfare of *members* and their partners.
- c. To promote the maintenance of the Army Apprentices Memorial at Bandiana, the Marine Gates and plaques, Mace Oval, Citation Oval and the Parade Ground at Balcombe, the Apprentice Active Service Memorial at Bonegilla, the intake trees at Bonegilla, the Apprentice Governor General’s Banner, the Apprentice collection and display at the Army Museum Bandiana, and the products of the SPAASSM Project. With respect to the Army Apprentices Memorial at Bandiana, the Association is responsible for its ongoing maintenance.
- d. To create and maintain a record of the history of the Association, the *members*, and the Schools.
- e. To support any related museum and relics.
- f. To promote the recognition of the contribution of *members* to Australia and the Army.

3. Definitions

In this Constitution:

the Act means the ACT Associations Incorporation Act 1991.

financial year means the year ending on 30th June.

full time, in relation to employment for membership purposes, means more than 20 hours per week.

member means a member, however described, of the Association.

membership years means the start of the periods at which membership falls due and shall be from the 1st March and the 1st September.

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PART 1.2 MEMBERSHIP

4. Membership qualifications

A person is qualified to be a *member* if:

- a. the person is a person mentioned in *the Act*, section 21 (2) (a) or (b) and has not ceased to be a *member* of the Association at any time after incorporation of the Association under *the Act*; or
- b. the person:
 - (1) has applied for membership in accordance with paragraph 5, Application for membership; and
 - (2) has been approved for membership of the Association by the Committee of the Association, hereafter referred to as “the Committee”, or by a delegated member(s) of the Management Sub-committee.

5. Application for membership

- a. An application by a person for membership of the Association shall be:
 - (1) made in writing in the form approved by the Committee, and
 - (2) lodged with the Treasurer of the Association.
- b. As soon as is practicable after receiving a nomination for membership, the Treasurer shall approve or reject the application.
- c. If the Treasurer has doubts about eligibility, the matter shall be referred to the Membership Secretary.
- d. The Treasurer shall, on acceptance of the application and on payment by the applicant of the amounts mentioned in paragraph 10, Fees, subscriptions, etc pass the application to the Membership Secretary who shall enter the applicant’s name in the register of *members* and, on the name being so entered, the applicant becomes a *member* of the Association.

6. Classes of membership

Membership classes are as follows:

- a. **Ordinary Member:** Any person who enlisted into the Australian Army, with the rank of Apprentice and was allocated a class intake number, and attended the Army Apprentices School at Balcombe or Bonegilla or the Army College of TAFE at Bonegilla.
- b. **Retired Member:** Any person satisfying the above requirement for *member* who is now no longer working *full time* or is drawing a DVA, Age or TPI pension. Special cases shall be considered by the Office-bearers of the Association.
- c. **Life Member:** Any *Ordinary Member* or *Retired Member* who has been a *member* of the Association for at least six (6) years and who, by virtue of their services to the Association, may be elevated to *Life Member*. The President shall accept a nomination for elevation, duly seconded, from a *member* of the Management Sub-committee. Voting shall be conducted by the President, calling all Management Sub-committee *members* to pass their secret ballots to the Trustee, who shall be the returning officer. If the nomination receives at least 80% acceptance votes, the Management Sub-committee shall bring the

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nomination to a general meeting for elevation to *Life Member*. SOPs on elevation of a *member* to *Life Member* shall be maintained as determined from time to time by the Committee.

- d. **Associate (or Associate Member):** Any other person who has been associated with a Service Apprentice Training Scheme, on payment of appropriate fees, may join the Association. An Associate has no voting rights and may not hold office. Where the term *member* appears in the rules of the Association (this Constitution), it will be taken to include Associate, other than the exception of rights mentioned in this paragraph.

7. **Membership entitlements not transferable**

A right, privilege or obligation that a person has because of being a *member* of the Association:

- a. cannot be transferred or transmitted to another person, and
- b. terminates on cessation of the person's membership.

8. **Cessation of membership**

A person ceases to be a *member* of the Association if the person dies, resigns from membership, is expelled, or fails to renew membership of the Association.

9. **Resignation of membership**

- a. A *member* may resign from membership of the Association by giving in writing to the Secretary of the *member's* intention to resign and, upon receipt by the Secretary, the *member* ceases to be a *member*.
- b. A *member* who has not paid all amounts payable by a *member* to the Association three (3) months after the due date will be deemed to have resigned.
- c. If a person ceases to be a *member* and, on advice from the Secretary, the Membership Secretary shall make an appropriate entry in the register of *members* recording the date, the *member* ceased to be a *member*.

10. **Fees, subscriptions, etc**

- a. A joining fee is a once only payment on initial application to join the Association. The joining fee to the Association is determined by resolution of the Committee and advised to the membership from time to time. A person having resigned from the Association, or having failed to remain a financial *member*, upon renewal of their membership or financial status, shall not be subject to the joining fee.
- b. An annual membership subscription is payable within one (1) month of the anniversary of the start of the *membership year* on which the membership was first approved. The annual subscription amounts of the Association are determined by resolution of the Committee and advised to the membership from time to time, for:
 - (1) *Member*, and
 - (2) *Retired Member*, and
 - (3) *Life Member*, and
 - (4) *Associate*.

