

*AUSTRALIAN SOCIETY
OF
SEXUALITY EDUCATORS,
RESEARCHERS
AND THERAPISTS NATIONAL INC*

ASSERT NATIONAL

CONSTITUTION

July 2008

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1. NAME

The name of the Society shall be the '*Australian Society of Sexuality Educators, Researchers and Therapists National Inc*', hereinafter referred to as "ASSERT National".

2. OBJECTS

2.1 The primary objectives of ASSERT National are:

- 2.1.1 To promote professional development and education in the area of human sexuality.
- 2.1.2 To recognise and accredit professionals working, or otherwise contributing to the area of sexuality as ASSERT National members in one or more of the categories of therapist, educator and researcher.
- 2.1.3 The maintenance of professional standards and ethics.

2.2 The secondary objectives of ASSERT National are:

- 2.2.1 To advance the scientific study of all aspects of human sexuality.
- 2.2.2 To promote both nationally and internationally the exchange of ideas, information and resources about human sexuality.
- 2.2.3 To arrange, provide for or to participate in conferences, seminars, workshops, public meetings, professional meetings, lectures and classes on human sexuality.
- 2.2.4 To arrange, provide for, or to participate in providing for, scientific research in sexology.
- 2.2.5 To initiate and or support the publication of professional and educational material on human sexuality.
- 2.2.6 To promote community knowledge and acceptance of human sexual behaviour and attitudes.

- 2.2.7 To promote and or provide information on services available in the area of sexuality.
- 2.2.8 To promote the concept of equality and the right of the individual to make choices about his/her own sexuality without infringing the rights of others.
- 2.2.9 To promote philosophical and political debate in the area of human sexuality.
- 2.2.10 To be active in promoting legislative changes where appropriate.
- 2.2.11 To initiate or sponsor any other activities which relate to the objects of the Society.
- 2.2.12 To work with State and Federal Governments and other key organisations to accredit quality training in sexology.
- 2.2.13 To develop strategies for National registration of the specialist titles 'sexuality therapist', 'sexuality educator' and 'sexuality researcher'.
- 2.2.14 To support and promote the membership of relevant regional organisations which specialise in the field of sexology.
- 2.2.15 To add or modify the list of specialist titles as may be appropriate from time to time.

3. POWERS

ASSERT National shall have the following powers:

- 3.1 To do all things necessary, incidental or conducive, to the attainment of the objects of ASSERT National.
- 3.2 To purchase, take on, lease or in exchange, hire or otherwise acquire and hold any real or personal property including any rights and privileges.
- 3.3 To sell, exchange, lease, let, mortgage, pledge, hire, dispose of, turn to account or otherwise deal with all or any part of the real and personal property of ASSERT National.
- 3.4 To buy, sell, supply and deal in goods of all kinds.

- 3.5 To conduct appeals for funds and to accept donations whether of real or personal estate and devises and bequests.
- 3.6 To borrow and raise money.
- 3.7 To invest funds not immediately required.
- 3.8 To appoint, employ and in its discretion pay officers, agents and servants and to dismiss and suspend the same.
- 3.9 To recognise, affiliate or collaborate with any association or body the objects of which are in accord with those of ASSERT National.
- 3.10 To make a charge or charges for any service supplied by ASSERT National.
- 3.11 To maintain insurance against loss, damage or injury or other insurance considered expedient as deemed necessary by ASSERT National council.
- 3.12 To hold and administer property on trust.
- 3.13 To erect buildings and to renovate, repair, reconstruct, alter, improve, add to and demolish any buildings or structures now or hereafter vested in ASSERT National.

4. INCOME AND PROPERTY

The income, property and funds of ASSERT National shall be used and applied solely towards the promotion of the objects of ASSERT National and no part thereof shall be paid or transferred directly or indirectly by way or dividend, bonus or otherwise by way of pecuniary profit to the members, provided that nothing shall prevent the remuneration made in good faith to any officer or employee or servant of ASSERT National or to any person other than a member in return for services rendered to ASSERT National.

5. STRUCTURE & OPERATION

- 5.1 ASSERT National's operational structure is based on the coalition of affiliated State organizations, hereinafter known as "State Branches of ASSERT National", or simply "State Branches" that constitute the ASSERT National Council.

- 5.2 The management and operation of ASSERT National is through the ASSERT National Council
- 5.3 The ASSERT National Council consists of two representatives from each State Branch who are professional members.
- 5.4 Only professional members, who must be accredited by the ASSERT National Council may be members of ASSERT National. Professional members must belong to a State or Territory affiliated organisation. Where there is no affiliated organisation ASSERT National may accredit professional members.
- 5.5 Only ASSERT National has the power to recognise and affiliate state organisations.
- 5.6 Affiliated state organisations must be incorporated with the State Department of Fair Trading or equivalent, in their state, and ensure appropriate insurance.
- 5.7 State organisations must submit to ASSERT National annual lists (with contact details) of all members, their insurance details and their categories, annual activity and financial reports, and incorporation details.
- 5.8 State organisations may have other membership categories at the State level however, these will not be recognised as providing any form of membership rights of ASSERT National.
- 5.9 Only ASSERT National professional members may hold the positions of president and vice-president on the executive committees of state organisations.

