



*Retired Telecommunications
Employees Association*
(RTEA)

CONSTITUTION

RTEA Constitution

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Part I Preliminary

1 Definitions and Structure

Definitions within this Constitution:

- A. All references to the “Committee” shall mean the “Committee of Management of the RTEA”
- B. “Ordinary Committee member” means a member of the Committee who is not an office-bearer
- C. “Secretary” means:
 - i. the person holding office under this constitution as secretary or
 - ii. if no person holds that office, the Public Officer of the RTEA.
- D. “Special General Meeting” means a general meeting other than an Annual General Meeting or a monthly General Meeting
- E. Throughout this document, the symbol (>) means “greater than” i.e. (>50%) means greater than 50%
- F. The “Act” means the Associations Incorporation Act 2009
- G. The “Regulation” means the Associations Incorporation Regulation 2016
- H. A reference to a function includes a reference to a power, authority and duty
- I. A reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty
- J. The provisions of the Interpretation Act 1987 apply to and in respect of this Constitution in the same manner as those provisions would so apply if this Constitution were an instrument made under the Act
- K. Should the RTEA become incorporated under Fair Trading, a Public Officer will need to be appointed by the Committee. That Officer will be responsible for all legal interactions with NSW Fair Trading. The Secretary’s address however will remain the postal address of the RTEA.

The structure of this Constitution document is by:

- L. Part - identified in upper case Roman numerals (I–V)
- M. Section - identified by decadic numbering (0-9)
- N. Subsection - identified by upper case alpha letters (A-Z)
- O. Clause - identified by lower case Roman numerals (i, ii xxxv).

2 Name

This Association shall be known as the

“Retired Telecommunications Employees Association”.

It may be abbreviated as “RTEA”.

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3 Address

The official address of the RTEA shall be that of the Secretary and all correspondence shall be addressed to the Secretary.

4 Objectives

- A. To take appropriate measures to secure, maintain and improve the superannuation and pension rights of members by direct activity and/or co-operation with organisations with similar objectives, on a non-partisan basis
- B. To provide an accessible forum for discussion of matters relevant to the welfare of members
- C. To arrange functions to encourage friendship between members
- D. To produce and distribute a maximum of 10 newsletters annually. (Note: Cost of production and postage, where applicable, to be borne by members receiving mailed copies.)
- E. To maintain a website for members' information.

Part II Membership

5 Membership generally

- A. Membership entitlement shall be available to all former and retired employees from the Telecommunications' Industry.
- B. No new member can vote at meetings until one month after the date of receipt of payment of their membership joining fee
- C. The partner of a deceased member will be offered free membership of the RTEA
- D. Any retired member of a union or telecommunications company which does not have a retired members association shall be eligible to be a member of the RTEA, if nominated by a member and seconded by another member of the RTEA
- E. Honorary Life Membership may be conferred by the Committee upon any RTEA member having performed extraordinary service to the RTEA, such conferment to be endorsed by a General Meeting.

Part III Management

6 RTEA Management

- A. General Meetings of the RTEA duly convened under these rules shall be the highest authority of the RTEA and shall:
 - i. Control the affairs of the RTEA under the direction of the Committee
 - ii. Set the membership joining fee
 - iii. Authorize and create sub-branches in the State of New South Wales
 - iv. Appoint auditors.
- B. All Meetings shall not be earlier than seven days after the accepted date of posting of advice to the members
- C. At all General Meetings, the Committee shall seek direction from the members on suggestions raised at, and submit motions from, the previous Committee Meeting
- D. General Meetings shall be held monthly, except in the months of December and January, when the RTEA shall be in recess
- E. General Meetings shall be held at a venue located not more than 20 kilometres from the Central Railway Station, Sydney, unless a General Meeting decides otherwise, subject to subsection F
- F. At least one country or regional General Meeting shall be held each year
- G. The duties of the Secretary and Treasurer may be combined if found expedient and consistent with effective and efficient management
- H. At all meetings, the Rules of Parliamentary Debate shall apply
- I. Meetings shall not exceed two hours in duration unless a motion for an extension of time is carried at the meeting
- J. A meeting may be held at two or more venues using technologies approved by the Committee that gives every member a reasonable opportunity to participate
- K. A member who participates in a meeting via the approved technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

7 Annual General Meeting

- A. The Annual General Meeting shall be held in February of each year and shall be followed immediately by the February Monthly General Meeting
- B. The only business of the Annual General Meeting shall be:
 - i. Declare the meeting open
 - ii. Welcome
 - iii. Apologies
 - iv. Confirmation and adoption of the minutes of the previous Annual General Meeting
 - v. Confirmation and adoption of the annual report and audited financial statement and balance sheet
 - vi. Election of a returning officer
 - vii. Election of Committee
 - viii. Declare the meeting closed

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- C. Voting for adoption of reports and on the election of the Committee will require a majority vote (>50%) of those members attending the meeting and eligible to vote.