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11. **Members' liabilities**

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 relation to membership of the Association as required by paragraph 10, Fees, subscriptions, etc.

12. **Disciplining of members**

- a. The Association may, in accordance with the Model Rules, expel or otherwise penalise any *member* whose conduct is considered to be prejudicial to the interests of the Association.
- b. Before any *member* is expelled or otherwise penalised, that *member's* conduct shall be subject to an enquiry by the Committee and that *member* shall be given the opportunity to justify or explain any such conduct to the Committee, either by oral presentation at a properly arranged meeting, or in writing. If proven guilty of such action or conduct, then the Association may expel or otherwise penalise that *member*. Should the *member* fail to make representation, the Association may proceed to conduct the said enquiry and to make its findings. A *member* may appeal to the Association in general meeting against a resolution of the Committee that is confirmed within 14 days after notice of the resolution is served on the *member*, by lodging with the Secretary a notice to that effect.

PART 1.3 COMMITTEES AND APPOINTMENTS

13. **Powers of Committee**

The Committee, subject to *the Act*, this Constitution and to any resolution passed by the Association in general meeting:

- a. controls and manages the affairs of the Association, and
- b. may exercise all functions that may be exercised by the Association other than those functions that are required by this Constitution to be exercised by the Association in general meeting, and
- c. has power to perform all acts and do all things that appear to the Committee to be necessary or desirable for the proper management of the affairs of the Association, and
- d. establishes Standard Operating Procedures (SOPs) to expand on, but not be part of, the Constitution. SOPs provide a more flexible approach to the management of Association business, containing rules and procedures that guide and direct Committee *Members* and Office Bearers in the performance of their duties, assist in smooth handovers when Committee *Members* change, and provide standard approaches on how the Association responds to matters that arise from time to time requiring an official Association response. Due to the changeable nature of their subject matter, SOPs may be amended at any time with the agreement of the Committee. Typical SOPs include procedures and protocols for:
 - (1) elevation to *Life Membership*, and
 - (2) the provision of wreaths, Association Plaques, Remembrance Plaques and Certificates of Appreciation, and

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- (3) Welfare assistance, and
- (4) Association sponsored Remembrance Plaques, and
- (5) provision of memorial services at the Apprentices Memorial, and
- (6) terms of reference of sub-committees.

14. Composition and membership

See Annex A, Committee and Appointments.

PART 1.4 GENERAL MEETINGS

See Annex B, General Meetings.

PART 1.5 MISCELLANEOUS

15. Funds—source

- a. The funds of the Association shall:
 - (1) be derived from joining fees and annual subscriptions of *members*; and
 - (2) include donations; and
 - (3) subject to any resolution passed by the Association in general meeting, include any other sources that the Committee decides.
- b. All money received by the Association shall be deposited as soon as practicable and without deduction to the credit of the Association's bank account.
- c. The Association shall, as soon as practicable after receiving any money, issue an appropriate receipt.

16. Funds—management

- a. Subject to any resolution passed by the Association in general meeting, the funds of the Association shall be used for the objects of the Association in the way that the Committee decides.
- b. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two (2) Office-bearers.
- c. The Association shall use a suitable accounting/financial management system, as approved by the Committee.
- d. A minimum balance of one thousand dollars (\$1,000.00) plus any fees or subscriptions paid in advance of their due date shall be retained in the banking account, and no drawing that will take the account below this figure shall be made without receiving approval of the Committee.
- e. The Treasurer shall provide to the Committee at each Committee meeting a financial report showing a current bank balance and the income and expenditure since the last meeting.

17. Alteration of objects and this Constitution

Neither the objects of the Association nor this Constitution may be altered except in accordance with *the Act*.

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18. Custody and use of common seal

- a. Subject to *the Act* and this Constitution, the Secretary shall keep in his or her custody or under his or her control the common seal of the Association.
- b. The common seal must not be attached to any instrument except by the authority of the Committee and the attaching of the common seal must be attested by the signatures either of two *members* of the Committee or of one *member* of the Committee and of the Secretary.

19. Custody of books

Subject to *the Act* and this Constitution, 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.

20. Inspection of books

The records, books and other documents of the Association shall be open to inspection at a place in the ACT, free of charge, by a *member* of the Association at any reasonable hour, and with reasonable notice.

21. Service of notice

- a. For this Constitution, a notice may be served by or on behalf of the Association on any *member* either personally or by sending the notice by post to the *member* at the *member's* address shown in the register of *members*.
- b. If a notice is sent to a person by properly addressing, prepaying and posting to the person a letter containing the notice, the notice is taken for this Constitution, unless the contrary is proved, to have been served on the person at the time when the letter would have been delivered in the ordinary course of post.

