

APPLIED LINGUISTICS ASSOCIATION OF AUSTRALIA

CONSTITUTION

Article I: NAME AND AIMS

- § 1. The name of this association shall be the Applied Linguistics Association of Australia Incorporated (henceforth the Association or ALAA).
- § 2. The Association is a non-profit membership corporation organised under the laws of **
- § 3. The aims of ALAA are to provide leadership in applied linguistics in Australia, to stimulate teaching, learning, research, scholarship and the dissemination of information and research in this field, to hold an annual conference in which members of this professional community may meet, to cooperate with groups interested in or relevant to applied linguistics, to advocate on behalf of this professional community to government and other bodies regarding language and related issues, and to produce a journal reflecting these aims.
- § 4. ALAA is an affiliate of the International Association of Applied Linguistics (AILA).

Article II: MEMBERSHIP & FEES

- § 1. Members of the Association shall be persons or institutions interested in and contributing to the advancement of applied linguistics as a scholarly discipline and professional field, and who are in good standing with annual membership dues (see Article VIII, § 5) or exempted from such dues as honorary life members.
- § 2. New members shall join by application to the Secretary of the Association.
- § 3. There are five classes of membership: regular, concessional, institutional, joint, and honorary life members. Any person or institution who meets the criteria in Article II §1 may become members by payment of such dues as are established by vote of the Annual General Meeting (henceforth AGM), or, in the case of honorary life members, by nomination and then by vote of the AGM.
- § 4. Concessional membership is available to full-time students and other persons granted the concessional rate by the AGM.
- § 4. Honorary membership will be granted by vote of the AGM to recognise outstanding achievement in the area of applied linguistics and/or contribution to ALAA.

- § 5. Joint membership is treated as a single membership with respect to receiving publications and other communications of the Association but as two individual memberships for all other purposes.
- § 6. The AGM may from time to time establish or revise designated membership categories and associated benefits.

Article III: EXECUTIVE OFFICERS

- § 1. The Executive Officers shall consist of the President, the Immediate Past President, the President-Elect, the Vice-Presidents, the Secretary, Treasurer/Public Officer, Editor of the *Australian Review of Applied Linguistics* (ARAL), and the Business and Information Officer.
- § 2. The following Executive Officers shall be elected as per Article VI below: the President-Elect, the Vice-Presidents, the Secretary, the Treasurer/Public Officer, the Editor of the *Australian Review of Applied Linguistics* (ARAL) and the Information Officer.
- § 3. The President Elect shall automatically become the President at the conclusion of the AGM subsequent to his/her election as President Elect (i.e. approximately 1 year later).
- § 4. The outgoing President shall be co-opted as an Executive Officer with the title of Immediate Past President.
- § 5. The President shall not normally serve longer than one term (2 years or the period between 3 AGMs) consecutively.
- § 6. The term of office for Vice-Presidents shall be 3 years or the period between 4 AGMs, after which an election for that Office must be held as per Article VI below.
- § 7. The term of office for all Executive Officers except the President Elect and the Vice-Presidents shall be 2 years or the period between 3 AGMs, prior to which an election for that Office must be held as per Article VI below. These Executive Officers shall not normally serve in the same position for more than two terms consecutively (4 years or the period between 5 AGMs).
- § 7. If any Executive Office shall fall vacant before the Officer's term has expired, the remaining Executive Officers shall elect a replacement to serve until the next AGM. Prior to that AGM, the election procedure outlined in Article VI shall be followed to determine who shall fill this and any other vacant positions.

- § 8. If the President Elect resigns from office before becoming President, the Executive Committee shall elect an interim Vice-President to serve until the next AGM as per Article III §7 above. The current President shall be invited to serve a further year of office, in which case an election will be held for a new President Elect at the next AGM as per Article VI. If the existing President does not accept to serve for a further year, an election shall be held (as per Article VI) for a President to take office without serving first as President Elect.
- § 9. All Executive Officers shall be members of the Association in good standing.
- § 10. Changes to the numbers, names, duties and voting rights of Executive Officers shall be as proposed from time to time by the Executive, agreed by majority vote at the Association's AGM, and specified in a written Statement of Duties held by the Secretary and posted on the Association's website.

Article IV: EXECUTIVE COMMITTEE

- § 1. The Executive Committee shall be composed as per Article III § 1 above, plus one member each of the previous and forthcoming ALAA Conference Committees. Other Officers may be co-opted as the Executive Committee requires from time to time.
- § 2. The Executive Committee shall be the executive agency of the Association, and shall exercise general supervision over the affairs of the Association. The Executive Committee shall have authority to take such actions as are deemed necessary for the conduct of the affairs of the Association in accordance with the law and this Constitution.
- § 3. The Executive Officers specified in Article III §1 shall have full voting rights in Executive Committee meetings. The co-opted Committee members specified in Article IV § 1 above shall have speaking but not voting rights in Executive Committee meetings.
- § 4. Meetings of the Executive Committee shall be held regularly and at least twice each 12 months at times and in places and in modes agreed upon by the Executive Committee. Electronic votes of the Executive Committee may be conducted as required.
- § 5. A quorum of the Executive Committee shall be a number greater than half the number of Executive Officers as specified in Article III §1.
- § 6. In the absence of the Association President from a duly constituted Executive Committee meeting, the members present shall select from among themselves an Acting Chairperson for that meeting.

