

*Adopted by Special General Meeting with immediate effect from 4 March 2008*

**ASSOCIATION FOR TERTIARY EDUCATION  
MANAGEMENT INCORPORATED - NEW ZEALAND**

**CONSTITUTION**

**RULES AND CONSTITUTION OF**  
**ASSOCIATION FOR TERTIARY EDUCATION MANAGEMENT**  
**INCORPORATED - NEW ZEALAND**

**(1) NAME**

The name of the Association shall be the “Association for Tertiary Education Management, New Zealand Incorporated” (hereinafter referred to as “the Aotearoa Region”).

**(2) OBJECTS**

The objects of the Aotearoa Region are to:

- 2.1 develop and improve the level of professional competence and practice in the field of tertiary education administration and management by providing courses, conference, interactive websites and publications to members, non-members or those with an interest in the tertiary or higher education sectors;
- 2.2 provide professional development guidance and further the professional interests of tertiary education administrators and managers;
- 2.3 recognise in appropriate ways outstanding contributions to tertiary education administrative and management practice;
- 2.4 encourage, develop and implement educational programs and services for any persons in Australia and New Zealand either by way of ATEM providing the services or via making a donation to an educational institution which has similar educational outcomes
- 2.5 in the furtherance of its objects to act at all times in a manner which would be consistent with The Aotearoa Region being deemed to be a region of the Association for Tertiary Education Management Incorporated in the Commonwealth of Australia (“the Association”).

**(3) POWERS**

The Aotearoa Region has power to do anything that helps to further its objects.

**(4) BY-LAWS AND GUIDELINES**

The Aotearoa Region shall adopt by-laws (hereinafter referred to as “guidelines”) which shall be the guidelines adopted by the Association. The guidelines may not be altered by the Aotearoa Region.

**(5) MEMBERSHIP**

- 5.1 To be qualified as a member, a person must consent and must, in the opinion of the Council of the Association:
  - (b) be suitable; and
  - (c) have a sufficient connection with tertiary education administration and management.

- 5.2 Guidelines may establish:
- (a) classes of membership;
  - (b) criteria for each class of membership;
  - (c) conditions applicable to each class of membership ; and
  - (d) procedures for declaring a person to be a member.
- 5.3 A suitably qualified person who wishes to become a member shall make application to the Association in such form as the Association Council may determine and any such application shall be considered by the Association Council which shall have power to admit the applicant to membership and the decision of the Association Council shall be final.
- 5.4 The Association Secretary shall maintain a Register of Members.
- 5.5 A member wishing to resign must give written notice to The Association Secretary.

## **(6) ANNUAL SUBSCRIPTION**

- 6.1 (a) On admission a member must pay the annual subscription to the Association.  
(b) The annual subscription which is the principle source of the Association's funds shall be fixed by the Council of the Association. A special fee shall be set for corporate membership.
- 6.2 No subscription shall be payable by a member where a guideline provides that the class of membership to which such member belongs is exempt from payment of the annual subscription.
- 6.3 No subscription shall be payable by District Coordinators.
- 6.4 The Association Council may terminate the membership of a member who does not pay a debt to the Association within six months of the due date.

## **(7) AOTEAROA REGIONAL PROFESSIONAL DEVELOPMENT COMMITTEE**

- 7.1 Each year the Aotearoa Region must elect a member to be:
- (a) Chair of the Regional Professional Development Committee (Regional Committee) for a two year term; and
  - (b) Members on the Regional Committee (who may also be District Coordinators) to be elected on two year staggered terms.
- 7.2 The officers referred to in 7.1 shall be, together with the Immediate Past Chair, the Regional Professional Development Committee (Regional Committee).
- 7.3 The Immediate Past Chair shall be a member of the Regional Committee for the one year which immediately follows his or her completion of the term of office as Chair.
- 7.4 Each district with a minimum of five paying individual members shall be eligible to be represented by one member who shall be known as the District Coordinator, and their appointment shall be coordinated by the Association
- 7.5 District Coordinators may attend Regional Committee meetings.
- 7.6 The Aotearoa Region indemnifies its officers and Regional Committee members against liability incurred while acting in good faith in carrying out or attempting to carry out the business of the Aotearoa Region.