22. Surplus property

- a. In the event of the dissolution or winding up of the Association, all property and funds left, after the payment of accounts and the satisfaction of all debts and liabilities, will be passed to the Australian Army Museum at Bandiana for the preservation of Apprentice Heritage.
- b. The Australian Army Museum Bandiana shall fulfil the requirements specified in *the Act*, section 92 (2).

23. Social Media Policy

See Annex C, Social Media Policy.

ANNEXES:

ANNEX: A. Committee and Appointments

ANNEX: B. General Meetings

ANNEX: C. Social Media Policy

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ANNEX A: COMMITTEE AND APPOINTMENTS

PART 1 – ASSOCIATION COMMITTEES AND APPOINTMENTS – COMPOSITION AND MEMBERSHIP

1. Committee

The Committee, drawn from *members* of the Association, consists of:

- a. the Office-bearers of the Association; and
- b. the Events Manager; and
- c. the Welfare Officer; and
- d. the Membership Secretary; and
- e. the Public Officer; and
- f. the Heritage Officer; and
- g. the Webmaster; and
- h. the Memorial Sub-committee Chair; and
- i. six (6) Ordinary Committee *Members*; and
- j. Regional Representatives, each of whom shall be elected or appointed in accordance with paragraphs 3, Term of office and 4, Election of Committee *Members*.

2. Office-bearers of the Association

The Office-bearers of the Association are:

- a. the President, and
- b. the Vice-president, and
- c. the Treasurer, and
- d. the Secretary.

3. Term of office

- a. Each *member* of the Committee holds office, subject to this Constitution, for two (2) years following the date of the *member's* election, but is eligible for re-election.
- b. Nominations for each office shall then be called for and the incumbent shall remain in office until replaced.
- c. Each Committee *Member* shall be entitled to re-nominate for his or her position for as many times as he or she receives the voting support of the *members* in general meeting.
- d. Regional Representatives shall reside in the regions that they represent and their term of office shall be for 24 months.
- e. If there is a vacancy in the membership of the Committee, the Committee may appoint a *member* of the Association to fill the vacancy and the *member* so appointed holds office, subject to this Constitution, until the conclusion of the next annual general meeting after the date of the appointment.

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- f. The following Committee *Members* shall be subject to re-election at annual general meetings held on odd-numbered years with the remaining Committee *Members* elected at annual general meetings held on even-numbered years:
- (1) the President, and
 - (2) the Secretary, and
 - (3) the Events Manager, and
 - (4) the Heritage Officer, and
 - (5) the Webmaster, and
 - (6) three (3) of the Ordinary Committee *Members*.

4. Election of Committee *Members*

- a. Only eligible *members* of the Association may be nominated to be Committee *Members*.
- b. Nominations of candidates for election as Committee *Members* shall be made in writing, signed by two (2) *members* of the Association and accompanied by the written consent of the candidate (which may be endorsed on the nomination form) and given to the Secretary of the Association not less than seven (7) days before the date fixed for the annual general meeting at which the election is to take place.
- c. If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated are taken to be elected and further nominations may be received at the annual general meeting.
- d. If insufficient further nominations are received, any vacant positions remaining on the Committee are taken to be vacancies.
- e. If the number of nominations received is equal to the number of vacancies to be filled, the people nominated are taken to be elected.
- f. If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- g. The ballot for the election of Committee *Members* shall be conducted at the annual general meeting in the way the Committee may direct.
- h. A person is not eligible to simultaneously hold more than one (1) position on the Committee, except for being a Regional Representative. However, a Committee *Member* may carry out the duties of a vacant position until that position can be filled.

5. Management Sub-committee

The Association shall have a Management Sub-committee comprising the Office-bearers, the Membership Secretary, the Public Officer, the Welfare Officer, the Events Manager and the Memorial Sub-committee Chair.

6. Other Appointees

The Association shall have the following non-voting Appointments, subject to this Constitution, for three (3) years following the date of the *member's* Appointment, but who are eligible for re-appointment by the Committee and ratified at a general meeting:

- a. the Legal Adviser, and

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- b. the Auditor, and
- c. the Chaplains, and
- d. the Patron, and
- e. the Trustee.

PART 2 – DUTIES OF COMMITTEE OFFICERS AND APPOINTEES

7. Duties and responsibilities

The duties and responsibilities of each of the Committee *Members* and Appointees are as follows:

- a. **President.** The President, supported by the Vice-president, shall:
 - (1) be responsible for all activities of the Association; and
 - (2) represent the Association; and
 - (3) promote the Association and its objectives; and
 - (4) call Management Sub-committee, Committee and general meetings; and
 - (5) chair Management Sub-committee, Committee and general meetings; and
 - (6) ensure the efficient running of the Association through the responsible Committee *Member*.
- b. **Vice-president.** The Vice-president shall:
 - (1) assist the President in his or her duties as required; and
 - (2) chair meetings in the absence of the President; and
 - (3) ensure the administration and support for meetings and that correct notices have been given to Association *members*; and
 - (4) promote and support Regional Representatives; and
 - (5) assist the Welfare Officer.
- c. **Secretary.** As soon as practicable after being appointed as Secretary, the Secretary shall notify the Association of his or her address.

