

RULES OF

AUSTRALASIAN PIANO PEDAGOGY CONFERENCE ASSOCIATION
INCORPORATED

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135 Fullarton Road
ROSE PARK SA 5067

1. The name of the Incorporated Association is the Australasian Piano Pedagogy Conference Association Incorporated referred to herein as "the Association".

2. In these rules unless the contrary intention appears:-

"Association Committee" means the governing committee of the Association;

"Biannual Conference" means every alternate annual general meeting of the Association as provided by these rules;

"Committee Member" means a member of the Association Committee or an honorary member of a State Advisory Committee;

"General meeting" means a general meeting of members of the Association convened in accordance with these rules;

"Member" means a member of the Association;

"National Committee" means the committee established by these rules and in existence as at the date hereof and when these rules shall have been approved by the Association.

"Special Meeting" means a special general meeting of the Association convened by the National Committee in accordance with these rules;

"The Act" means the Association's Incorporation Act, 1985 (SA) as amended from time to time;

"The Regulations" means the Association's regulations 1985 as amended from time to time.

3. **OBJECTS AND PURPOSES**

To promote the highest standards of piano teaching, to foster cooperation and communication between piano teachers and to promote and convene biannual piano teachers' conferences.

4. **POWERS**

The Association shall have all the powers conferred by Section 25 of the Act save and except such modifications and exclusions as are specified in these rules.

5. **MEMBERSHIP**

(1) There shall be the following classes of members:

- (a) ordinary members
- (b) honorary members
- (c) student members.

(2) Members of the Association shall be:

- (a) persons involved or interested in the art of professional piano teaching and performing who shall be professionally qualified as teachers of the piano and who have paid the membership fee determined in accordance with the provisions hereafter set out; or
- (b) persons upon whom the Association Committee has conferred the status of honorary membership;
- (c) persons involved or interested in the art of professional piano teaching and performing who have paid the membership fee determined in accordance with the provisions hereafter set out and who shall be students of persons who are professionally qualified as teachers of the piano.

(3) A member shall:-

- (a) be entitled to attend, take part in and vote in person or by proxy at general meetings and special meetings of the Association.
- (b) Be entitled to nominate members for election as officers of the Association.
- (c) Be eligible for election as an officer of the Association.
- (d) Be entitled to a copy of the proceedings of the last previous conference and any publicity relevant to it or the forthcoming conference.

6. SUBSCRIPTIONS

- (1) The membership fee for each class of membership shall be such sum as the members shall determine from time to time in general meetings.
- (2) Any member whose membership fee is outstanding for more than three months after the due date for payment shall cease to be a member of the association, provided always that the Committee may reinstate a person's membership upon whatever terms it thinks fit.

7. RESIGNATION AND CANCELLATION OF MEMBERSHIP

- (1) Any member may resign at any time by tendering a resignation in writing to the Association.
- (2) The Association Committee may in its discretion cancel all membership with any member.

8. FINANCE

- (1) All cheques drawn on any account of the Association Committee or any other negotiable instrument or orders of the payment of money shall be signed by two members of the Association Committee as the Association Committee shall nominate from time to time.
- (2) The financial year of the Association shall be from the first day of January to the 31st day of December in the same year.
- (3) The Association treasurer shall submit to each annual general meeting an audited profit and loss account and balance sheet which shall thereafter be circulated by the Association Committee to each member of the Association.
- (4) The Association Treasurer shall at the request of the Association Committee furnish to the Association Committee all information including details of any accounts, receipts, payments, books, records and other material relating to the financial affairs of the Association as the Association Committee may at its discretion from time to time require.

9. THE ASSOCIATION COMMITTEE

- (1) The affairs of the Association shall be managed and controlled by an Association Committee which in addition to any powers and authorities conferred by these rules shall exercise all such powers and do all such things as are within the objects of the Association, and are not by the Act or by these rules required to be done by the Association in general meeting.
- (2) The Association Committee shall have the power to appoint such officers as are required to carry out the objects of the Association including a public officer required by the Act and to delegate any of its powers to such officers and employees.
- (3) The Association Committee shall be comprised of an Association Chairperson and an Association Treasurer and no more than fourteen other members and shall include no more than two members from each State and New Zealand and one from each Territory of the Commonwealth of Australia.
- (4) The Association Committee of the Association shall be the members of the National Committee as and when these rules come into force. The members of the Association Committee shall hold office thereafter until the following biannual conference of the Association.
- (5) In the event that a vacancy shall arise on the Association Committee at whatsoever time and for whatsoever reason the Association Committee shall have power to appoint and shall appoint a

natural person to fill any such casual vacancy and an Association Committee member so appointed shall hold office thereafter until the next ensuing biannual conference of the Association.