§ 7. In the event of a tied vote at an Executive Committee meeting, the Chairperson or Acting Chairperson shall exercise a casting vote.

Article V: OTHER COMMITTEES

§ 1. There shall be a Nominations Committee which has the task of eliciting nominations for vacancies on the Executive Committee of the Association in support of the nomination process as per Article VI below.

§ 2. The Nominations Committee shall consist of five members of the Association in good standing (see Article VIII, § 5). Two of these members shall be ex officio: the President Elect or the Vice President, and the Immediate Past President. The other three shall be elected concurrently with the election of Executive Officers as per Article VI. The three individuals receiving the greatest number of votes shall be elected. Ties shall be broken by majority vote of the Executive Committee where the President shall have the casting vote.

§ 3. The term of office for elected Nominations Committee members shall normally be two years and may not be more than two terms consecutively.

§ 4. Once established, the elected membership of the Nominations Committee shall be on a rotating basis with one member retiring from the Committee each year.

§ 5. The President Elect or a Vice President shall chair the Nominations Committee. In the absence from a Nominations Committee meeting of the President Elect or Vice President, the members present shall select from among themselves an Acting Chairperson for that meeting.

§ 6. A quorum of the Nominations Committee shall be a number greater than half the number of Nominations Committee members.

§ 7. In the event of a tied vote in a Nominations Committee meeting, the Chairperson or Acting Chairperson shall exercise a casting vote.

§ 8. All other procedures for the Nominations Committee shall be agreed by the Executive and notified to all Association members in good standing.

§ 9. The Executive Committee shall be empowered to set up other sub-committees with such membership (including co-option) and for such purposes as it may deem expedient from time to time.

Article VI: ELECTION PROCEDURES FOR THE EXECUTIVE AND NOMINATING COMMITTEES

- § 1. Nominations for vacant Executive and Nominations Committee positions may be made by any member of the Association in good standing. Those nominated for these positions shall be in good standing. Members may nominate themselves or be nominated and seconded by other members in good standing.
- § 2. Nominations for Executive and Nominations Committee positions shall be made in a format proposed by the Nominations Committee and agreed by the Executive. Nominations shall be in writing and shall include the names of the proposer and seconder, and verification by the person nominated that this nomination is accepted. Nominations shall also include brief biographical and mission statements by the person nominated as relevant to the proposed role.
- § 3. The Nominations Committee shall appoint a Nominations Returning Officer from among its members.
- § 4. The Association Secretary shall call for nominations for vacant Executive and Nominations Committee positions no later than fourteen weeks before that year's AGM. The Secretary shall send reminders to members two weeks before the closing date for nominations (see Article VI, § 5) and three days before the close of nominations.
- § 5. Nominations for vacant positions shall be lodged with the Nominations Returning Officer at 5 p.m. on a Friday at least eight weeks before that year's AGM.
- § 6. In calling for nominations, the Secretary shall provide at least the following information: the closing date for receipt of nominations; that nominations are to be sent to the Nominations Returning Officer; the address of the Nominations Returning Officer; the nominations format as determined by the Nominations Committee.
- § 7. Immediately following the call for nominations, the Nominations Committee shall meet and draw up a listing of potential nominations for vacant positions. The Committee Chairperson or other designated members of the Committee shall subsequently approach these persons to encourage them to nominate for these vacancies.
- § 8. No later than seven weeks before the AGM, the Nominations Returning Officer shall provide the Nominations Committee with a complete list of those nominating for Executive and Nominations Committee positions. The Chairperson shall ensure that nominations follow the agreed format for presentation to members, and no later than six weeks before the AGM shall request the Nominations Committee Returning Officer to set in train the voting procedures below.
- § 9. No later than five weeks before the AGM, the Secretary shall notify Association members by email of the names and details of those nominating for vacant positions on the Executive and Nominations Committees and the procedures for voting.

- § 10. The closing date for voting for vacant positions on the Executive and Nominations Committees shall be no later than two weeks before the AGM.
- § 11. In the event of a tied vote for any vacant Executive or Nominating Committee position, members shall be notified by email and a run-off vote held no later than two weeks after that year's AGM.
- § 12. The results of the voting process shall be announced by the Chairperson at the AGM and also notified to all members by email at that same time. With the exception of those elected as the result of a tied vote (as per Article VI § 11 above), newly elected officers of the Executive and Nominations Committees shall take office at the conclusion of that AGM or if the AGM is not held that year (see Article VII, item 3) at the conclusion of the annual conference.