The Secretary, supported by a nominated Committee *Member* known as the Assistant Secretary, shall keep minutes of:

 - (1) all elections and appointments of Committee *Members*, and
 - (2) the names of *members* of the Committee present at a Committee meeting and all *members* at a general meeting, and
 - (3) all proceedings at Committee meetings and general meetings.

Minutes of proceedings at a meeting shall be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

The Secretary, supported by a nominated Committee *Member* known as the Assistant Secretary, shall:

 - (1) ensure all motions affecting this Constitution are approved by the ACT Registrar General and are then incorporated into the Constitution of the Association, along with details of motions affecting those changes; and

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- (2) ensure that the Constitution is maintained and up-to-date in both hard and soft copies and is available to any *member* or to the ACT Registrar General on request and is posted on the Association Website; and
 - (3) maintain files of correspondence affecting the Association, both inwards and outwards. These files shall be passed in good order to incoming Secretaries. Committee *Members* initiating or receiving correspondence affecting the Association as a whole shall ensure copies are sent to the Secretary; and
 - (4) be the official point of contact for the Association (note that the Secretary shall maintain the Association's official address, normally a PO box as agreed from time to time by the Committee, and may arrange for another *member* to clear the PO box on his/her behalf); and
 - (5) forward correspondence concerning the responsibilities of other Committee *Members* to those *members* for action. The Secretary shall maintain a register of correspondence showing date received/sent, gist of correspondence, who received from/sent to, and where the copy is filed; and
 - (6) with input from other *members* of the Committee, prepare agenda and papers for meetings; and
 - (7) maintain through the Membership Secretary, a membership list. The detailed membership list shall not be released to any person outside the Committee without approval of the Management Sub-committee. An abbreviated, current membership list shall be published on the Association Website, in the *members* only area; and
 - (8) maintain a Committee list of all Committee *Members* and *Appointees*, including their position, intake and trade, postal address, email address, and telephone number(s), and distribute this list to all Committee *Members* and *Appointees*. A separate list of each position, name, intake, trade and email address shall be forwarded to the Webmaster for inclusion on the Association Website; and
 - (9) maintain Association insurances.
- d. **Treasurer.** The Treasurer, supported by a nominated Committee *Member*, shall:
- (1) collect and receive all amounts owing to the Association, issue purchase orders and provide purchase order numbers to officers as required, maintain a record of purchase orders issued, and make all payments authorised by the Association; and
 - (2) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association; and
 - (3) maintain divisions within the accounts to allow the tracking of expenditure and income for specific activities as determined by the Management Sub-committee; and
 - (4) prepare budgets as required for annual general meetings; and
 - (5) prepare financial reports as required for Committee meetings; and

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- (6) advise the Management Sub-committee monthly on the financial standing of the Association; and
- (7) advise the Management Sub-committee immediately it becomes apparent that the bank balance will fall below the figure determined by the Management Sub-committee; and
- (8) advise the Management Sub-committee and negotiate for surplus funds to be invested and prepare a report for the Committee seeking approval to invest these funds; and
- (9) process membership records as follows:
 - (a) receive all applications for membership, check to ensure eligibility and approve the applications; and
 - (b) receipt all membership application and renewal fees and arrange for their deposit in the Association bank account; and
 - (c) forward all membership Application or Renewal Forms, with receipts, to the Membership Secretary for inclusion in the membership records; and
 - (d) assist in the recording and maintenance of a membership list.

The Membership Secretary shall advise, when and where required, in membership matters. When eligibility is in doubt, the decision of the Membership Secretary and, if there is further doubt, that of the Office-bearers of the Association shall be sought.

- e. **Welfare Officer.** The Welfare Officer, supported by the Vice-president, shall:
- (1) support *members* in determining their welfare and other Commonwealth and State Government entitlements by helping them locate the organisations who may assist; and

NOTE: it is not the intention to duplicate the services offered by other service associations, but to supplement them by helping *members* to locate the associations that may assist.

- (2) liaise with similar service bodies (eg Returned and Services League, Vietnam Veterans Federation, Vietnam Veterans Association of Australia, Totally and Permanently Incapacitated Association) on welfare matters; and
- (3) on the advice of the death of a *member*, ensure that information is correct, ensure that the NOK is being cared for and send condolences, and advise the Webmaster of updates required on the Website – Regional Representatives have a role to play here; and
- (4) on advice of a *member* in hospital, sick or otherwise indisposed, arrange a visit from a *member* to ensure his/her welfare. Again Regional Representatives may be used; and
- (5) act as a *member* of the Memorial Sub-committee.

SOPs on specific functions of the Welfare Officer shall be maintained as determined from time to time by the Committee.