- (6) The Association Committee shall seek submissions from interested institutions and persons to host the next ensuing biannual conference of the Association.
- (7) The Association Committee will establish a representative Conference Organising Committee to organise all aspects of the biannual conference. The Association Committee shall appoint an Executive Committee comprising a chairperson, secretary and treasurer of the conference organising committee. The remaining members of the conference organising committee shall then be appointed by the said Executive Committee. The function of the conference organising committee shall be to organise the next ensuing biannual conference subject to the approval of the Association Committee.
- (8) Each standing member of the Association Committee shall redeem and make vacant their position on the association committee at the next ensuing biannual conference after their appointment to the association committee, and be eligible for re-election. The presiding chairperson of the biannual conference shall seek nominations for positions on the Association Committee at the biannual conference. If more nominations are received than there are positions on the association committee, then election of the members of the new association committee shall be put to the members of the association to vote in accordance with these rules.

10. DISQUALIFICATION OF ASSOCIATION COMMITTEE

The offices of Association Committee members shall become vacant if an Association Committee member is:-

- (1) disqualified by the Act;
- (2) expelled under these rules;
- (3) permanently incapacitated by ill health;
- (4) absent without apology from more than three consecutive Committee meetings or more than three Committee meetings in a financial year.

11. PROCEEDINGS OF THE ASSOCIATION COMMITTEE

- (1) The Association Committee may meet together for the dispatch of business whenever required but may transact that business by whatever means are convenient including the use of facsimile and telephone hook-ups.
- (2) Matters arising for decision by the Association Committee shall be decided by a majority of votes, and in the event of equality of votes the chairperson shall have a casting vote in addition to a deliberative vote.

- (3) A quorum for a meeting of the Association Committee shall be eight members.
- (4) A member of the Association Committee having a pecuniary interest in a contract with the Association must disclose that interest to the national Association Committee as required by the Act and shall not vote with respect to that contract.
- (5) A telephone or video conference between members of the Association Committee will be taken to be a meeting of the Association Committee at which the participating members are present.

12. FINANCIAL YEAR

The first financial year of the Association shall be the period ending on the 31st day of December 1994 and thereafter a period of twelve months ending on the 31st of December in each year.

13. BORROWING POWERS

- (1) Subject to this rule the Association may borrow money from Banks or other financial institutions upon such terms and conditions as the Association Committee sees fit and may secure the repayment thereof by charging the property of the Association.
- (2) Subject to Section 53 of the Act the Association may invite and accept payments of money from any person upon such terms and conditions as may be determined by the Association Committee from time to time.

14. RULES

- (1) Subject to approval by a resolution of the members of the Association, these rules may be altered (including an alteration to the name) or be rescinded and replaced by substituted rules. Any alteration shall be registered with the Commission as required by the Act.
- (2) The registered rules shall bind the Association and every member to the same extent as if they had respectively signed and sealed them, and agreed to be bound by all the provisions thereof.

15. THE SEAL

- (1) The Association shall have a common seal upon which its corporate name shall appear in legible characters.
- (2) The seal shall not be used without the express authorisation of the Association Committee. The seal shall be recorded in the Minute Book of the Association. The affixing of the seal shall be witnessed by any two of the chairperson, secretary or treasurer.

- (3) The seal shall be kept in the custody of the secretary or such other person as the Association Committee may from time to time decide.

16. MEETINGS

- (1) The Association Committee may call a general meeting of the Association at any time, and shall call an annual general meeting in accordance with the Act if required by the Act.
- (2) The Association Committee may call a special meeting of the association at any time in accordance with sub-rule (5) and (6) hereof.
- (3) If required by the Act the first annual general meeting shall be held within eighteen (18) months after the incorporation of the Association and thereafter within six (6) months after the end of its financial year.
- (4) The Association Committee shall report to the biannual conference.
- (5) Upon a requisition in writing of not less than one quarter of the total number of members of the Association the Association Committee shall within one month of the receipt of the requisition convene a special meeting for the purpose specified in the requisition.
- (6) Every requisition for a special meeting shall be signed by the members making the same and shall state the purpose of the meeting.
- (7) If a special meeting is not convened within one month as required by sub-rule (3) the requisitioners may convene a special meeting. Such a meeting shall be convened in the same manner as a meeting convened by the Association Committee and for this purpose the Association Committee shall ensure that the requisitioners are supplied free of charge with particulars of the members entitled to receive a notice of meeting. The reasonable expenses of convening and conducting such a meeting shall be borne by the Association.
- (8) Subject to sub-rule (7) at least fourteen (14) days notice of any meeting shall be given to the members. The notice shall set out where and when the meeting will be held, and particulars of the nature and order of the business to be transacted at the meeting. In the case of an annual general meeting, the order of the business at the meeting shall be the consideration of the accounts and reports of the Association Committee and the auditors, the appointment of auditors and Committee members (if required) and any other business requiring consideration by the Association in general meetings.
- (9) Notice of any meeting at which a special resolution is to be proposed shall be given at least twenty one (21) days prior to the date of the meeting.

- (10) A notice may be given by the Association to any member by serving the member with the notice personally, or by sending it by post to the address appearing in the register of members.
- (11) Where a notice is sent by post, service of the notice shall be deemed to be effected if it is properly addressed and posted to the member by ordinary prepaid mail.