8 Special General Meetings

- A. A Special General Meeting may be called:
- i. at the discretion of the Committee or
 - ii. upon the receipt by the Secretary of a requisition signed by not less than 25 members.
- B. The only business of a Special General Meeting shall be:
- i. Declare the meeting open
 - ii. Welcome
 - iii. Apologies
 - iv. Dealing with the matter(s) that led to the Special Meeting being called
 - v. Dealing with any postponement, deferment or continuance relating to the matter(s)
 - vi. Declare the meeting closed.
- C. A special resolution may only be passed in accordance with section 39 of the Act
- D. Voting on a special motion will require a majority vote of at least seventy five percent (>75%) of those members attending the meeting and eligible to vote.

9 General Meetings

- A. The quorum for a meeting shall be not less than 20 members
- B. In the event that a General Meeting fails for lack of a quorum, a quorum of Committee members, if present, shall conduct the business of the meeting
- C. A quorum of the Committee for a General Meeting as defined in subsection 9B shall be eight members of which a minimum of three must be from the Executive
- D. In the event of a General Meeting being conducted as per subsection 9C, this meeting shall be conducted as a General Meeting with all members present participating
- E. Standing orders for General Meetings shall be as follows:
- i. Declare the meeting open
 - ii. Welcome by chairperson to new attendees and visitors
 - iii. Apologies
 - iv. Expressions of Condolence if required
 - v. Confirmation and adoption of minutes of previous General Meeting
 - vi. Business arising from such minutes
 - vii. Confirmation and adoption of minutes of previous Committee Meeting
 - viii. Business arising from such minutes
 - ix. Confirmation and adoption of Treasurer's report
 - x. Confirmation and adoption of correspondence
 - xi. Confirmation and adoption of all remaining reports

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- xii. Motions of which notice has been given
 - xiii. General Business
 - xiv. Declare the meeting closed.
- F. Voting on general motions will require a majority vote (>50%) of those members attending the meeting and eligible to vote.

10 The Committee

- A. The Committee shall conduct the affairs of the RTEA between General Meetings and shall report its proceedings to the next General Meeting
- B. Committee Meetings shall be held monthly, except in the month of December, when the RTEA shall be in recess
- C. The Committee may be called to meet in January as a planning meeting for the upcoming year
- D. Standing orders for all Committee Meetings shall be as follows:
 - i. Declare the meeting open
 - ii. Welcome by chairperson to attendees
 - iii. Expressions of Condolence if required
 - iv. Apologies
 - v. Confirmation and adoption of minutes of previous Committee Meeting
 - vi. Business arising from such minutes
 - vii. Confirmation and adoption of Treasurer's report
 - viii. Confirmation and adoption of correspondence
 - ix. Confirmation and adoption of all remaining reports
 - x. Debate / discussion on business carried forward from previous General Meeting
 - xi. Motions of which notice has been given
 - xii. General Business
 - xiii. Declare the meeting closed.
- E. Voting on general motions will require a majority vote (>50%) of those members attending the meeting and eligible to vote
- F. The Committee will include an Executive of six positions, being:
 - i. President
 - ii. Vice Presidents (two)
 - iii. Secretary
 - iv. Assistant Secretary
 - v. Treasurer.
- G. In addition, a maximum of 15 non-executive Committee members shall also be elected
- H. The Committee may appoint a:
 - i. Public Officer
 - ii. Welfare Officer
 - iii. Newsletter Editor

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- iv. Social Coordinator
 - v. Web Administrator
 - vi. Archivist
 - vii. Returning Officer
 - viii. Accounts Auditor
 - ix. Any other position deemed to be necessary.
- I. The quorum for any Committee meeting shall be not less than five members, given that a minimum of three of those members shall be from the Executive
- J. In line with section 6, Committee Meetings may be conducted from one or more locations and by whatever technology is approved.

11 Election of Committee members

- A. Nominations of candidates for election as office-bearers or as ordinary Committee members must:
- i. be made in writing, signed by two members and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination) and
 - ii. be delivered to the Secretary at least seven days before the date fixed for the holding of the Annual General Meeting at which the election is to take place.
- B. If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated are taken to be elected and further nominations may be received at the Annual General Meeting
- C. If insufficient further nominations are received, any vacant position remaining on the Committee is taken to be a casual vacancy
- D. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected
- E. If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held
- F. The ballot for the election of office-bearers and ordinary members of the Committee is to be conducted at the Annual General Meeting in any manner that the Committee directs
- G. A person nominated as a candidate for election as an office-bearer or as an ordinary Committee member must have been a member for at least three months.