## **(8) RESPONSIBILITIES OF THE AOTEAROA REGIONAL PROFESSIONAL DEVELOPMENT COMMITTEE**

- 8.1 The Regional Committee shall be responsible for:
- (a) Developing and running professional development programs appropriate to the region, including programs that provide members in the region with an understanding of the tertiary education context in which they work; and
  - (b) Supporting members in the region in their career development, including mentoring; and
  - (c) Facilitating networking among members in the region; and
  - (d) Promoting institutional and sector citizenship among members in the region.

## **(9) VACATION OF OFFICE**

- 9.1 A person stops being an officer or member of the Regional Committee who resigns or stops being a member of the Association.
- 9.2 Except in the case of the Chair, the Association Council may remove a person from office or membership of the Regional Committee.
- 9.3 If a casual vacancy arises in the Regional Committee excepting that of the Chair or Immediate Past Chair, the remaining members of the Regional Committee must appoint a member to fill the vacancy.
- 9.4 A person filling a casual vacancy holds office until the end of the term of the person replaced.

## **(10) MEETINGS**

- 10.1 The Regional Committee may hold meetings and regulate their conduct. A quorum is four. The Chair must convene a meeting of the Regional Committee at the request of any two of its members.
- 10.2 The Regional Committee may conduct its business by any electronic means of communication.
- 10.3 Proceedings of the Regional Committee and the actions of a member of the Regional Committee are valid even if there was some defect in the election or appointment of the Regional Committee or any person or in the eligibility to hold office of any Regional Committee member.
- 10.4 A resolution in writing signed by two thirds of the members of the Regional Committee takes effect as if it had been passed at a meeting of the Regional Committee.
- 10.5 Members must be given at least 14 days notice of any general meeting of the Aotearoa Region. The notice must set out the general nature of any business to be considered.
- 10.6 Accidental failure to give a member notice does not invalidate the business of a meeting.

## **(11) ELECTIONS**

Unless a different procedure is determined in advance or ratified subsequently by the Aotearoa Region in general meeting, then elections may be run in accordance with the guidelines.

## **(12) FINANCE**

- (12.1) The Association's financial year ends on the 31<sup>st</sup> day of December.
- (12.2) The Association must keep a bank account with a banking institution nominated by the Council.
- (12.3) All cheques must be signed by at least two officers.
- (12.4) All money received must be paid to and promptly banked by the Association Treasurer.
- (12.5) The Association Treasurer may maintain on the imprest system an amount of petty cash determined by the Council.
- (12.6) Except for petty cash recoupment, cheques must be crossed "not negotiable" or "not transferable".
- (12.7) The Council must maintain proper accounts of their financial transactions.
- (12.8) At all Council meetings the Association Treasurer must table a list of payments since the last meeting giving details required by the Council.
- (12.9) The Council must cause the Association Treasurer to prepare reports of income and expenditure for each calendar year and a statement of financial position for submission to the auditor. They and the accounts must be submitted for audit in sufficient time for the audit to be completed in accordance with the provisions of s74 of the Act which provides that completion shall be at least fourteen days before the audited statement of the accounts is required to be presented at the annual general meeting of the Association pursuant to s73 of the Act.
- (12.10) The assets and income of the Association must only be applied for the objects of the Association and must not be distributed directly or indirectly to members or former members except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.
- (12.11) The Council must prepare a budget, which includes provision for the activities of the Aotearoa Region, for consideration at the annual general meeting. Once a budget is approved, all expenditure must be in accordance with it although the Council may review the budget during the year in the light of unforeseen contingencies provided the total expenditure in that case is no greater than 120% of the approved budget.
- (12.12) The Association Secretary shall have custody of the books, records, documents and securities of the Association. On reasonable notice to the Association Secretary a member may inspect the financial records during normal office hours.

(12.13)The investment of any surplus funds of the Association shall be in the hands of the Association Council who shall have such powers of investment as are given to trustees in accordance with the general law.

**(13) AMENDMENT OF RULES AND CONSTITUTION**

These rules and constitution may be amended by the Aotearoa Region in general meeting or by a postal referendum passed by a majority of all members entitled to vote at a general meeting but the provisions of s21 of the Incorporated Societies Act 1908 must be observed provided that no amendment to the rules shall be valid unless such amendment has been first approved by the Council of the Association.

**(14) DISSOLUTION OF ASSOCIATION**

The Aotearoa Region may go into liquidation in the manner prescribed by s24 of the Incorporated Societies Act 1908 and its amendments.