- f. **Heritage Officer.** The Heritage Officer, supported by a nominated Committee *Member*, shall:

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- (1) identify structures and items of historical or emotive significance to Apprentices and submit their details to the Management Sub-committee; and
 - (2) on the approval of the Management Sub-committee, enter details of structures and items, the reason for their significance, photography and current condition onto an Association Heritage Record; and
 - (3) organise through Regional Representatives or local *members* to have the structures or items maintained; and
 - (4) organise for appropriate plaques to be provided explaining the significance of the structures and items; and
 - (5) act as Secretary of the Memorial Sub-committee; and
 - (6) maintain a history of the Army Apprentices and their Schools; and
 - (7) ensure records are passed to incoming officers or to the Australian Army Museum at Bandiana.
- g. **Events Manager.** The Events Manager, supported by a nominated Committee *Member*, shall:
- (1) assist intake groups with the organisation of reunions when requested; and
 - (2) plan and conduct Association events as directed by the Committee; and
 - (3) recommend events to be conducted by the Association. These should be of a “National” nature and held at least every two (2) years; and
 - (4) organise catering and social activities when required for meetings and Association gatherings.
- h. **Webmaster.** The Webmaster, supported by a nominated Committee *Member*, shall:
- (1) maintain the Association Website, and
 - (2) make adjustments as required by the Management Sub-committee, and
 - (3) assist the Committee with computer advice.
- i. **Membership Secretary.** The Membership Secretary, supported by the Treasurer, shall:
- (1) work in consultation with the direction of the Treasurer, and
 - (2) receive receipted Membership Application and Renewal forms from the Treasurer and enter the details of the *member* into the membership program, and
 - (3) despatch by mail to *members* receipts and membership information, and
 - (4) maintain a hardcopy file of all Applications following entry of details into the membership program, and
 - (5) maintain files pertaining to membership, and
 - (6) send out renewal notices, and
 - (7) update and correct the membership records as required, and
 - (8) provide to the Management Sub-committee as requested up to date membership lists, and

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- (9) update the generic membership list for the Association Website, and
- (10) keep confidential membership records.
- j. **Memorial Sub-committee Chair.** The Memorial Sub-committee Chair, supported by the Heritage Officer, shall be responsible for and manage the Army Apprentices Memorial Sub-committee in accordance with the SOPs as determined from time to time by the Committee.
- k. **Association Chaplains.** The Association Chaplains shall:
 - (1) assist with the wellbeing of *members* and of the Army Apprentice fraternity, and
 - (2) advise the Welfare Officer when requested, and
 - (3) advise the Committee on religious services and related matters, and
 - (4) conduct religious services when required by the Association, and
 - (5) act as *members* of the Memorial Sub-committee.
- l. **Patron.** The Patron shall:
 - (1) encourage *members* of the Association to participate in Association activities; and
 - (2) support the Association in determining its aims and objectives; and
 - (3) support the Committee by acting as advocate in dealings with Federal, State and Local Government and Defence officials; and
 - (4) address gatherings of the Association, such as major reunions and selected major events organised by the Association; and
 - (5) when available, attend functions and events attended or organised by the Association.
- m. **Trustee.** The Trustee shall:
 - (1) maintain a watch over the activities of the Association to ensure the aims and objectives are maintained by the Committee, and
 - (2) advise the President and the Committee if it is felt that the Association is straying from the aims and objectives of the Association, and
 - (3) act as a *member* of the Memorial Sub-committee, and
 - (4) act as returning officer for secret ballots on the elevation of *members* to *Life Member*.
- n. **Regional Representatives.** The Regional Representatives, supported by the Vice-president:
 - (1) shall, when organised at the following regional levels, represent the Association in those areas, particularly on welfare matters: WA, NT, North Qld, South Qld, NSW, ACT, Vic Metro, Southern Vic, Central Vic, Northern Vic, Tas, and SA; and
 - (2) may be appointed by the Committee as casual vacancies or may be nominated by a representative membership group from a region; and
 - (3) may also serve as Office-bearers of the Association; and
 - (4) the Northern Victoria Regional Representative shall act as a *member* of the Memorial Sub-committee.

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- o. **Ordinary Committee Members.** Ordinary Committee Members will be allocated, as required, to assist other Committee Members or sub-committees.
- p. **Management Sub-committee.** The Management Sub-committee shall recommend action for the day-to-day administration and running of the Association for approval by the Committee. Of principal concern will be the calling of meetings and ensuring the financial viability of the Association.
- q. **Memorial Sub-committee.** The Memorial Sub-committee shall, under the management of the Memorial Sub-committee Chair, comprise the following membership:
 - (1) Chair – elected in accordance with Committee positions; and
 - (2) Secretary – Heritage Officer; and
 - (3) Northern Victoria Regional Representative; and
 - (4) Welfare Officer; and
 - (5) Association Chaplains; and
 - (6) Trustee; and
 - (7) other nominated *members* (2); and
 - (8) Manager, Army Museum Bandiana – by invitation.

