

Australian College *of* Educators

By-Laws

Approved National Council Meeting No. 161, Adelaide 27 July 2002

Last Amended The ACE Board Meeting 16 October 2017

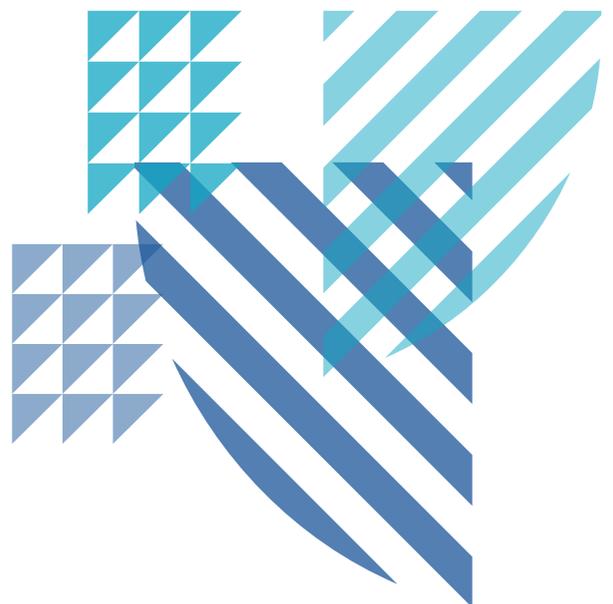


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**AUSTRALIAN COLLEGE OF EDUCATORS
BY-LAWS**

ACN 004 476 822
ABN 96 562 879 327

1. INTRODUCTION

1.1 The Constitution of the Australian College of Educators was approved at the 42nd Annual General Meeting, on 6 April 2002, in Canberra.

2. POWER TO MAKE BY-LAWS

2.1 These By-Laws are made pursuant to clause 24 of the Constitution of the College.

2.2 The By-Laws of the College are set out in Schedule 1.

3. INTERPRETATION AND DEFINITION

3.1 In these By-Laws the following terms shall have the following meaning:

- (a) “Chief Financial Officer” means the chief financial officer of the College;**
- (b) “Committee Member” means a committee member of the State or Regional Committee;**
- (c) “Membership Officer” means a membership officer appointed by the respective ACE Board, National Council, State Committee or Regional Committee respectively;**
- (d) “Regional President” has the same meaning as By-Law 16; and**
- (e) “Search Committee” means the committee formed under By-Law 4.2.**

3.2 All words used in these By-Laws will have the same meaning and interpretation as those corresponding words used in the Constitution of the College unless indicated otherwise.

3.3 If any By-Law is inconsistent with a rule of the Constitution, the Constitution will apply to the extent of the inconsistency.

4. VERSION

This document contains the current version of the By-Laws approved at the 161st Meeting of the National Council, on 27 July 2002, in Adelaide and amended at the Annual General Meeting held in Adelaide on 25 May 2006 and at the Board Meeting held 16 October 2018.

BY-LAW: 1 - ANNUAL SUBSCRIPTION
Clause: 6.4 Fees, 6.4(a) and 6.4(b)
Resolved: 23 July 2005 (initial version adopted 5 April 2002) - updated annually

1.1 The fee schedule for the annual subscription of ACE membership for the financial year 2018 - 2019 is as follows:

Full Members and Companions	\$298	\$270.91 + \$27.09 GST
Career Entrants	\$70	\$63.64 + \$6.36 GST
Retired	\$133	\$120.91 + \$12.09 GST
Life Members	\$70	\$63.64 + \$6.36 GST
Student	free	free
Fellows	The same fee as the category in which they were a member before they were invited to take up the award of Fellowship or Honorary Fellowship.	
Corporate/Institutional Membership	Discount %	These amounts include GST
10 - 24 employees	25% per person	\$223.50 per person
25 - 49 employees	35% per person	\$193.70 per person
50 - 99 employees	45% per person	\$163.90 per person
100 employees and over	50% per person	\$149.00 per person

1.2 The annual subscription fee may, as determined by the ACE Board be increased every year in line with the Consumer Price Index – All Groups (Canberra) or the index officially substituted for it.

BY-LAW: 2 - NON PAYMENT OF SUBSCRIPTIONS
Clause: 6.4 Fees, 6.4(c)
Resolved: 5 April 2002 (amended 20 February 2009)

2.1 After 3 months, Members who are classified as ‘non-financial’ will not be included on mailing lists for the regular distribution of the College publications.

However, reminder notices for the payment of subscriptions will continue to be forwarded by the National Office. States and Regions will be encouraged to follow-up non-financial members at the local level.

