

Continuing Legal Education Association of Australasia

Constitution

January 2011

1 Name of the Association

The name of the Association is the Continuing Legal Education Association of Australasia (**CLEAA**)

2 Purpose

The primary purpose for establishing CLEAA is to engage individuals, organisations and bodies who are interested in or involved in continuing legal education, or who provide services for the purpose of continuing legal education.

(For the purpose of this Constitution, continuing legal education includes any educational activity which may generally be described as continuing professional development within the legal sector.)

3 Definitions

“Article” means the Articles in this Constitution of CLEAA

“Financial Year” means the year commencing 1 July concluding 30 June.

“Meeting” means in accordance with Articles 7, 8 and 9

“Member” means an individual described under Article 4.

4 Membership

Any natural person may become a member of CLEAA by applying to the Executive and paying the annual membership fee.

5 Qualifications for Membership

Membership Classes

i) *Primary Membership* Applicable where a member’s employer pays for the membership, and the membership remains with the organisation should the individual leave that position.

ii) *Secondary Membership* If the organisation holds one primary membership, secondary membership will apply to each additional member from the same organisation.

- iii) *Individual Membership* Applicable to those who pay their own membership fee and are not reimbursed by their employer. The membership goes with the individual upon leaving that employment. Full time students are entitled to a 50% reduction on the individual membership fee.
- iv) *6 month membership (2 January – 30 June)* Applicable when an application is received after 6 months of the financial year has elapsed.

6 Cessation of Membership

A member ceases to be a member:

- a) upon resigning by notice to the Executive in writing; or
- b) 3 months after invoicing if the member's annual membership fees are unpaid.

7 Meetings

- a) The annual general meeting occurs at least once per calendar year, preferably at the annual conference.
- b) Each annual general meeting must:
 - i) consider the Executive's financial and other reports;
 - ii) discuss the date and location for the next annual general meeting; and
 - iii) elect the Executive to hold office to the next annual general meeting.
- c) Executive meetings occur as per Article 14 (f).
- d) If at least 3 members give written notice to the Executive:
 - i) requiring it to call a general meeting; and
 - ii) setting out the motion or motions to be considered at the meeting;
 - iii) the Executive must call and hold such a special meeting within 3 months of receiving the notice.

8 Quorum

- a) No item will be dealt with at a general meeting unless a quorum of members entitled under these Articles who is entitled to vote is present at the time the meeting is considering the item.
- b) 10% of the financial membership constitutes a quorum.

9 Voting

- a) A member may attend and vote at annual and special general meetings.

- b) Each member has one vote.

10 Proxies and postal voting

- a) Each member may only appoint a proxy to vote at a meeting by written notice to the Executive appointing another member.
- b) Postal and email voting is permitted, provided that confidentiality and security measures are taken to ensure a secret ballot.
- c) The Executive is responsible for determining the postal and email voting procedure.

11 Motions

Motions are passed by a simple majority of members, except for changes to this Constitution which require:

- a) at least 2 months' written notice to the Executive before the meeting; and
- b) a majority of two-thirds of the members voting at the meeting.

12 Minutes

The President will keep minutes of the resolutions and proceedings of every Executive meeting, general meeting, annual general meeting or special meeting together with a record of the names of the persons present at all meetings. The minutes will be made available to the membership within 60 days of the meeting.

13 Delegated Powers and Duties

Committees

- a) There can be any number of committees formed under this Article to support the purposes and the activities of CLEAA, include committees relating to:
 - i) publications
 - ii) conferences
 - iii) special projects
- b) The Executive may delegate its powers or duties in writing to any committee appointed under Article 13 (a).
- d) The chair of any given meeting held by any committee under this Article will forward the minutes of that meeting to the Executive within 30 days of that meeting.

14 Executive

- a) Each annual general meeting must elect a minimum of 4 and a maximum of 7 members to be the Executive from the close of that

annual meeting to the close of the following annual general meeting, as follows:

elect one of its members to be President of CLEAA until the close of the following annual meeting;

elect one of its members to the combined role of Vice President and Treasurer of CLEAA until the close of the following annual meeting;

elect 2 to 5 of its members to ordinary member of the Executive CLEAA until the close of the following annual meeting;

- b) The Immediate Past President (ex officio) may remain a member of the Executive to assist with transition issues, conference planning and financial matters.
- c) Any member may self-nominate for membership of the Executive. It is the sole responsibility of the member who is self-nominating to notify the President in writing, specifying the position for which the member is nominating and ensure the nomination has been received. Nominations received 30 days in advance of an annual general meeting will be notified to the membership via the website and email. Nominations received after 30 days, but up to and including the day of the annual general meeting, may only be notified to the membership if time permits.
- d) In the event of a casual vacancy occurring in the membership of the Executive, the Executive may appoint a member to fill such casual vacancy. A member so appointed will hold their position on the Executive until the conclusion of the annual general meeting following the date of their appointment. To avoid doubt, the member will be eligible for re-election as a member of the Executive (either in the same or a different position) at that annual general meeting.
- e) A member of the Executive may be removed as a member of the Executive by resolution of the Executive, via the following procedure:
 - i) the Executive member must be given notice in writing 14 days before the meeting is to be held
 - ii) the notice must specify the proposed resolution and the reasons for the proposed resolution
 - iii) the Executive member must have the opportunity to make submissions in his/her interests, both in writing and in person at the meeting
- f) The Executive must:
 - i) meet at least once a quarter by teleconference or face to face, and may at other times pass resolutions by email if required;
 - ii) direct the Secretariat function;

- iii) organise the annual conference;
- iv) organise and give at least one month's notice to members of the annual and special general meetings, and motions to change this Constitution;
- v) administer membership of CLEAA and its finances and report to annual meetings;
- vi) organise the CLEAA newsletter and CLEAA's involvement with the Australian Professional Legal Education (APLE) Directory.

15 Election

If:

- (a) insufficient nominations are received to fill a position or positions on the Executive, such position(s) will be deemed to be a casual vacancy;
- (b) the number of nominations received for a position or positions on the Executive is equal to the number of position(s) to be filled, the persons nominated for such position(s) will be deemed to be elected; and
- (c) the number of nominations received for a position or positions on the Executive exceeds the number of position(s) to be filled, a ballot will be held.

16 President

- a) The President of CLEAA, or in their absence, the Vice President/Treasurer, must chair annual and special general meetings, and Executive meetings. The President must provide written reports to the annual, general and special meetings of the membership detailing activities of the Executive.
- b) The President is authorised, with the approval of the Executive, to review and contract for the services of the Secretariat on an annual basis.