Article VII: MEETINGS

- § 1. An annual conference of the Association shall be held at a time and in a place designated by the Executive Committee. Within the annual conference, an Annual General Meeting (AGM) of the Association shall be convened before the last day of the conference, chaired by the President or a Vice President if the President is unable to be present.
- § 2. The Secretary shall notify members at least two weeks prior to the AGM of the date, time and place of the AGM and shall provide a draft agenda for that meeting.
- § 3. All meetings of the Association and of its constituent bodies shall be open to all Association members, unless the Executive Committee determines otherwise in the case of a particular meeting. Non-members of the Association may attend meetings, including the AGM, but may be excluded by majority vote of members present. Non-members shall have speaking rights but not voting rights at all meetings, including the AGM.
- § 4. Twelve shall constitute a quorum at the AGM. If a quorum is not present, the meeting shall be adjourned to another time within the annual conference or at another time subsequent to the annual conference or to the subsequent annual conference. The decision regarding the date to reconvene the AGM shall be taken by the Executive and immediately notified to members by email.
- § 5. The business of the AGM shall be as follows:
- (a) to confirm the minutes of the immediately preceding AGM;
 - (b) to receive from the President, Treasurer, ARAL Editor, Chair of the Nominations Committee, previous Conference Convenor/Committee representative, and any other Executive members as required, reports on the activities for which they are responsible during the preceding financial year;

(c) to receive and consider any statement which is required to be submitted to members **under section 26(6) of the Act***;**

(d) the discussion of any motion duly submitted;

(e) the transaction of any such business as the Executive Committee may have arranged or as the Meeting shall resolve.

- § 6. Decisions at the AGM shall be by simple majority of those present. Voting shall be by show of hands. In the event of a tied vote, the Chairperson shall have a casting vote. The Chairperson's decision on the result of any vote shall be final.
- § 7. The Association shall assume no responsibility for statements of opinion expressed by participants in its annual conference or in such other conferences and meetings as it may sponsor.
- § 8. On the written request of not less than 10 members in good standing, the Secretary shall call a Special General Meeting, normally to take place immediately before the next Annual General Meeting, provided that, in any case, at least one month's notice of the Special General Meeting is given. Such a Special General Meeting shall deal only with business for which it is called, which shall be clearly stated in the requisition, together with the terms of any motion which the requisitioners propose to put to the Special General Meeting.

Article VIII: FINANCES

- § 1. The financial year shall be from 1 July to 30 June.
- § 2. The capital and income of the Association shall be applied solely to support the objects of the Association; and no part thereof shall be distributed among members with the exception of scholarships and awards approved by the Association. Any expenditures incurred by ALAA operating activities should be authorised by the President or, in the absence of the President, the President Elect and/or the Vice-President, and the Treasurer.
- § 3. The Auditor shall conduct an audit at the end of the financial year, and also at such other times as the Executive Committee may request, and may also conduct interim audits at his or her own discretion.
- § 4. The amount of annual membership subscription shall be determined at the Annual General Meeting.
- § 5. The subscription shall fall due on the first day of the calendar year. The payment of such annual dues shall define members in good standing.

Article IX: CESSATION OF MEMBERSHIP

§ 1. A person shall cease to be a member if:

(a) he or she shall submit to the Secretary his or her resignation in writing;

(b) the subscription remains unpaid by the end of the financial year in which it was due.

§ 2. In either case, membership may be resumed at any time provided that the subscription for the financial year then current is paid.

Article X: AMENDMENTS TO THE CONSTITUTION

§ 1. Amendments to this Constitution may be proposed by the Executive Committee or the AGM, or by a petition of at least 10 per cent of Association members in good standing and submitted to the Secretary.

§ 2. Any amendment proposed in accordance with Article X §1 above shall be reviewed by an *ad hoc* committee set up by the Executive Committee, which shall consider the need for and appropriateness of the proposed amendment in consultation with those who proposed it, and recommend to the Executive Committee on whether the proposed amendment should be put to the membership for voting. The Executive Committee shall then consider the special committee's recommendation and decide whether to put it to the membership for voting.

§ 3. Any amendment that is approved by the Executive Committee in accord with § 2 above shall be submitted to the full membership in good standing for approval by means of a ballot of all members. A two-thirds majority of the members who vote shall be required for adoption of the amendment.

Article XI: RULES

§ 1. For all other matters, the Rules of the Association shall be the Model Rules for the incorporation of Associations, according to the Association Incorporation Act, 1984-Regulation 1994, Clause 8, of the NSW Department of Fair Trading.**