



# Musicological

SOCIETY OF AUSTRALIA

[www.msa.org.au](http://www.msa.org.au)

## CONSTITUTION OF THE MUSICOLOGICAL SOCIETY OF AUSTRALIA INC.

### Article I: Name

The name of the incorporated association shall be The Musicological Society of Australia Incorporated (referred to below as the 'MSA').

### Article II: Purposes

The purpose of the MSA shall be:

- (a) to advance musicology by all possible means;
- (b) to encourage and assist co-operation between institutions interested in musicology;
- (c) to promote and encourage training to the highest possible level of persons involved in work of a musicological nature;
- (d) to publish and assist in the publication of the results of musicological research;
- (e) to organise conferences or congresses on themes appropriate to musicology.
- (f) in collaboration with the performers and owners of Indigenous musics, to promote and support greater understanding and appreciation of Indigenous musics in Australia
- (g) to maintain a public fund known as The Musicological Society of Australia Gift Fund to attract bequests, legacies and gifts from the public and to which such gifts shall be credited.

### Article III: Membership

Membership of the MSA is open to all persons who are interested in the purposes of the Society.

#### By-Laws

- 1a Applications to join the MSA shall be sent to the Secretary.
- 1b All applications are subject to acceptance by the National Committee.
- 2 **Categories of Membership:**
  - A Ordinary Member.
  - B Honorary Member (honorary membership may be awarded on the recommendation of the National Committee for meritorious service to musicology).
  - C Student Member ('Student' is here defined as:
    - (a) a part-time or full-time undergraduate student certified as such by a faculty representative;
    - (b) an Honours, Masters or PhD candidate not engaged in full-time employment.)
  - D Life Member.
  - E Emeritus member (a retired member who has been a continuous member of the Society for at least ten years or such other period of time as decided by the National Committee).
- 3 Members in all categories shall be eligible to hold office on MSA committees with full voting rights.
- 4 Members in all categories except Category D, as well as Institutional Subscribers (defined here as libraries, institutions, organisations, subscription services/agents or corporate bodies subscribed to the publications of the MSA only), shall receive the publications of the MSA under the conditions of their distribution.
- 5 The annual fees for each membership category other than Honorary Member shall be decided at the Annual General Meeting for that year.
- 6 Proposals for changes in membership fees shall be mailed to each member at least four weeks before the General Meeting at which the proposal will be put to a majority vote. Absentee votes will be accepted.

- 7 Membership fees and any Chapter levies are payable to the MSA Treasurer on 1 July each year.
- 8a Unfinancial members shall not be entitled to the privileges of membership, including reduced costs of publication.
- 8b When an unfinancial member does not resign in writing, the unfinancial member ceases to be a member of the MSA after 16 months of continuous unfinancial membership.
- 9 Chapter levies shall be refunded to Chapter Treasurers at least twice in each financial year
- 10 [repealed]
- 11 The fee for Life membership shall include Chapter levies and shall be set at 20 times the fee for Ordinary membership. It shall be invested in a Trust Fund administered by the Treasurer. A maximum of one half of the interest earned each year may, at the discretion of the Treasurer, be transferred each year to the general account of the Society.
- 12 The liability of a member to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of any outstanding fees or subscriptions for membership of the association.

#### **Article IV: National Committee**

The affairs of the MSA shall be managed by a National Committee which shall comprise

- President
- Immediate Past President (ex-officio)
- Secretary
- Treasurer
- Membership Secretary
- and seven other members.

At least one member of the National Committee shall be a student member and, should an Australian or New Zealand member be elected to the Directorate of the International Musicological Society or the Executive Board of the International Council for Traditional Music, such a person shall be an ex-officio member of the National Committee for the duration of the international office.

The office of an officer or member of the Committee becomes vacant if the officer or member ceases to be a member of the MSA, becomes an insolvent under administration, or resigns office by notice in writing given to the Secretary.

In the event of the Journal Editor, the Newsletter Editor, or the Publications Business Manager not being a member of the National Committee, the National Committee shall be empowered to co-opt any or all as observer(s) to the meeting.