On receipt of an annual subscription by the National Office a member will become ‘financial’ and services will be resumed.

In the event that a non-financial member fails to respond to reminder notices and their annual subscription remains unpaid after 12 months, then their membership will lapse

Lapsed members will forfeit all Member entitlements such as the right to use the post-nominal MACE or FACE.

2.2 Where an individual's membership of the College has lapsed for a period of two years or more, they will be reinstated as a Member on receipt of the annual subscription.

BY-LAW: 3 - EXPULSION
Clause: 6.5 Cessation, 6.5(b)
Resolved: 5 April 2002

3.1 Following receipt of a written request from a Member to the Chief Executive Officer that a Member of the College be expelled, a three-step process will be implemented:

- (a) the ACE Board will appoint a committee to investigate and report as to the concerns that have been raised in accordance with principles of natural justice;
- (b) the ACE Board will then meet and consider the report; and
- (c) the ACE Board will then take such action as it may determine.

3.2 In relation to these matters, the ultimate test will usually be whether or not members have conducted themselves in such a manner as to bring the College into disrepute.

BY-LAW: 4 - OFFICE BEARERS – ROLES & APPOINTMENT
Clause: 8.2 Directors, 8.2(c)
Resolved: 5 April 2002 (amended 20 February 2009)

4.1 National President Elect

In the case of the National President-Elect:

- (a) a Search Committee to identify a National President-Elect will be established by the ACE Board, generally in the first year of the National President's term of office;
- (b) the current National President will chair the Search Committee;
- (c) nominations from the ACE Board Members will be put to the Search Committee;
- (d) the Search Committee will identify and recommend to the ACE Board a distinguished College Member to fulfil the role of National President-Elect; and
- (e) a majority vote by the ACE Board will be needed to ratify the appointment.

4.2 Roles

The roles of Office Bearers shall be determined by the ACE Board in accordance with prescribed practice as follows:

- (a) The National President will:
 - (i) preside over ACE Board meetings; Annual General Meetings; and Special General Meetings (refer to clause 10 of the Constitution);
 - (ii) be a member of the National Council meetings;
 - (iii) maintain the privilege of a casting vote in circumstances of tied voting at any of these meetings, except National Council meetings;
 - (iv) represent the College at as many formal functions as possible;
 - (v) chair the National President-Elect Search Committee; and
 - (vi) appoint and monitor the performance of the Chief Executive Officer in consultation with the ACE Board.

- (b) The National President-Elect will:
 - (i) deputise for the President if the President is absent; and
 - (ii) chair the National Awards Committee.
- (c) The Immediate Past National President will deputise for the National President and National President-Elect in the event that both are absent.
- (d) The Chief Executive Officer will:
 - (i) in conjunction with the National Office co-ordinate the work of the Presidents of State Committees and Regions; and
 - (ii) assist in developing and overseeing the Annual Budget in conjunction with the ACE Board.

BY-LAW: 5 - STATE PRESIDENTS – APPOINTMENT PROCEDURES

Clause: 8.2 Directors, 8.2(e)

Resolved: 5 April 2002 (amended 16 October 2018)

- 5.1 That the following procedures for appointment apply to the position of State President:
- (a) any Financial Member of the State who is also a Regional President will be eligible for election;
 - (b) all Regional Presidents will be invited by the relevant State Committee to be a prospective State President; and
 - (c) the Regional Presidents within a State will elect the State President.
- 5.2 In the event that no suitable Regional President nominates or is available for the position of State President, the ACE Board in conjunction with the members of the State Committee may invite a suitable candidate to be appointed as the State President for a period of no more than two (2) years.
- 5.3 In those States that do not have ACE Regions, the State Committee, with the endorsement of the ACE Board, may identify and invite a suitable member to be appointed to the State President's role for a period of no more than two (2) years.

BY-LAW: 6 - ACE BOARD MEETINGS

Clause: 8.3 Meetings

Resolved: 5 April 2002 (amended 20 February 2009)

- 6.1 The ACE Board shall meet at least five (5) times every year for the transaction of business at such times and places as it may from time to time appoint or as the National President may direct. The ACE Board will attempt to hold three (3) face to face meetings, one (1) of which will be with the National Council.
- 6.2 The ACE Board can consider and vote on any resolution via teleconference or email at any time, provided that members are provided with an action paper at least five working days in advance of the meeting.