PART 3 – MANAGEMENT OF COMMITTEE MEMBERS AND APPOINTEES

8. Vacancies

A vacancy in the office of a *member* of the Committee happens if the *member*:

- a. dies; or
- b. ceases to be a *member* of the Association; or
- c. resigns the office; or
- d. is removed from office under paragraph 9, Removal of Committee Members; or
- e. becomes an insolvent under administration within the meaning of the Corporations Act 2001; or
- f. suffers from mental or physical incapacity; or
- g. is disqualified from office under section 63 (1) of the Associations Incorporation Act 1991; or
- h. is absent without the consent of the President or, in his absence, the Vice-president or, in his absence, the Secretary from three (3) consecutive meetings of the Committee or from a meeting at which he or she is expected to attend; or
- i. the term of office expires.

9. Removal of Committee Members

The Association in general meeting may, by resolution, remove any *member* of the Committee from the office of *member* of the Committee before the end of the *member's* term of office.

10. Committee meetings and quorum

- a. The Committee shall meet at least three (3) times in each calendar year at the place and time that the Committee may decide.

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- b. Additional meetings of the Committee may be called by any Committee *Member*.
- c. Oral or written notice of a meeting of the Committee shall be given by the Secretary to each *member* of the Committee at least 48 hours (or any other period that may be agreed on by at least 80% of the Committee *Members*) before the time appointed for the holding of the meeting.
- d. Notice of a meeting given under subparagraph 10.c. shall specify the general nature of the business to be transacted at the meeting and no business other than that business may be transacted at the meeting, except business that the Committee *Members* present at the meeting unanimously agree to treat as urgent business.
- e. Any three (3) *members* of the Committee, including at least one (1) Office-bearer, constitute a quorum for the transaction of the business of a meeting of the Committee.
- f. No business may be transacted by the Committee unless a quorum is present and, if within 30 minutes 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.
- g. If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the meeting, the meeting is dissolved.
- h. At meetings of the Committee:
 - (1) the President or, in the absence of the President, the Vice-president presides; or
 - (2) if the President and the Vice-president are absent, one (1) of the remaining *members* of the Committee may be chosen by the *members* present to preside.

11. Delegation by Committee to sub-committee

- a. The Committee may, in writing, delegate to one (1) or more sub-committees (consisting of the *member* or *members* of the Association that the Committee considers appropriate) the exercise of the functions of the Committee that are specified in the instrument, other than:
 - (1) this power of delegation; and
 - (2) a function that is a function imposed on the Committee by *the Act*, by any other Territory law, or by resolution of the Association in general meeting.
- b. A function, the exercise of which has been delegated to a sub-committee under this paragraph, may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- c. A delegation under this paragraph may be made subject to any conditions or limitations about the exercise of any function, or about time or circumstances that may be specified in the instrument of delegation.
- d. Despite any delegation under this paragraph, the Committee may continue to exercise any function delegated.

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- e. Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this paragraph has the same force and effect as it would have if it had been done or suffered by the Committee.
- f. The Committee may, in writing, revoke wholly or in part any delegation under this paragraph.
- g. A sub-committee may meet and adjourn as it considers appropriate.

12. Voting and decisions

- a. Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee are decided by a majority of the votes of *members* of the Committee or sub-committee present at the meeting.
- b. Each *member* present at a meeting of the Committee or of any sub-committee appointed by the Committee (including the person presiding at the meeting) is entitled to one (1) vote but, if the votes on any question are equal, the person presiding may exercise a second or casting vote.
- c. Subject to subparagraph 10.e., the Committee may act despite any vacancy on the Committee.
- d. Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a sub-committee appointed by the Committee is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any *member* of the Committee or sub-committee.

13. Procedures for Committee positions

SOPs on the specific duties of and procedures for all Committee positions shall be maintained as determined from time to time by the Committee.

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ANNEX B: GENERAL MEETINGS

1. **Annual general meetings – holding of**
 - a. The Association shall hold an annual general meeting at least once in each calendar year and within five (5) months after the end of each *financial year*.
2. **Annual general meetings – calling of and business at**
 - a. The annual general meeting of the Association shall be called on the date and at the place and time that the Committee considers appropriate.
 - b. In addition to any other business that may be transacted at an annual general meeting, the business of an annual general meeting shall:
 - (1) confirm the minutes of the last annual general meeting and of any general meeting held since that meeting; and
 - (2) receive from the Committee reports on the activities of the Association during the last *financial year*; and
 - (3) elect *members* of the Committee, including Office-bearers; and
 - (4) receive and consider the statement of accounts and the reports that are required to be submitted to *members* under *the Act*, section 73 (1).
 - c. An annual general meeting shall be specified as such in the notice calling it in accordance with paragraph 4, Notice of meetings.
 - d. An annual general meeting shall be conducted in accordance with the provisions of this Annex.
3. **General meetings – calling of**
 - a. The Committee may, whenever it considers appropriate, call a general meeting of the Association.
 - b. The Committee shall, on the requisition in writing of not less than 5% of the total number of *members*, call a general meeting of the Association.
 - c. A requisition of *members* for a general meeting:
 - (1) shall state the purpose or purposes of the meeting; and
 - (2) shall be signed by the *members* making the requisition; and
 - (3) shall be lodged with the Secretary; and
 - (4) may consist of several documents in a similar form, each signed by one (1) or more of the *members* making the requisition.
 - d. If the Committee fails to call a general meeting within one (1) month after the date when a requisition of *members* for the meeting is lodged with the Secretary, any one (1) or more of the *members* who made the requisition may call a general meeting to be held not later than three (3) months after that date.
 - e. A general meeting called by a *member* or *members* mentioned in subparagraph 3.d. shall be called as nearly as is practicable in the same way as general meetings are called by the Committee.