#### **By-Laws**

- 1a A maximum of two MSA members from each chapter may be invited to attend National Committee meetings.
- 1b The National Committee shall be entitled to invite advisers of its own choice to attend, but not to vote at, its meetings.
- 2 Members of the elected National Committee shall serve for a term of one year or until the next Annual General Meeting and be eligible for re-election.
- 3 President, Secretary and Treasurer are not eligible for re-election after two terms of office.
- 4 Any casual vacancy on the National Committee may be filled by election at the next meeting of the Committee.

#### **5 Duties and powers of office:**

##### **President**

- To act as Chief Executive Officer of the MSA and to issue a Report at the Annual General Meeting;
- to preside at all meetings of the MSA and should the President be absent, the Immediate Past President, or some other member of the National Committee decided on by members present, shall preside;
- in the event of equal votes 'for' and 'against' motions before the meeting, President or the President's appointed deputy shall have a casting vote.
- the President, Secretary, Treasurer and Membership Secretary jointly shall be empowered to act executively, and such action shall be subject to the earliest possible ratification by the National Committee.

### **Secretary**

- To attend to correspondence, the preparation and dispatch of notices, ballot papers, etc., such notice being by electronic means wherever possible. In this Constitution, the term 'mailed' is taken to include electronic mail.
- to consult with the President in the preparation of an Agenda prior to each meeting, and to distribute the Agenda at least two weeks prior to each meeting;
- to record the Minutes of each meeting;
- to prepare and distribute Minutes, subject to the President's approval, within four weeks of the meeting;
- to assist the President in preparing the Annual Report;
- to keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member. and the register shall be available for inspection by members at the address of the Public Officer;
- to have custody or make provision for the safe storage of any books, documents or securities of the MSA, and to arrange for them to be made available for inspection by members on request.

### **Treasurer**

- To open appropriate bank accounts in the name of the MSA;
- to process cheques and credit card payments for membership renewals and send out receipts.
- to ensure that all cheques and documents relating to the bank accounts shall be signed by two officers nominated by the National Committee;
- to arrange for annual accounts and balance sheets to be audited at least 14 days before the Annual General Meeting and certified by the Annual General Meeting each year and to present and table them, together with a list of financial MSA members, at the Annual General Meeting. The auditor of the accounts shall not be a member or the Public Officer of the MSA.

### **Membership Secretary**

- To maintain the membership register of the MSA;
- to send out the membership renewals not less than 8 weeks before renewals are due;
- to send out reminder notices to those whose membership is overdue;
- to send updated membership lists to the National Secretary, Public Officer, and relevant sections to Chapter Secretaries, at least three times a year;
- to provide copies of the membership list on mailing labels as required by the National Executive;
- to provide lists of new members for approval by the National Committee in time for National Committee meetings;

6a An editorial committee, a programme committee, other workings committees or student groups, may be appointed by the National Committee.

6b Dissolution of committees appointed by the National Committee requires the approval of members at the Annual General Meeting.

6c At least two years before a National Conference, the National Committee shall approve a date and place for the Conference and shall appoint a Conference Convenor.

7a The National Committee shall appoint a Public Officer who shall be a member of the MSA and a resident of the Australian Capital Territory and, if that office at any time becomes vacant, appoint a person resident in the Territory to fill that Vacancy.

7b The office of Public Officer shall become vacant if the person holding that office dies, becomes bankrupt, applies to take the benefit of a law for the relief of bankrupt or insolvent debtors or compounds with the Public Officer's creditors, becomes of unsound mind, resigns office by notice in writing given to the Secretary, or ceases to be resident in the Territory.

7c The duties of the Public Officer shall be:

- To keep a register of members supplied by the Secretary;
- to file with the Corporate Affairs Commission (ACT) a copy of the rules of the MSA, and particulars of, and a copy of any instruments evidencing, the trusts, if any, relating to the MSA;
- within one month after an alteration of the objects or rules of, or any trusts relating to, the MSA, to file with the Corporate Affairs Commission (ACT) notice of the alteration;
- to receive a notice, demand, summons, writ or other document or process served on the MSA, and to give notice or demand on behalf of the MSA at the direction of the National Committee;

- at least once in each period of 12 months and within one month of its preparation, to file with the Corporate Affairs Commission (ACT) a copy of the balance sheet certified to be correct by the person who audited the financial affairs of the MSA.