6. CODE OF ETHICS

- 6.1 Each state branch agrees to abide by the ASSERT National Code of Ethics.
- 6.2 No alterations or additions may be made to the ASSERT National Code of Ethics except through AGM or SGM.

7. MEMBERSHIP

ASSERT National shall consist of the following three (3) categories of membership:

7.1 State Branch Membership

This membership has full voting rights within ASSERT National.

- 7.1.1 State Branch membership to ASSERT National shall be by application from an Australian State/Territory (hereinafter known as “State”) group representing similar objects of ASSERT National in their Constitution or Statutes.
- 7.1.2 Only one (1) State organisation or territory, per Australian State, will be accepted to the membership of the National Council and as a State Branch of ASSERT National.
- 7.1.3 Only organizations that are incorporated will be accepted as State Branches of ASSERT National.
- 7.1.4 The constitution of a State Branch will have specific issues detailed regarding membership, as required by ASSERT National. These will be determined, and from time to time altered, at an ASSERT National AGM or SGM.
- 7.1.5 Those organizations that apply for State Branch membership and are not incorporated will have 90 days to do so after provisional acceptance of their application is made by ASSERT National.
- 7.1.6 Voting on behalf of a State Branch is from two (2) nominated representatives from the State Branch who represent the State on National Council. These representatives are nominated at the State organisation’s AGM or SGM, or from other decisions made by the State Branch within the guides of their constitution. These members must be recognised by ASSERT National as meeting the requirements of professional membership.

7.2 Associate National Organisation Membership

This membership is open to National Organisations who agree with the objects and philosophy of ASSERT National– this membership has no voting rights within ASSERT National. This membership will be termed ‘Associate Organisation Membership’.

7.3 Honorary Life Members of ASSERT National

- 7.3.1 This membership has no voting rights within ASSERT National.

- 7.3.2 Life membership may be conferred by ASSERT National upon individuals who are eminent persons who have made an outstanding contribution to the work ASSERT National or to the field of sexology.

8. TERMINATION OF MEMBERSHIP

- 8.1 Any ASSERT National member may resign by giving notice of resignation in writing. Every resignation shall take effect immediately on receipt by the Secretary of such notice.
- 8.2 If a state branch fails to pay due membership fees for 6 months after the date due, or such a period as the National Council shall determine from time to time, the National Council may cancel such membership.
- 8.3 Expulsion of a state branch shall be by ballot at a SGM or the AGM. A resolution to expel a state branch shall not be accepted or discussed unless 14 days notice of such resolution has previously been given to all National Council members and the member who is the subject of the resolution. The notice herein referred to shall be deemed to mean notice in writing posted to the registered address of the state branch noted above. A three-fourths majority of the voting members present and three-fourths of member organisations shall be required to expel a state branch. Where a state branch is expelled any professional members of the state or territory branch may remain accredited by ASSERT National.
- 8.4 Any state branch that has not paid membership fees as provided in the Constitution shall not be entitled to exercise any of the rights and privileges of membership bestowed by the Constitution until such fees are paid but notwithstanding this provision such branches shall remain bound by the duties and obligations imposed by the Constitution.
- 8.5 Any ASSERT National member who contravenes the objects, philosophy or Code of Ethics of ASSERT National may be suspended until discussion of their membership status is heard.

9. ACCREDITATION

- 9.1 All accreditation is processed and maintained by ASSERT National
- 9.2 The National Accreditation sub-committee shall consist of no less than one Therapist, one Educator and one Researcher.
- 9.3 The initial ASSERT National accreditation committee will consist of the president of each state organisation.
- 9.4 Grandfather provision. At the time of this constitution being approved, provisional professional members are those state members who are listed in appendix A, who have been recommended by their state executive committees.
- 9.5 Each affiliated state may add to the list in appendix A for up to 3 months from registration of this constitution.
- 9.6 ASSERT National is the final accrediting body.
- 9.7 All members proposed for professional categories under appendix A will be required to submit professional details and proposed continuing education schedules for 3 years, within 3 months of receiving a letter/email from the National accreditation group. Otherwise, these members will need to apply for accreditation as new members. The accrediting committee will recommend to an AGM or SGM from time to time, the minimum requirements for professional accreditation.
- 9.8 Continuing accreditation will be by submission of continuing participation in the accredited area of work and continuing education.
- 9.9 State organisations will be asked to verify the member's ongoing work and continuing education with a letter of approval that is to be submitted with the member's schedules every 3 years.
- 9.10 Accreditation shall be under 3 categories – Therapist, Educator & Researcher. However, further categories may be determined by ASSERT National at AGM or SGM as needs change

10. GENERAL MEETINGS

10.1 Date of AGM

ASSERT National shall hold an Annual General Meeting once in each year on such day not later than the 30th day of October as shall be fixed by the National Council.