BY-LAW: 7 - NATIONAL AWARDS COMMITTEE
Clause: 8.4 Committees, 8.4.(a)
Resolved: 18 October 2003 (initial version adopted 5 April 2002)
(amended 20 February 2009)

- 7.1 That the following operating procedures apply to the National Awards Committee:
- (a) the members of the National Awards Committee must also be Fellows of the College;
 - (b) the National Awards Committee will be chaired by the National President- Elect;
 - (c) the Committee will normally comprise four members – the chair and three other Members who have been admitted to Fellowship together with the Chief Executive Officer (*ex-officio*) or their nominee;
 - (d) the Committee will normally convene at the beginning of any given year to consider recommendations for Fellowship and the College Medal submitted by State Award Committees in December of the preceding year; and
 - (e) the work of the National Awards Committee is confidential and no correspondence regarding its decisions will be entered into (see ACE Guidelines for Fellowship and the College Medal).

BY-LAW: 8 - WORKING PARTIES
Clause: 8.4 Committees, 8.4 (b)
Resolved: 5 April 2002 (amended 20 February 2009)

- 8.1 The main role of the ACE Board Working Parties is to complete specified tasks within a given timeframe in response to any issues identified and referred to them by the ACE Board.
- 8.2 ACE Board Working Parties shall on all matters referred to them report on their findings and recommendations.

BY-LAW: 9 - AUDIT AND RISK COMMITTEE
Clause: 8.4 Committees, 8.4(c)
Resolved: 20 February 2009

- 9.1 The Audit and Risk Committee will:
- (a) in conjunction with the ACE Board monitor the accounts of the College;
 - (b) report on the 'Financial Statements' to the ACE Board;
 - (c) assist the Board by its oversight and review of:
 - (i) financial reporting;
 - (ii) risk management;
 - (iii) internal control;
 - (iv) auditor independence and performance; and
 - (v) compliance with laws and regulations; and
 - (d) provide ACE Board with advice on financial matters with the aim to:
 - (i) improve the credibility and quality of information;
 - (ii) improve the efficiency of the ACE Board;
 - (iii) improve the effectiveness of the audit function;
 - (iv) improve communication between senior financial management and the ACE Board; and
 - (v) ensure an ethical culture throughout the organisation.

9.2 The Audit and Risk Committee will elect one of its members to be chair person.

BY-LAW: 10 - REMUNERATION COMMITTEE
Clause: 8.4 Committees, 8.4(d)
Resolved: 20 February 2009

10.1 The Remuneration Committee shall consist of at least 3 Members, one of which will be an ACE Board member who will also be the chair person.

BY-LAW: 11 - NATIONAL COUNCIL MEETINGS
Section: 9.3 National Council
Resolved: 20 February 2009

11.1 The National Council shall meet at least twice a year with one (1) face to face meeting to coincide with an ACE Board Meeting.

BY-LAW: 12 - APPOINTMENT TO ACE BOARD
Clause: 9.4 Appointment to ACE Board
Resolved: 20 February 2009

12.1 The election of the State Presidents to the ACE Board will be managed by the National President-Elect with assistance from the National Office.

12.2 In considering the election to the State Presidents to the ACE Board the National Council will consider:

- (a) the best skill set that best meets the interests of the ACE Board;
- (b) the State of origin of all ACE Board Members, and also give due consideration to the record of large and small State membership on the ACE Board; and
- (c) the gender mix.

BY-LAW: 13 - ELECTRONIC AND POSTAL REFERENDUM
Section: 10.4 Referendum,
Resolved: 5 April 2002 (amended 20 February 2009)

13.1 In all cases where an electronic referendum is resolved to be conducted, the ACE Board will notify Members within twenty-eight (28) days of the resolution to conduct the electronic referendum and will direct Members how the electronic referendum will be held. A summary of arguments in favour of and against the question to be determined by the referendum will also be provided to Members.

13.2 In all cases where a postal referendum is resolved to be conducted, the ACE Board will notify Members within twenty-eight (28) days of the resolution to conduct the postal referendum and will send Members a voting paper and a summary of arguments in favour of and against the question or questions to be determined by the referendum. The Chief Executive Officer shall act as the Returning Officer and two (2) or more scrutineers, being Members, shall be appointed by the ACE Board.