**(14) DISPOSAL OF SURPLUS FUNDS**

If upon the liquidation of The Aotearoa Region there remains after satisfaction of all its liabilities any funds or assets, the same shall be transferred to the Association in Australia.

# APPENDIX

## GUIDELINES

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### 1 MEMBERSHIP CLASSES

- (a) A person may be allocated to a class of membership in accordance with this Guideline.
- (b) The Association Council may declare eligible persons, as defined in clause (h), to be:
  - (i) Student Members
  - (ii) Members
  - (iii) Associate Fellows
  - (iv) Fellows
- (c) The Association Council (not a Regional Committee) may declare an eligible person to be an Honorary Fellow because of having rendered distinguished service over an extended period to the Association or tertiary education administration.
- (d) The Association Council (not a Regional Committee) may declare an eligible person (who may be a Member) an Honorary Member because of having rendered distinguished service to the Region or tertiary education relevant to the Region.
- (e) The Association Council may declare an institution to be a corporate member. Corporate members shall have the right to nominate up to five employees who shall have the same rights and privileges as ordinary members.
- (f) Members who have retired from the tertiary education sector may become Emeritus members. This class of members shall have their own charter and Convenor which shall be approved by the Association Council.
- (g) Only Members under paragraphs (b) and (e) pay the annual subscription.
- (h) Eligibility to the membership classes is:

#### **(i) Student Member**

Student Membership is available to any current full-time student. Evidence of full-time study will be required for each year of student membership. Student Members receive the full range of member benefits, but are not eligible for grants, scholarships or voting rights. They pay half the full membership fee.

#### **(ii) Member**

Available to any person working in, or with an interest in tertiary education management. Members receive the full range of member benefits including eligibility for grants, scholarships and voting rights. A member is entitled to use the post nominal ATEMM.

#### **(iii) Associate Fellow**

Associate Fellow membership is available to those who possess a degree and/or equivalent professional career knowledge, skills and experience in tertiary education management.

Applicants for Associate Fellowship must have been a Member of ATEM for a minimum of one year. Applicants must provide evidence of a minimum of three years experience within the field of tertiary education management. The

applicant is also required to have held a position of management or leadership for a minimum of two years.

Associate Fellows are required to complete a minimum of thirty (30) hours of continuing professional development (CPD) per annum. Associate fellows are entitled to use the post nominal ATEMAF.

**(iv) Fellow**

To be considered for a Fellowship of ATEM, a person must have been actively engaged in the practice of the profession of tertiary education administration and management for at least 8 years and in a senior management role demonstrating strategic management and leadership for a minimum of two years. Leadership and service to the tertiary education community over at least five years must also be demonstrated.

Fellows are required to complete thirty (30) hours CPD per annum. Fellows are entitled to use the post nominal ATEMF.

**2 VOTES OF MEMBERS**

- 2.1 In this Guideline “Chair” includes a reference to the person running the meeting.
- 2.2 Voting may be by voices or a show of hands and every Member involved in the meeting has one vote.
- 2.3 The Chair or three Members may demand a poll before a vote by voices or a show of hands or after the result is declared.
- 2.4 The Chair declares how a poll is to be conducted so that every Member involved in the meeting in person or by proxy has one vote.
- 2.5 When votes are equal on a show of hands or on a poll the Chair has a casting vote.

**3 REFERENDUM**

- 3.1 Where the Association Council has resolved to hold a referendum the Association Council causes to be sent to Members
  - (a) a voting form that enables Members to vote for or against the question to be determined;
  - (b) a statement of why the Association Council believes the action planned should be taken; and
  - (c) notice of the date and time by which completed voting forms must be received by the Association Secretary in order to be counted (being at least ten days after voting forms are sent).
- 3.2 The Association Secretary appoints two or more Members as scrutineers to count the referendum and report the result.
- 3.3 The Association Secretary informs Members of the result.
- 3.4 The result of a referendum is not invalidated because:
  - (a) a Member fails to receive material; or
  - (b) there is an unintentional failure to send a Member material.

## 4 ELECTIONS

### 4.1 RETURNING OFFICER

- (a) The Association Secretary appoints a Returning Officer who must be a Member but not a candidate for office. If not a candidate the Association Secretary may be Returning Officer.
- (b) If the Returning Officer stands for another office there is a casual vacancy which the Association Secretary fills immediately.