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4. Notice of meetings

- a. Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Secretary shall, at least 14 days before the date fixed for the holding of the general meeting, send by prepaid post or notice provided by email to those so connected, to each *member* at the *member's* address appearing in the register of *members*, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- b. If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Secretary shall, at least 21 days before the date fixed for the holding of the general meeting, send notice to each *member* in the way provided in subparagraph 4.a. specifying, in addition to the matter required under that subparagraph, the intention to propose the resolution as a special resolution.
- c. No business other than that specified in the notice calling a general meeting may be transacted at the meeting except, for an annual general meeting, business that may be transacted under subparagraph 4.b.
- d. A *member* desiring to bring any business before a general meeting may give written notice of that business to the Secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the *member*.

5. General meetings – procedure and quorum

- a. No item of business may be transacted at a general meeting unless a quorum of *members* entitled under this Constitution to vote is present during the time the meeting is considering that item.
- b. Five (5) *members* present in person (who are entitled under this Constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- c. If within 30 minutes after the appointed time for the start of a general meeting a quorum is not present, the meeting, if called on the requisition of *members*, is dissolved and, in any other case, stands adjourned to the same day in the following week at the same time and (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to *members* given before the day to which the meeting is adjourned) at the same place.
- d. If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the start of the meeting, the *members* present (being not less than three (3)) constitute a quorum.

6. Presiding member

- a. The President or, in the absence of the President, the Vice-president, presides at each general meeting of the Association.
- b. If the President and the Vice-president are absent from a general meeting, the *members* present shall elect one (1) of their number to preside at the meeting.

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7. Adjournment

- a. The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of *members* present at the meeting, adjourn the meeting from time to time and place to place, but no business may be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- b. If a general meeting is adjourned for 14 days or more, the Secretary shall give written notice or oral notice of the adjourned meeting to each *member* of the Association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- c. Except as provided in subparagraphs 7.a. and b., notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

8. Making of decisions

- a. A question arising at a general meeting of the Association shall be decided on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- b. At a general meeting of the Association, a poll may be demanded by the person presiding or by not less than three (3) *members* present in person or by proxy at the meeting.
- c. If the poll is demanded at a general meeting, the poll shall be taken:
 - (1) immediately if the poll relates to the election of the person to preside at the meeting or to the question of an adjournment; or
 - (2) in any other case, in the way and at the time before the close of the meeting that the person presiding directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

9. Voting

- a. Subject to subparagraph 9.c., on any question arising at a general meeting of the Association, a *member* has one (1) vote only.
- b. All votes shall be given personally or by proxy but no *member* may hold more than five (5) proxies.
- c. If the votes on a question at a general meeting are equal, the person presiding is entitled to exercise a second or casting vote.
- d. A *member* or proxy is not entitled to vote at any general meeting of the Association unless all money due and payable by the *member* or proxy to the Association has been paid.

10. Appointment of proxies

- a. Each *member* is entitled to appoint another *member* as proxy by notice given to the Secretary no later than 24 hours before the time of the meeting for which the proxy is appointed.

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- b. The notice appointing the proxy shall be in the form approved by the Committee.

ANNEX C TO THE CONSTITUTION OF THE AUSTRALIAN ARMY APPRENTICES ASSOCIATION INCORPORATED

ANNEX: C. SOCIAL MEDIA POLICY

1. Purpose

- a. The Australian Army Apprentices Association recognises that social media provide new opportunities for dynamic and interactive two-way communications that can complement existing communication and further improve information, access and delivery of events and services to *members* and to the general public.
- b. The intent of this policy is to provide understanding and guidance for the appropriate use of social media platforms and tools by Association *members*, affiliates and guests for Association business and interests as well as to provide use of social media tools by all.
- c. Simply, when using social media, be mindful that it is not a private communication. As a guide, only publish content that you would be comfortable sharing with family or have read out in a court of law.