BY-LAW: 14 - PROCEDURES FOR GOVERNANCE OF STATE COMMITTEES
Clause: 11. State Committees 11.3
Resolved: 5 April 2002 (amended 04 April 2017)

14.1 After the ACE Board has approved the formation of a State Committee the members will establish a State Committee in accordance with the Constitution and the following procedures:

14.2 State Committee:

- (a) A State Committee will have five (5) elected Committee Members, which will include a State President. The State Committee may co-opt up to four (4) additional Committee Members, having regard to considerations such as regional, sector and skills representation and gender balance.
- (b) All elected Committee Members will be elected by Members of the College in that State.
- (c) The appointment of Committee Members for a State Committee will be for a period of up to three calendar years commencing on 1 July. The Committee may appoint Committee Members for shorter terms, so that the end of Committee Members' terms is staggered year by year to ensure Committee Member continuity. Co-opted Members will be appointed for terms up to three years. Co-opted Members may from time to time be appointed for much shorter periods to meet specific needs of the Committee.
- (d) The State Committee must advise National Office no later than 23 June of the names and contact details of all State Committee Members who will assume office in the following financial year.
- (e) Each State Committee will be named based on the State eg. ACT State Committee, SA State Committee etc.
- (f) Each State Committee will meet at least four times a year.

14.1 Procedures for Appointment State Committee

- (a) Any member of the State will be eligible for election.
- (b) A Member may only vote in or seek election in one State.
- (c) Being a member of a Regional Committee does not preclude the member from being Committee Member of a State Committee.
- (d) All State Members will be invited by the State Committee to nominate prospective Committee Members, as vacancies for elected Committee Members arise.
- (e) Nominations must be received by National Office at least 28 days prior to the election of Committee Members.
- (f) At least 14 days' written notice of the meeting shall be given to all Members in that State together with a list of valid nominations.
- (g) States may organise voting in a conventional format (eg endorsed and/or organised by the Australian Electoral Commission) that facilitates the opportunity for the greatest number of members to participate (eg postal or electronic).
- (h) The election will be overseen by National Office, and the Chief Executive Officer will act as Returning Officer.
 - (i) The State President will not be eligible for immediate re-election as State President until the expiry of a period of not less than three years from the date of completion of the term of office. Nothing in this By-Law prevents a State President being elected as a Committee Member of the State Committee at the end of their term as State President.

- (j) A State President who vacates the office before completing the first twelve months of their term, will revert to the position of an ordinary Committee Member of the State. The State Committee will nominate a Committee Member to act in this position until an Annual General Meeting or Special General Meeting is held.
- (k) Any other Committee Member, who vacates the office before completing their term of office, will revert to the position of an ordinary member of the State. The Committee will nominate a member to act in this position until an Annual General Meeting or Special General Meeting is held.

BY-LAW: 15 – MANAGEMENT OF STATE COMMITTEE
(INCLUDING ROLES OF OFFICE BEARERS)

Clause: 11. State Committee 11.4

Resolved: 5 April 2002 (amended 04 April 2017)

15.1 That the roles of Committee Members be determined by the ACE Board in accordance with the Constitution.

15.2 Roles of the State Committee Members

- (a) The State President will:
 - (i) be eligible for election to the ACE Board;
 - (ii) represent the State on the National Council;
 - (iii) be responsible for relaying decisions of the ACE Board to the State Committee and Regional Presidents and vice versa;
 - (iv) take overall responsibility for the activities of the State, including preparation of the State Committee's annual report and State's budget, as required;
 - (v) be responsible to the ACE Board with regard to all financial matters pertaining to the State;
 - (vi) preside over State Committee meetings;
 - (vii) maintain the privilege of a casting vote in the circumstances of a tied vote at a State Committee meeting;
 - (viii) be the officer authorised to speak on matters of significance at State level;
 - (ix) represent the College at as many formal functions as possible;
 - (x) be responsible for ensuring that full contact details for all State Committee Members who are to assume office on 1 July are provided to the National Office by no later than 23 June of that year;
 - (xi) network with other State Presidents;
 - (xii) deal with correspondence relating the State;
 - (xiii) keep appropriate records of all meetings;
 - (xiv) keep a record of all State activities;
 - (xv) forward archival materials of the State to the College Archivist;
 - (xvi) ensure that relevant notices are circulated to all members of the State Committees, with a copy to the National Office where appropriate;
 - (xvii) inform the National Office of;
 - a. Changes in State Committee membership and
 - b. The details of any honours, resignations or deaths,
 - (xviii) circulate State reports and newsletters to the National Office;
 - (xix) be responsible for the annual election of the State Committee; and

- (xx) maintain contact with the National Office to obtain College database as may be required.
- (b) A Committee Member of the State Committee, as designated by the State Committee will deputise for the State President in their absence, however, the designated State Committee shall not deputise for the State President in relation to their position on the ACE Board and will not be permitted to vote at or attend ACE Board Meetings.
- (c) Each State Committee will follow the procedures relating to finances established by the ACE Board documented in the ACE Financial Guidelines (see By-Law 20)
- (d) Each State Committee will endeavour to convene a meeting of the State Members at least once in each year. Such meeting will communicate the activities and plans of that State, and may be held in person or using technology (such as webinar and conference or video call).