### 4.2 TIMETABLE

Elections are run each year according to the timetable set out below:

| Action to be taken               | Date   |
|----------------------------------|--|
| Appointment of Returning Officer | Before 1 February                                |
| Call for nominations             | At 1 February                                    |
| Nominations close                | At date set in notice between 15 and 23 February |
| Ballot papers sent               | By 1 March                                       |
| Ballot closes                    | On 1 April                                       |

### 4.3 NOMINATIONS

- (a) The Returning officer issues a notice that:
  - calls for nominations for offices falling vacant;
  - sets the date on which nominations close; and
  - specifies the format for nominations.
- (b) Nominations contain:
  - the name a of a nominator and seconder and the candidate; and
  - a statement that the candidate accepts nomination.
- (c) Nominations must reach the Returning Officer by the date and time specified.
- (d) With a nomination a candidate may provide a statement of up to 200 words for distribution to voters. At its discretion the Executive may edit a Statement to the extent it believes necessary to ensure the Statement is not derogatory to the Association or a person.
- (e) The Returning Officer shall verify the details of the nomination. Before rejecting a nomination as defective the Returning Officer notifies the candidate of the defect, if possible in time to allow the defect to be remedied.

### 4.4 BALLOTS

- (a) If possible, offices are filled in the order – Association President, Association Vice President, Association Secretary, Association Treasurer, Regional Chairs, Regional Committee Members. A person filling one office is not eligible for another.

- (b) If there are more eligible candidates for a position than vacancies, a ballot is run. Otherwise eligible candidates are declared elected.
- (c) If a ballot is to be run, the Returning Officer sends each Member (by post or electronic means):
  - a ballot form authenticated by the Returning Officer naming candidates in random order and designed to allow voters to indicate numerically their order of preference; and
  - a copy of any Statements from candidates.
- (d) An election is not invalidated by a ballot form not being received.
- (e) To vote, members indicate a preference for one or more candidates on the ballot form and submit the form to the Returning Officer by the date and time specified on the ballot form.
- (f) The Returning Officer checks each voter is entitled to vote and keeps received ballot forms securely.
- (g) The Association Secretary appoints two Members who are not candidates as scrutineers to observe the counting of votes.
- (h) At the closing of the ballot the Returning Officer counts votes in the presence of the scrutineers. Before commencing the Returning Officer indicates to the scrutineers the method of counting to be used that will:
  - be fair; and
  - take account of the optional preferences of voters.
- (i) The Returning Officer may decide any question involving elections taking due account of the Constitution and Guidelines.

## **5 REMOVAL OF A MEMBER**

- 5.1 Where the Association Council is considering termination for cause (for example, because a member may be guilty of wilfully infringing the rules and constitution or engaging in conduct injurious to the Association or the Aotearoa Region), it must give the member notice to show cause within 30 days why membership should not be terminated.
- 5.2 The notice must provide enough detail to allow the member to respond fairly.
- 5.3 The Association Council must consider the member's response and if it decides to continue with termination must give the member a written invitation to resign within 30 days.
- 5.4 If the member has not resigned within 30 days, by a vote of two thirds or more of those participating, the Association Council may terminate membership.

## **6 REMOVAL OF AN ELECTED OFFICER**

*Adopted by Council resolution September 2003*

Disciplinary Powers are accorded to the ATEM Council under paragraph 6.2 of the ATEM Constitution.

This Guideline outlines examples of those breaches of duty and statutory obligations which may give rise to the President of ATEM being authorised to send a letter to the person breaching the rules, seeking an explanation as to why the Officer should not be removed from Office.

- 5.1 Failure of an Officer Bearer to appropriately discharge duties of their office as determined by the Council following an issue being drawn to Council's attention.

- 5.2 Failure to issue invoices for goods or services within a month of the goods or services being delivered.
  - 5.3 Failure to bank cheques within a month.
  - 5.4 Failure to pay invoices that are not in dispute within a month.
  - 5.5 Failure to prepare and submit statements required by the Australian Tax Office or New Zealand Inland Revenue in a timely manner.
  - 5.6 Failure to present the accounts of the Association Council to an Annual General Meeting.
  - 5.7 Failure to report adequately on other programs of the Council at an Annual General Meeting.
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