2. Scope

- a. This policy applies to all *members*, past and present of the Australian Army Apprentices Association, all intake groups and guests of its social media platforms. It applies to:
 - (1) use of social media on behalf of the Australian Army Apprentices Association and all affiliate sub-groups, and
 - (2) personal use of social media where that use may impact the Australian Army Apprentices Association or its sub-groups.
- b. It aims to:
 - (1) inform appropriate use of social media tools for the Australian Army Apprentices Association, and
 - (2) promote effective and productive community engagement through social media, and
 - (3) minimise miscommunication or mischievous communications.
- c. The policy applies to those digital spaces where people may comment, contribute, create, forward, post, upload, communicate and share content [social media] including but not limited to:
 - (4) Blogs
 - (5) Bulletin boards
 - (6) Forums and discussion boards
 - (7) Instant messaging facilities
 - (8) Microblogging sites (eg Twitter)
 - (9) Online encyclopaedias (eg Wikipedia)
 - (10) Podcasts
 - (11) Social networking sites (eg Facebook, Bebo, Friendster and LinkedIn)
 - (12) Video and photo sharing sites (eg Flickr and YouTube)

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- (13) Video podcasts
- (14) Wikis
- (15) Any other tools, Websites or emerging technologies that allow individuals to publish or communicate in the digital environment.

3. Application

- a. When using social media, it is expected, unless previously approved by the current Committee, that no individual or group shall attempt to represent themselves as either a spokesperson of the Australian Army Apprentices Association or its acknowledged sub-groups (eg Intakes).
- b. It is expected that people covered by this policy will:
 - (1) behave with caution, courtesy, honesty and respect; and
 - (2) comply with relevant laws and regulations; and
 - (3) reinforce the integrity and reputation of the Australian Army Apprentices Association and its *members*.
- c. The following content is not acceptable under any circumstances:
 - (1) Abusive or inappropriate content, including but not limited to:
 - (a) profanity or material that would offend contemporary standards of taste and decency, or
 - (b) inappropriate sexual language, or
 - (c) discriminatory material in relation to a person or group based upon the Equal Opportunities Act of the State in which you reside, or
 - (d) statements that breach human rights.
 - (2) Materials that would breach applicable laws – defamation, privacy, trade practices, financial rules and regulations, and trademarks, including but not limited to:
 - (a) content that is false or misleading, or
 - (b) copyright of trademark protected materials, or
 - (c) illegal material, or
 - (d) personal details of Association *members* that may breach privacy or defamation laws.
 - (3) Confidential information about *members* or third parties.
 - (4) Materials that would compromise the Australian Army Apprentices Association or its *members*.
 - (5) Spam, meaning the distribution of unsolicited bulk electronic messages.
 - (6) Material that could bring the Australian Army Apprentices Association into disrepute.
 - (7) Material that could commit the Australian Army Apprentices Association to actions or undertakings.

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- d. If you have any doubt about applying the provisions of this policy, check with the Committee before using social media to communicate, that is the Office-bearers:
- (1) President – president@austarmyapprentice.org, or
 - (2) Vice-president – vice_president@austarmyapprentice.org, or
 - (3) Treasurer – treasurer@austarmyapprentice.org, or
 - (4) Secretary – secretary@austarmyapprentice.org.

4. **Disclosure**

Only discuss publicly available information. Do not disclose confidential information including publishing personal or private information without that person's express approval.

5. **Accuracy**

Be accurate, constructive and helpful. Correct any errors as soon as practicable.

6. **Privacy/Photographs**

- a. Be sensitive to the privacy of others. Seek written permission from anyone who appears in photographs, videos or other footage before sharing these on any form of social media. If asked to remove materials, do so as soon as practicable.
- b. If you post a photo on programs such as Facebook, you may know all your friends and be comfortable in that; however, if one of your friends 'tags' themselves in your photo, that means all of their friends can also see it – people you may or may not know, so that private photo is no longer posted privately.

7. **Defamation**

Do not comment, create, forward, post, upload or share content that is malicious or defamatory. This includes statements that may negatively impact the reputation of another.

8. **Respect**

- a. Always be courteous, patient and respectful of others' opinions, including detractors.
- b. Guidelines for use of social media at public events:
 - (1) The developments in mobile phone technology and social media mean that everyone has a media voice. If you post to social media, it is in the public domain, no matter what your privacy settings are.
 - (2) Suggestions for guidelines regarding public activities of the Australian Army Apprentices Association are as follows:
 - (a) Mobile devices should not be used if you are officiating.
 - (b) While you are on a break you may, if it is appropriate, and ok with the organisers, use mobile devices.
 - (c) You should not post any information of a sensitive nature.
 - (d) You may post photos at the end of any event or, if they are of a non-sensitive nature, whilst you are on a break.

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- (e) Do not post disparaging remarks or comments about other *members*, event officials, or Intakes, which could bring the Australian Army Apprentices Association into disrepute. If you have an issue with any aspect of an event, speak to one of the organising committee members.
- (3) Think before you post. If you think your post may be controversial, disrespectful or just wrong, it probably is – don't click the post button.