BY-LAW: 16 - PROCEDURES FOR GOVERNANCE OF REGIONAL COMMITTEES
Clause: 12. Regions and Regional Committee, 12.3
Resolved: 5 April 2002 (amended 20 February 2009)

16.1 After the ACE Board has approved the formation of a Region the members will establish a Regional Committee in accordance with the Constitution and the following procedures:

16.2 Regional Committee:

- (a) A Regional Committee will normally have five (5) Committee Members, which will include a Regional President. Other positions will not be designated unless considered necessary by the Regional Committee.
- (b) All Committee Members will be elected by Members of the College in accordance with the Constitution at an Annual General Meeting or Special General Meeting of the Region following publication of the Notice of Meeting.
- (c) The appointment of Committee Members for a Regional Committee will be for a period of two (2) calendar years commencing on 1 January.
- (d) The National Office must be advised by the Regional Committee by no later than 23 December of the names and contact details of all Regional Committee Members who will assume office in the following year.
- (e) Each Region will hold an Annual General Meeting.
- (f) Each Region will be named based on their region e.g. Hills Parramatta Region however, if there is only one Regional Committee in a State then it will be named as the capital city e.g. Canberra Region, Adelaide Region.

16.3 Procedures for Appointment

- (a) Any member of the Region will be eligible for election.
- (b) The Regional President may be re-elected for a further term of two (2) calendar years, however no person may be a Regional President for more than two (2) consecutive terms i.e. four (4) calendar years. Nothing in this clause prevents a Regional President being elected as a Committee Member of the Regional Committee at the end of their term as Regional President.
- (c) A Regional President who vacates the office before completing the first twelve months of their term, will revert to the position of an ordinary Committee Member of the Region. The Regional Committee will nominate a Committee Member to act in this position until an Annual General Meeting or Special General Meeting is held.

(d) Any other Committee Member, who vacates the office before completing their term of office, will revert to the position of an ordinary member of the Region. The Committee will nominate a member to act in this position until an Annual General Meeting or Special General Meeting is held.

16.4 The Regional Committee will prepare a program budget annually, to be provided to National Office at least 6 weeks before the ACE Board Meeting at which the following year's budget will be considered.

16.5 Regions will be responsible for hosting professional activities for members in their region and will hold at least 4 functions per year.

16.6 Regions will be supported by staff at the National Office to ensure the workload of voluntary staff is kept to manageable levels.

BY-LAW: 17 - MANAGEMENT OF REGIONAL COMMITTEE
(INCLUDING ROLES OF OFFICE BEARERS)

Clause: 12. Regional Committee 12.4

Resolved: 5 April 2002 (amended 20 February 2009)

17.1 Roles of the Regional Committee Members

(a) The Regional President will:

- (i) preside over Regional meetings;
- (ii) maintain the privilege of a casting vote in circumstances of tied voting at any Regional meetings;
- (iii) be the officer authorised to speak on matters of significance at Regional level;
- (iv) be eligible to be a member of the State Committee;
- (v) be accountable for the financial decisions made on behalf of the Region;
- (vi) be responsible to the ACE Board with regard to all financial matters pertaining to the Region.
- (vii) ensure that the National Office is notified of any changes in the contact details for any office bearer in the Region within 14 days;
- (viii) network with other Regional Presidents
- (ix) take overall responsibility for the activities of the Region, including preparation of the Region's budget;
- (x) be responsible for ensuring that full contact details for all Regional Committee Members who are to assume office on 1 January are provided to the National Office by no later than 23 December in the preceding year;
- (xi) deal with correspondence relating to the Region;
- (xii) keep appropriate records, including Regional activities;
- (xiii) forward the archives of the Region to the College Archivist;
- (xiv) ensure that relevant notices are circulated to all members of the Regional Committee, with a copy to the National Office if necessary;
- (xv) provide relevant records from Regional meetings to the National Office for information/action;
- (xvi) inform the National Office of:
 - A. changes to Regional Committee membership; and

- B. the details of any relevant honours, resignations or deaths,
- (xvii) be responsible for the conduct of the annual election of the Regional Committee; and
- (xviii) maintain contact with the National Office to obtain College database and update records as may be required.
- (b) A designated person of the Regional Committee chosen by the Regional Committee will deputise for the Regional President their absence.
- (c) The Regional Committee will follow the procedures established by the ACE Board documented in the ACE Financial Guidelines (see By-Law No. 20).