17. PROCEEDINGS AT MEETINGS

- (1) Eight members present or by proxy shall constitute a quorum at any meeting and if within thirty (30) minutes after the time appointed for the meeting a quorum of members is not present, a meeting convened upon the requisition of members shall lapse.
- (2) In any other case, the meeting shall stand adjourned until the same day in the next week, at the same time and place and if at such adjourned meeting a quorum is not present within thirty (30) minutes of the time appointed for the meeting the members present shall form a quorum.
- (3) The chairperson of the Association Committee or if there shall be no chairperson then the vice chairperson of the Association Committee or on their declining to take or retiring from the chair one of the Association Committee members chosen by the meeting shall preside as chairperson at every meeting of the Association.
- (4) If there is no such chairperson or vice chairperson appointed within five minutes of the time appointed for holding the meeting, the members present may choose any one of their member number to be the chairperson.
- (5) The chairperson may with the consent of any meeting at which a quorum is present, and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (6) When a meeting is adjourned for thirty (30) days or more notice of the adjourned meeting shall be given as if that meeting were an original meeting of members.
- (7) At any meeting a resolution put to a vote shall be decided on a show of hands. A declaration by the chairperson that a resolution has been carried or lost, shall unless a poll is demanded be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, the resolution.
- (8) If a poll is demanded by the chairperson of the meeting or by three or more members present personally or by proxy, it shall be taken in such manner as the chairperson directs. The result of such poll shall be the resolution of the meeting, except that in the case of a special resolution

a majority of not less than three quarters of the members who being entitled to do so vote personally or by proxy at the meeting is required.

- (9) A poll demanded on the election of a chairperson of a meeting or on any question of an adjournment, shall be taken at the meeting and without adjournment.

18. MINUTES

- (1) Proper minutes of all proceedings of meetings of the Association Committee and sub-committees shall be entered within one month after the relevant meeting in Minute Books kept for the purpose.
- (2) The minutes kept pursuant to this rule shall be signed by the chairperson of the meeting at which the proceedings took place or by the chairperson of the next succeeding meeting.
- (3) Where minutes are entered and signed they shall until the contrary is proved be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.

19. VOTING RIGHTS

Subject to these rules each member present in person or by proxy shall be entitled to one vote.

20. PROXYS

A member shall be entitled to appoint in writing a natural person who is also a member of the Association to be his proxy, and attend and vote at any meeting of the Association.

21. ACCOUNTS

The Association shall keep such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Association.

22. WINDING UP

The Association may be wound up in the manner provided for in the Act.

23. If after the winding up there remains "surplus assets" as defined in the Act, such surplus assets shall be appropriated in accordance with this rule. The assets shall not be distributed to any member but shall be paid to an institution or association which in the opinion of the Association Committee is undertaking work with objects predominantly the same as the objects of this Association.

BYLAWS

1. The offices of Chairperson and Treasurer of the Association Committee will be occupied by members of the Association Committee resident in each Australian State and Territory and New Zealand in rotation in the following order, South Australia, Queensland, New South Wales, Western Australia, Victoria, Tasmania, New Zealand, Australian Capital Territory, Northern Territory.
2. Representatives of each State, Territory and New Zealand on the Association Committee may form a State Advisory Committee, limited to ten members, to liaise with the Association Committee on any matter relating to piano teaching and performance so that the views of a wide range of the piano teaching profession can be considered by the Association Committee.
3. Membership of State Advisory Committees will be at the discretion of the Association Committee State Representatives concerned, subject to the approval of the Association Committee.
4. State Advisory Committee members will be deemed by the Association Committee to be honorary members of the Association while serving on the Committee.
5. The Association Committee will determine the host city from submissions received to host the conference.
6. The tasks of the Conference Organising Committee will be to:
 - (a) keep minutes of all Conference Organising Committee meetings
 - (b) maintain financial records of all Conference Organising Committee transactions
 - (c) provide an audited statement for the Conference Organising Committee, to be presented at the Annual General Meeting of the Association in the year following the Conference
 - (d) advise the Association Committee of dates, venue, residential accommodation, and projected program and open a Conference Bank Account by February of the year following the previous conference
 - (e) disseminate a brochure calling for papers and outlining information about the Conference in general terms by March of the year following the previous Conference
 - (f) mail brochures detailing the Conference program, accommodation options, travel options, registration fees, optional tours, application form for registration and options for non-attending delegates to pay for Conference Proceedings and further publicity to all on the current mailing list, all State Music Teachers Associations, Conservatoria,

Universities and other applicable organisations by December of the year preceding the Conference

- (g) encourage the widest possible range of topics connected with the art of piano teaching
- (h) present to the Association Committee a list of conference delegates and non-attending delegates on computer disk, plus the minute book of the Conference Organising Committee by December of the year in which the Conference was held
- (i) publish the Conference proceedings and mail them to all conference delegates and non-attending delegates, the National Library Acquisition Section, all State and Territory Libraries and the Australian Music Centre Library by March of the year following the Conference.