12 Duties of Officers

A. President

- i. Preside at all meetings when conveniently possible
- ii. Have a good understanding of the RTEA's Constitution and by-laws
- iii. Ensure that all correspondence is communicated to the members
- iv. Ensure that information requested is promptly submitted and that all correspondence is attended to
- v. Ensure that the Committee adhere to the proposed action plans and goals of the membership
- vi. Serve as the RTEA's representative in the community and attend functions at

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which the RTEA is to be represented.

B. Vice President (Two Positions)

- i. Under the direction of the President, perform duties as can be reasonably expected
- ii. Act as President in the President's absence.

C. Secretary

- i. Convene and attend all meetings when conveniently possible and take, or arrange for effective recording of, all minutes of business transacted thereat, and record same in an appropriate minute book or in an approved digital format
- ii. Ensure safe custody of all books and documents as are necessary for the maintenance of proper records of the proceedings of all meetings and maintain an asset register. The aforementioned records may be stored in an approved digital format
- iii. Ensure an accurate and current record of the names and addresses of all members, together with all relevant membership data, is maintained
- iv. Ensure that a list of members' names is available on the RTEA's website
- v. For any member without access to the RTEA website and who requests a list of current RTEA members, mail such list by post a maximum of once per year
- vi. Perform such duties as can be reasonably expected under the direction of the Committee
- vii. Prepare and submit periodical reports on RTEA activities to the Committee as required
- viii. Attend to all correspondence for the RTEA
- ix. Ensure that a record of members' attendance at all meetings is collected and stored in hard copy and/or digital format.

D. Assistant Secretary

- i. perform such duties as can be reasonably expected under the direction of the Secretary
- ii. Act as Secretary in the Secretary's absence.

E. Treasurer

- i. Collect all monies on account of the RTEA's activities. [Note: any receipt issued by this officer shall be sufficient discharge of payment and liability]
- ii. Keep comprehensive and up-to-date financial records
- iii. Pay all monies received into the appropriate financial account as early as is reasonably convenient
- iv. Be responsible for making all payments. [Note: two members of the Executive must approve all financial transactions]
- v. Ensure that all financial records are readily available to the duly appointed Auditor/s and to the Committee if requested

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- vi. Submit a statement of finances to all General Meetings and Committee Meetings. [Note: this information may be presented in digital format]
- vii. As early as possible, alert the President or other Executive officer of the Committee of any matters considered to be of significant financial consequence to the RTEA.

F. Non-Executive Committee Members

- i. Attend Committee Meetings as required and as conveniently possible
- ii. Assist the Secretary, when convenient, in the production and distribution of Newsletters, notices of meetings, etc
- iii. Perform such duties as can be reasonably expected under the direction of the Executive.

13 Casual Vacancies

- A. A casual vacancy occurs when any Committee member's position becomes vacant during their elected term
- B. When a vacancy occurs for an Executive position, the Committee will take action to fill the casual vacancy
- C. Filling of casual vacancies in non-Executive positions is at the discretion of the Committee
- D. The filling of a casual vacancy when that vacancy occurs within two months before the annual election of officer bearers is at the discretion of the Committee
- E. When a casual vacancy occurs, the Secretary or a nominee appointed by the Executive will notify members digitally or by post
- F. A casual vacancy notification must occur at least two weeks before the Committee convenes to fill the casual vacancy
- G. The Secretary or nominee will only seek nominations from members of the Committee to fill Executive positions
- H. If there is a decision to fill a casual vacancy, nominations will occur over a one-week period which shall end at least one week before the Committee convenes
- I. The nomination must have a mover and seconder and have the consent of the nominee.

14 Proxy votes not permitted

Proxy voting must not be undertaken at or in respect of any Meeting.

15 Postal or digital ballots

- A. The RTEA may hold a postal or digital ballot (as the Committee determines) to determine any issue or proposal
- B. A postal or digital ballot is to be conducted in accordance with Schedule 3 to the Regulation.

Part IV Miscellaneous

16 Business and Financial Year

The business and financial year of the RTEA shall commence on the first day of January and end on the thirty first day of December each year.