BY-LAW: 18 - ACCOUNTABILITY
Clause: 11 & 12. State and Regions, 11.5 & 12.5
Resolved: 5 April 2002 (amended 20 February 2009)

18.1 The State President, Regional President and any other Committee Member holding a designated position in the State/Regional Committee will be accountable to the ACE Board through the National Office and as outlined by the relevant sections in the By-Laws 14 to 17. It is incumbent on the ACE Board through the State Presidents, to ensure that the requirements of the Constitution and its By-Laws are met in accordance with the Duties and Responsibilities of Directors of a Company (e.g. see ASIC Guide - Company Directors).

BY-LAW: 19 - DISSOLUTION
Clause: 11 & 12. State and Regions, 11.6 & 12.6
Resolved: 5 April 2002 (amended 20 February 2009)

19.1 A State Committee or Region may be dissolved by resolution of the ACE Board.

BY-LAW: 20 – FINANCIAL GUIDELINES FOR STATE AND REGIONS
Clause: 13 Accounts
Resolved: 29 March 2003 (initial version adopted 5 April 2002) (amended 20 February 2009)

20.1 The financial guidelines for State and Regions will be implemented and monitored under the direction of the ACE Board.

20.2 The Constitution of the College contains information regarding the establishment of State Committees and Regions (clauses 11 and 12 of the Constitution) and Accounts (clause 13 of the Constitution). According to these By-Laws:

- (a) the State Committees and Regions are to operate in accordance with these By-Laws.
- (b) The ACE Board requires proper accounts to be kept at all levels of the College in accordance with the Constitution and By-Laws, the Act and the regulations of the Australian Taxation Office (ATO) and the Australian Securities and Investment Commission (ASIC) with regard to:
 - (i) all sums of money received and expended by the College and the matter in respect of which the receipt and expenditure takes place; and
 - (ii) the assets and liabilities of the College.

- (c) For the purposes of the Goods and Services Tax the College will operate as one legal entity with the single Australian Business Number 96 562 879 327.
- (d) The State Committee and Regions will as required by the ACE Board from time to time assist the ACE Board in maintaining the proper accounts of the College.

20.3 The guidelines for State and Regional Committee finances are set out under the following sections. These sections are:

- (a) ABN;
- (b) Financial Management and Records; and
- (c) National Conference.

1. ABN – Australian Business Number

As indicated above, the College will operate as one legal entity with the single Australian Business Number 96 562 879 327.

- (a) State/Regional Committees will quote this number on all stationery, tax invoices and receipts.
- (b) No State or Region can establish a separate ABN for any purpose.
- (c) P O Box 12014 A'Beckett Street Vic 8006 will be the College business address for the ATO and the registration address for the ASIC.

2. Financial Management and Records

All State and Regions will operate under a 'full disclosure' basis, whereby all information about their financial business activities must be disclosed to the National Office, ACE Board, and the auditor of the company. The States and Regions must provide all accounts required by the ACE Board and any accounts required under the College Constitution and By-Laws, the Act, the ATO and ASIC.

In States where Regions are operating, consolidated banking and accounting arrangements will be established and maintained to ensure that all funds and assets are operated and managed as effectively, efficiently and securely as possible.

3. National Conference

A State hosting a National Conference will ensure that an audited financial statement is submitted to the ACE Board no later than three (3) months after the conference has been conducted and is to be provided consistent with obligations and requirements for the National Office to lodge Business Activity Statements (BAS) and meet Goods and Services Tax (GST) commitments.

Where a Region is involved in the organisation of a Conference all financial management must be conducted through the National Office. Refer to the National Office document; Guidelines for the Organisation of National Conferences, April 2001, Section3 – Financial Management. The business manager of the National Office should be contacted to ascertain exact dates for meeting these obligations.

The host State is responsible for the proper financial management of a conference and should establish appropriate procedures for this purpose. Detailed financial records including GST liability are to be maintained by the Conference Treasurer.