## **Article V: Elections**

Elections of the National Committee shall be by secret ballot at the Annual General Meeting.

### **By-Laws**

- 1a At least eight weeks before the Annual General Meeting, the Secretary of the National Committee shall circulate the membership requesting nominations for the eleven elected members of the National Committee, each nomination to be signed by proposer and seconder having the nominee's permission.
- 1b Nominations shall be in the hands of the Secretary at least five weeks before the Annual General Meeting.
- 1c If insufficient nominations have been received, the Secretary, in consultation with the President, shall seek the necessary number of candidates, each of those nominations to be duly signed by proposer and seconder having the nominee's permission.
- 1d The Secretary shall then prepare a slate of all available nominations. Nominees for the office-bearer positions of President, Secretary, Membership Secretary and Treasurer shall stand either (i) individually or (ii) as a team. A team shall include one nominee for each of the four office-bearer positions; it shall not include nominees for any other position. A team will have one checkbox on the ballot paper; members running as part of a team shall not receive individual votes as an office-bearer.  
Names of nominees shall appear on the ballot paper grouped as follows: Teams; President; Secretary; Membership Secretary; Treasurer; Other members. Names within each group shall be listed in alphabetical order; the ordering of teams shall be determined by the name of the nominee for President.
- 1e This slate shall be mailed to the members at least three weeks before the date of the election.

### **Voting**

- 2 Eligible members in attendance at the Annual General Meeting shall cast their votes according to the names on the slate.
- 3 In the event of nominations not exceeding the number of Committee members to be elected, nominees shall be deemed to have been elected.
- 4 Any individual member, or the representative of a member institution, who is unable to attend an Annual General Meeting, may send to the Secretary an absentee vote enclosed in a sealed envelope with a statement declaring that the sender has thus voted. Absentee votes received up to the time of the Annual General Meeting shall be counted with the votes cast by attending members.
- 5 In the event of a tie between two or more candidates for the same place on the Committee, there shall be another secret ballot for this place of members present at the Meeting.
- 6 No one person shall hold more than one elected position on the National Committee; if a person is elected to a position on the National Committee, that person shall be deemed ineligible for election to any position appearing lower on the ballot paper.

## **Article VI: Meetings**

The MSA shall undertake such activities as are determined at its General Meetings.

The National Committee shall endeavour to meet at least twice a year. Meetings of the National Committee may be convened by any two Committee members.

Unless otherwise decided at an Annual General Meeting, a National Conference shall be held each calendar year.

### **By-Laws**

- 1 A quorum for a National Committee meeting shall be five members.
- 2a Annual General Meetings shall be held once in each calendar year, within the period of 5 months beginning at the end of the MSA's most recently ended financial year.

- 2b Notice of the Annual General Meeting shall be sent to financial members at least eight weeks prior to the date of the Meeting.
- 2c Whenever possible, the Annual General Meeting of the MSA shall be held concurrently with a National Conference and at the same place.
- 2d Indigenous Custodians will be recognised at the principal place of all National MSA public events in a manner appropriate to MSA and to those custodians.
- 3a At the written request of at least ten members of the MSA whose signatures are on the request, the National Committee must convene a Special General Meeting. The reason for the Meeting shall be clearly delineated in the notice of Meeting to all members.
- 3b At such a Special General Meeting no business will be transacted other than that for which the Meeting has been convened.
- 4 A quorum for a General Meeting shall be twelve members.
- 5 At all MSA meetings every question shall be settled by a simple majority of votes, each member having one vote. See Article IV, By-Law 5, regarding the event of equality of votes.
- 6 Notices of motion shall be in the hands of the Secretary at least five weeks before a General Meeting and shall be mailed to the members at least three weeks before the said General Meeting.
- 7 For motions with notice, any individual member, or the representative of a member institution, who is unable to attend a General Meeting, may send to the Secretary an absentee vote enclosed in a sealed envelope with a statement declaring that the sender has thus voted. Absentee votes received up to the time of the General Meeting shall be counted with the votes cast by attending members.
- 8 Proxy voting is not permitted at General Meetings of the MSA.