10.2 The business of the Annual General Meeting shall be:

10.2.1 Confirmation of the minutes of the previous Annual General Meeting or Special General Meeting.

10.2.2 Reception, approval and adoption of the President's report, the Treasurer's report, the Secretary's report and affiliated State organisation's reports.

10.2.3 Reception, approval and adoption of the audited financial statement for the past year of ASSERT National and affiliated State organisations.

10.2.4 The setting of all fees for the following 12 month period.

10.2.5 Election of Executive members of National Council.

10.2.6 Appointment of auditors.

10.2.7 Matters on notice.

10.2.8 Other items lodged with the Secretary in writing seven (7) days prior to the AGM or SGM.

10.3.1 SGM

Other General Meetings to be known as Special General Meetings may be held as and when required by the President or the National Council on the written requisition of not less than four members of National Council. In the event of a meeting being required by requisition the National Council shall within seven days of the receipt of the requisition cause a notice to be sent out convening the said Special Meeting.

10.4 Quorum

A quorum for a Special General Meeting and an Annual General Meeting shall be at least three (3) national members (from different states) present in person or through telecommunications.

10.5 Proxies

Any individual National Council member may vote by proxy appointed in writing. The form of proxy shall be in the usual or common form or in such other form as may be approved from time to time by the National Council. No individual member other than the Chairperson of the meeting may hold more than one proxy vote for any General Meeting.

11. VOTING at AGM and SGM

- 11.1 Each member present in person shall be entitled to one (1) vote at any meeting.
- 11.2 No member State Branch shall be eligible to vote at the Annual General Meeting or a Special General Meeting unless such Branch shall have paid the appropriate membership fee for the current financial year.
- 11.3 At all meetings of ASSERT National all questions shall be decided by a show of hands, or verbal response, or by ballot at the discretion of the Chairperson, or upon request of any two members present. Upon the declaration of a ballot result a division of votes may be demanded by any member present.
- 11.4 At all such meetings the Chairperson, in the event of there being an equality of votes, shall also have a second or casting vote.
- 11.5 A simple majority of those present at the Meeting or voting by proxy shall be sufficient for the passing of the resolution submitted to a General Meeting.
- 11.6 The President, or in his/her absence the Secretary, or in their absence some person elected by the Meeting, shall be Chairperson.

12. THE ASSERT NATIONAL COUNCIL AND THE EXECUTIVE

12.1 Structure and membership

12.1.1 There shall be a National Council of Management (referred to as the National Council) consisting of two (2) representatives from each affiliated State Branch. These representatives will have been nominated in writing by their State Branch organization.

12.1.2 There shall be an Executive of the National Council (hereinafter known as the “Executive”), which shall consist of a President, Secretary, and Treasurer.

12.1.2 The inaugural ASSERT (incorporated) National Council will be that of the immediate past ASSERT (Company) National Council and will continue till the next AGM or SGM of the Society. The same members of National Council may be voted into the Executive at this AGM.

12.2 Term of Office

12.2.1 The term of office for all National Council Members shall be for two (2) years.

12.2.2 National Council Members will be eligible for election for up to a maximum of three (3) consecutive terms in the same Executive office.

12.3 Vacating Office

A National Council Member will vacate their position on the National Council:

12.3.1 If he/she shall cease to be a member of the represented State Branch.

12.3.2 If the State Branch they represent wish to alter their representation to the National Council.

12.3.3 All vacating office bearers on the executive committee have a duty to provide the incoming office bearers with all necessary paperwork to continue the efficient professional running of the organisation.

12.4 The National Council Powers and Responsibilities

12.4.1 Subject to this Constitution, the National Council shall be responsible for the control and management of property, funds and the affairs of ASSERT National and shall act in all matters concerning ASSERT National in a manner calculated to promote the best interests of ASSERT National.

12.4.2 The National Council shall be entitled to exercise all of the powers of ASSERT National save that it shall not have the powers of a General Meeting of ASSERT National.

12.4.3 The National Council may delegate specific aspects of its powers to sub-committees consisting of members of ASSERT National.

12.4.4 The National Council may delegate to one or more of its members its authority to incur expenditure, to approve payments of accounts or to do other matters within its power and authority, provided that no such delegation shall be made unless the National Council makes suitable arrangements for reports to be made to it concerning the exercise of such delegation at intervals of time to be nominated at the time of the delegation. No such delegation shall affect in any way the powers, authority and responsibility of the National Council in respect of the matters so delegated.