BY-LAW: 21 - STATE PROTOCOLS FOR EXTERNALLY FUNDED PROJECTS
Clause: 13 Accounts
Resolved: 12 March 2004 (amended 20 February 2009)

- 21.1** The purpose of this By-Law is to establish protocols and guidelines for State Committees interested in undertaking commissioned work or implementing research and development projects that involve College members as consultants. Such commissioned work will be undertaken in full consultation with the National Office. Regions seeking to initiate such projects will operate under the auspices of the National Office.
- 21.2 Principles**
In pursuing any tender and the subsequent implementation of an externally funded project, the State will adhere to a set of fundamental principles. i.e. all such projects implemented by the College shall:
- (a) be designed and implemented in accordance with the College's Constitution and By-Laws;
 - (b) reflect the College's Purpose and Vision Statement (2003);
 - (c) aim to benefit the organisation as a whole as well as the relevant State; and
 - (d) be approved by the Chief Executive Officer in consultation with the National President.
- 21.3 Processes**
- (a) State Presidents will liaise with the Chief Executive Officer prior to the submission of a tender with a view to ensuring that this document complies with the College's Constitution, By-Laws, regulations, protocols and requirements.
 - (b) A Memorandum of Understanding will be negotiated between the State President and the Chief Executive Officer on essential aspects of the proposed project (e.g. organisation, financial arrangements, accountability etc).
 - (c) If a State tender is successful, all contractual arrangements relating to it will be managed through the College's National Office, with operational management being conducted at the State level.
 - (d) Relevant documentation (e.g. progress reports) will be forwarded to the Chief Executive Officer by the State President for consideration and/or endorsement by the ACE Board.

BY-LAW: 22 - INVESTMENT POLICY
Clause: 13 Accounts
Resolved: 17 October 2003 (amended 20 February 2009)

- 22.1** In developing and reviewing the College's investment strategies, the ACE Board will adhere to a set of fundamental principles designed to safeguard the collective assets of the College. i.e investments by the College should:
- (a) be made in accordance with the College's Constitution and its By-Laws;
 - (b) reflect the ACE Purpose and Vision Statement;

- (c) aim to benefit the College as a whole;
- (d) be conservative and low risk;
- (e) have an 'A' credit rating or better;
- (f) preclude speculative ventures; and
- (g) be subject to review by ACE Board on a regular basis and at least annually.

BY-LAW: 23 - AFFINITY PROGRAMS

Clause: 13 Accounts

Resolved: 17 October 2003

- 23.1** Endorsement of the College's participation in affinity programs designed to generate additional benefits for College members shall be subject to the following conditions:
- (a) The income generated from these programs be directed to the ACE Foundation.
 - (b) The chair of the Audit and Risk Committee, Chief Executive Officer and Chief Financial Officer shall scrutinise contractual agreements very carefully before signing.
 - (c) the College members benefit program shall be promoted by the College.

BY-LAW: 24 - ACE FOUNDATION

Clause: 24 Other By-Laws

Resolved: 26 July 2002 (initial version adopted 5 April 2002)
(amended 20 February 2009)

24.1 Establishment of Fund

Pursuant to the Objects of the College as set out in the Constitution and to its powers, there will be established a fund of monies to be known as the ACE Foundation ("the Fund").

24.2 Objects of the Fund

- (a) The Fund is established to fund the development of research studies, targeted projects, mentoring schemes, developmental initiatives and other projects and strategies to build the education profession and support quality teaching. The fund will be used exclusively for scientific research purposes. The ACE Board's annual priorities will constitute an operational framework for the Fund.
- (b) The Fund will be a public fund and the Australian public will be actively encouraged to make donations and gifts thereto.
- (c) For the attainment of the objects set forth in By-Law 24.2(a) hereof, the Fund may be applied in any of the following ways:
 - (i) to provide support to the education profession in developing, maintaining and enhancing the professional standards of educators;
 - (ii) to undertake, sponsor and support research, projects, mentoring schemes, developmental initiatives and other activities to the betterment of the education profession and teaching standards generally;
 - (iii) to establish and maintain a program of grants, scholarships, awards, prizes and incentives;
 - (iv) to give the Government, whether of the Commonwealth of Australia or of any State or Territory or any committee or member of a legislative or other public body or authority, assistance in ascertaining the views of those persons as regards matters affecting those resources either directly or indirectly;

- (v) to diffuse among the citizens of Australia information on all matters affecting the teaching profession in or the educational needs of Australia by printing, publishing, issuing and circulating such papers, periodicals, books, circulars and other literary forms and undertakings as may seem conducive thereto;
- (vi) to promote any other objects of economic importance to the resources of the education profession in Australia; and
- (vii) to do such matters and things as ACE may think necessary or conducive to the attainment of the foregoing objects and powers.

24.3 Donations to the Fund

The Scientific Research Committee (“the ACE Foundation”) will seek to raise moneys for the Fund by gifts, donations and bequests from such sources as it may consider appropriate and, in particular, the Australian public.