#### **Article VII: Chapters**

Five or more members of the MSA may apply to the National Committee to form a regional Chapter of the Musicological Society of Australia. If the National Committee accepts the application, the new Chapter will be delegated responsibility for all activities of the MSA that can best be handled at the regional level including holding and publicising meetings and other activities within that region.

##### **By-Laws**

- 1 Each Chapter will adopt its own constitution provided that it is consistent with the Constitution of the MSA.
- 2 Any funds allocated to regional rather than national activities will be decided at the Annual General Meeting of the MSA.
- 3 A uniform Chapter levy payable by each member shall be decided at the Annual General Meeting of the MSA.
- 4 A regional Chapter may collect additional fees or otherwise raise funds for its regional activities.

#### **Article VIII: Official Year**

The official year of the MSA shall be from 1 July to the 30 June; the financial year shall end on 30 June.

#### **Article IX: Remuneration**

The MSA shall be a non-profit organisation and no portion of the Society's funds shall be paid or transferred to any MSA member, but payment in good faith of reasonable and proper remuneration may be made to any member in return for services rendered to the MSA.

The funds of the MSA shall be derived from annual membership subscriptions, MSA Journal subscriptions, donations and other sources as the Committee determines.

#### **Article X: Publications**

- A The MSA shall publish books, newsletters and other materials from time to time under the responsibility of the Editor whose editorial policy shall be approved by the National Committee.
- B Other publications of the MSA and its Chapters require the prior approval of the National Committee.
- C The MSA's name on publications other than its own shall not be used without the approval of at least four-fifths of elected members in attendance at a National Committee meeting.

### **By-Laws**

- 1a The MSA shall issue a Newsletter and a Journal to all its members.
- 1b The frequency and editorship of the Newsletter and the Journal shall be decided by the National Committee.

### **Article XI: Amendments**

The Articles and By-Laws of the Constitution may be amended by a three-quarters majority of the votes cast at a General Meeting, provided a draft of the amendment is mailed to each member at least four weeks before the Meeting. Absentee votes will be accepted.

### **Article XII: Indemnity**

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

### **Article XIII: Dissolution**

- A The dissolution of the MSA may be pronounced only with the approval of a two-thirds majority of the votes cast at a General Meeting.
- B In the event of the dissolution of the MSA, and/or of any public fund, any assets remaining after satisfaction of all debts and liabilities, including those in any public fund, shall be disposed of by the National Committee to organisations and/or funds pursuing similar aims, which are non-profit organisations or funds, and whose rules prohibit the distribution of income to their members. Any assets remaining in a public fund shall be distributed to like funds or organisations that are eligible to accept tax-deductible donations under Subdivision 30-B, section 30-100, of the *Income Tax Assessment Act 1997*.

### **Article XIV: Public fund**

Any public fund shall be kept separate from all normal operating funds.

All donations and accrued interest shall be credited to any public fund, which funds shall be used solely in furthering the purposes of the Society.

A public fund must not receive money or property other than donations.

Receipts in the name of the public fund shall be issued for all donations.

A public fund shall be administered by a group of persons, the majority of whom are persons of responsibility as defined by the Australian Taxation Office.

### **Article XV: Effective Date**

This Constitution is effective from 16 May 1987.

### **Article XVI: Seal**

The Common Seal of The Musicological Society of Australia Incorporated shall be kept in the custody of the Secretary. The Seal shall not be applied to any instrument except by the authority of the Committee or one member of the Committee and of the Public Officer of the MSA.

*This constitution includes amendments passed at General Meetings on 26 September 1989, 19 September 1990, 6 September 1991, 11 October 1992, 15 March 1993, 10 July 1994, 5 October 1997, 12 September 1999, 21 November 2004, 1 October 2005, 30 July 2008, 8 March 2009.*