12.5 Sub-committees

All sub-committees and delegation of powers to these or individuals will be documented in the minutes of ASSERT National and reviewed on an ongoing basis.

12.6 Meetings

- 12.6.1 Meetings of the National Council shall be held as where and when required by the President or on the written requisition of not less than four National Council Members.
- 12.6.2 A minimum notice of one week will be given for all meetings of National Council and the date and time will always be scheduled to suit the majority of National Council members.
- 12.6.3 A quorum for meetings of the National Council shall be representation from a minimum of three (3) member State Branches, personally present or present through telecommunications.
- 12.6.4 The President, or in his/her absence the Secretary, or in their absence some person elected by the meeting shall preside at Meetings of the National Council.
- 12.6.5 Voting at meetings of the National Council shall be personally and a simple majority shall prevail provided that in the case of equality in voting the Chairperson of the meeting shall have a second casting vote.
- 12.6.6 A resolution in writing signed (or electronically recorded) by at least one representative of each State Branches for the time being shall be as valid and effectual as if it had been passed at a meeting of the National Council duly called and constituted. Any such resolution shall be tabled at the next meeting of the National Council to be ratified and recorded in the minutes of that Meeting.

13. FINANCE

13.1 Membership Fees

- 13.1.1 Membership fees shall be payable by members and the amount thereof shall be determined by ASSERT National at an Annual General Meeting.
- 13.1.2 Membership fees shall be payable annually at such time as the National Council shall decide.

- 13.1.3 Membership fees may be levied on a differential basis as between different classes of members, which classes are to be determined by ASSERT National at an Annual General Meeting.
- 13.1.4 Membership fees in individual cases may be lowered or waived at the discretion of the National Council.
- 13.1.5 The financial year of the Society shall until otherwise fixed by the National Council be from the 1st day of July in one year to the 30th day of June in the next.
- 13.1.6 Notwithstanding the ability for National Council to alter fees in line with Constitutional power, for the first year of the incorporated Society the fees for State Branch membership will be based on the membership of the State Branch as at 30 June in the previous year, and due on the 1st July. The initial fee will be \$10.00 per member (this applies to all State and Territory membership classifications except Honorary membership).

13.2 Accounts

- 13.2.1 ASSERT National shall ensure that proper financial records of ASSERT National's affairs are kept and that audited annual statements made up from such records are presented to the Annual General Meeting for adoption or otherwise.
- 13.2.2 All financial transactions will be the responsibility of the Treasurer.
- 13.2.3 All debts to accounts of ASSERT National will be by cheque signed by two of the National Council Members providing one is an Executive Member.
- 13.2.4 All credits to ASSERT National will be receipted.

14. AUDIT

Auditing needs shall follow the legal requirements for incorporation with the Department of Fair Trading or ASIC.

15. NOTICES

- 15.1 Not less than fourteen (14) days' written notice of any Annual General Meeting and Special General Meeting shall be forwarded to all members. Such notices shall contain a short summary of the business proposed to be transacted at such meeting and in the event of such business including alterations to the Constitution the text of the proposed resolutions shall be set out in full on the said notice.
- 15.2 The accidental failure to send a notice to any member, up to two members of National Council, shall not invalidate a meeting unless these two members are representatives of the same State.
- 15.3 A notice sent by post or electronic mail shall be deemed to have been received when it should in due course of post have been delivered to the current notified addresses of the National Council member.

16. ALTERATIONS TO THE CONSTITUTION

- 16.1 No alteration shall be made to the Constitution unless a resolution containing the proposed alterations shall have been passed at an Annual General Meeting or a Special General Meeting of the Society by a three-fourths majority of those members present either personally or by proxy and voting at such meeting.
- 16.2 The person proposing such resolution shall submit a copy thereof in writing to the Secretary or other officer of the Society and the National Council shall then appoint a meeting of the Society for some date not more than twenty-eight (28) days after the date of such receipt.

17. INDEMNITY

Members of ASSERT National and the National Council shall be responsible only for the consequences of their own personal wilful default or neglect and not for the default or neglect of any other person and shall be indemnified by ASSERT National against all other liability incurred by them in the course of their duties as members of ASSERT National and the National Council.

18. DISSOLUTION

- 18.1 ASSERT National may at any time be dissolved with the consent of a three-fourths majority of the members present at a Special General Meeting called for the purpose.
- 18.2 If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed to another association incorporated under the Act; which incorporated association or purposes, as the case requires shall be determined by resolution of the members when authorising and directing the National Council under Section 33 (3) of the Act to prepare a distribution plan for the surplus property of the Association.

I hereby certify by signing below, and initialling every page, that this document is a true and correct copy of the Constitution of the Australian Society of Sexuality Educators Researchers and Therapists National.

ASSERT National President:



Date: 3.7.2008

Dr Margaret Redelman