24.4 Administration of the Fund

- (a) The Fund will be administered on behalf of the ACE Board by a committee comprising no less than five people appointed by the ACE Board and approved by an appropriate Commonwealth authority. A majority of members shall be suitably qualified and capable of scientific research, and will submit a short curriculum vitae (CV) together with a signed statement indicating their agreement to service on the Committee. The ACE Board may without being required to assign any reason for doing so, remove or replace members or, where necessary, fill casual vacancies of the ACE Foundation. However, membership of (and changes to) the research committee is subject to the approval of the approving authority.
- (b) The ACE Foundation will be responsible for the administration of the Fund and the application of all monies comprising the Fund in accordance with the objects expressed in this By-Law 24.4(b) and in accordance with any direction consistent with such objects which may be lawfully given to it by the ACE Board from time to time. The ACE Foundation will determine the Fund’s research activities for which income tax deductions are allowable under section 30-40 of the Income Tax Assessment Act 1997 (ITAA1997).
- (c) The assets and income of the Fund shall be applied solely in furtherance of its objects and no portion shall be distributed directly or indirectly to the members of the Fund except as bona fide compensation for services rendered or expenses incurred on behalf of the Fund.
- (d) The day to day management of the Fund will be vested in the Chief Executive Officer who will have such powers and authorities with regard to the Fund as the ACE Board may from time to time determine and the Chief Executive Officer will exercise all such powers and authorities subject at all times to the direction and control of the ACE Board and, subject thereto, the direction and control of the ACE Foundation.
- (e) The National President or the National President’s nominee will attend all meetings of the ACE Foundation, and a member of the ACE Board will be the secretary of the Fund. The Chief Executive Officer or any employee of the College nominated by the Chief Executive Officer will attend all meeting of the ACE Foundation and may be heard on any matter but will not be entitled to vote.
- (f) Research results will be published and patents made available to all interested bodies.

24.5 The ACE Foundation

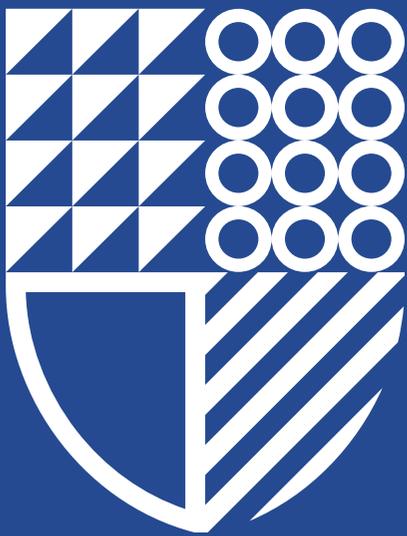
- (a) The ACE Foundation will elect its Chairperson from amongst its members.**
- (b) The ACE Foundation will meet at least once in every year and subject thereto at such times as the ACE Foundation will from time to time determine. The provisions of the Constitution of the College governing the operation of Committees of the College will apply to meetings of the ACE Foundation.**
- (c) The quorum for a meeting of the ACE Foundation will be one-half in number of the members thereof for the time being or the closest whole number above that fraction.**
- (d) Members of the ACE Foundation will declare any actual or potential conflict of interest in relation to the administration of the Fund and the allocation of moneys comprising the Fund.**
- (e) Any determination of the ACE Foundation in respect of the Fund made in accordance with this By-Law will be valid and effective as if made by the ACE Board in accordance with the Constitution of the College.**

24.6 Accounts

- (a) All moneys belonging to the Fund and all accretions thereto and all gifts, donations and other bequests to the Fund will be kept in a bank account separate from any other bank account of the College under the designation "The ACE Foundation" but will otherwise be maintained in accordance with the requirements of the Constitution of the College.**
- (b) Subject to and in accordance with the requirements of and principles set forth in the Constitution of the College the ACE Foundation will keep proper accounts with respect to the Fund and all monies received by and for the purposes of the Fund and expended from the Fund. The Fund will be subject to an independent annual audit.**
- (c) Monies of the Fund not immediately required may be invested in the name of the Fund in either:**
 - (i) investments authorised from time to time under the Trustee Act of the Australian Capital Territory in its application to the Australian Capital Territory by virtue of the Trustee Act of the said Territory; or**
 - (ii) the purchase of a Bill of Exchange accepted by a Bank in Australia for which that Bank accepts liability for payment on the maturity of that Bill.**

24.7 Winding up of the Fund

In the event of the Fund being wound up, or upon it ceasing to carry out research activities, any surplus assets remaining in the Fund's accounts after payment of the Fund's liabilities shall be transferred to the research fund account of another organisation in Australia which has been endorsed as an approved research institute for the purposes of the Income Tax Assessment Acts.



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