17 Chairing of Meetings

- A. In the absence of the President, a Vice President shall preside
- B. In the absence of the President and both Vice Presidents, the meeting shall elect a Chairperson for that meeting
- C. The Chairperson shall have a casting vote when necessary
- D. The President shall be an ex-officio member of all sub-committees
- E. The Chairperson has the power to suspend from a meeting any member who disrupts the business of the RTEA and ask that member to vacate the meeting
- F. In the event of their refusal, the Chair may call on that member to show cause why they should not be dealt with under subsection 17G
- G. Where it appears that a member has acted against the interests of the RTEA, it shall be the duty of the Chair to call upon such member to explain their action, and, in the event of a satisfactory explanation not being received, the Committee may expel such member from the RTEA and there shall be no refund made of their membership joining fee.

18 Dissolution of the RTEA

If it is desired to wind up the RTEA, a notice of motion must be given, which will be dealt with by a Special General Meeting.

19 Distribution of property on winding up of the RTEA

- A. Subject to the Act and the Regulations, in a winding up of the RTEA, any surplus property of the RTEA is to be transferred to another organisation with similar objectives and which is not carried on for the profit or gain of its individual members
- B. In this section, a reference to the surplus property of the RTEA is a reference to that property remaining after satisfaction of the debts and liabilities and payment of the costs, charges and expenses of the winding up of the RTEA
- C. The Committee hereby nominates the Combined Pensioners and Superannuants Association (CPSA) or, in the event of the winding up of the CPSA, or its amalgamation or merger with another body, a Non-Profit Association with similar objectives as the RTEA to receive the transferred assets upon the winding up of the RTEA.

20 Change of name, objectives and constitution

An application for registration of a change in the RTEA's name, objectives or Constitution in accordance with section 10 of the Act is to be made by the Public Officer, or a Committee member, to the Department of Fair Trading if incorporated.

21 RTEA is a non-profit association

Subject to the Act and the Regulation, the RTEA must apply its funds and assets solely in pursuance of the objectives of the RTEA and must not conduct its affairs so as to provide a pecuniary gain for any of its members.

22 Constitution

- A. All members of the RTEA shall be entitled to have access to a current copy of the Constitution, and a copy shall be available for inspection at all RTEA meetings and will be available on the RTEA's web site
- B. The Constitution of the RTEA may only be amended or added to by a General Meeting under the following conditions:
 - i. Any proposed amendment to the Constitution shall be submitted in writing to the Secretary and shall be signed by both the mover and seconder
 - ii. Such motion shall be in the hands of the Secretary in time for all members to be duly notified of the proposed motion at least 14 days prior to the meeting at which the motion is to be presented and
 - iii. A mover and seconder must be in attendance at the meeting or the motion shall lapse.
- C. Voting on a change to the Constitution will require a majority vote of at least seventy five percent (>75%) of those members attending the meeting and eligible to vote.

23 Charitable Donations

- A. The Committee may put forward to a General Meeting a recommendation for a charitable donation consistent with subsection 23B
- B. A recommendation for a charitable donation must not, if approved, compromise the RTEA's financial well-being.

24 Honorariums

- A. The Committee may approve honorarium payments to nominated members of the Committee consistent with subsections 24B and 24C
- B. An honorarium is payable when a Committee member undertakes a specific service on behalf of the RTEA
- C. A recommendation for an honorarium payment must not, if approved, compromise the RTEA's financial well-being.

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25 Service of notices

- A. For the purpose of this Constitution, a notice may be served on or given to a person:
- i. by delivering it to the person personally
 - ii. by sending it by pre-paid post to the address of the person or
 - iii. by sending it by some form of digital transmission to an address specified by the person for giving or serving the notice.
- B. For the purpose of this Constitution, a notice is taken, unless the contrary is proved, to have been given or served:
- i. in the case of a notice given or served personally, on the date on which it is received by the addressee and
 - ii. in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post and
 - iii. in the case of a notice sent by some form of digital transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

Part V Document History

26 History

February 1984	Constitution drafted
March 1984	Revised
February 1995	Revised
26/2/1998	Management (vii) & (viii) amended
28/2/2002	Management (vii) amended
26/2/2004	Management (vii) amended
12/2/2005	Reformatted document
April 2012	Changes re Life Membership, membership joining fee and membership eligibility.
March 2013	Changed name from CEPU to CWU
February 2021	Major rewrite, new sections on “Definitions & Structure”, “Committee”, “Use of technology”, “Casual vacancies”, “Honorariums” and multiple sections from the NSW Fair Trading Model Constitution.
March 2022	Change of Association Name to RTEA and change to Clause II, 5, A to broaden the scope of our membership base.