

EXPLANATION TO CONSTITUTION CHANGES & RESOLUTIONS FOR ANNUAL GENERAL MEETING 17 MARCH 2024

The Incorporated Societies Act 2022 requires the following changes to the Society's Constitution:

1. The term 'Constitution' replaces the word 'Rules' throughout the document.
2. The word 'Resolution' replaces the word 'Motion' - see Clauses 8(a) (iii) and (v)
3. A member shall be deemed to have resigned if they fail to pay the annual subscription – see Clause 3(b)
4. Those members putting their name forward to be elected to an officer and committee members must also complete the Consent and Certificate of Officer form – See clauses 5 (b) and (c)
5. Officers and committee duties are explicitly set out and align with the directors' duties in the Companies Act 1993 –See Clause 6(c).
6. Dedicated contact person – the Registrar requires the Society to have at least one contact person but no more than three. The president, secretary and treasurer are the contact persons for the Society – See Clause 6(d)
7. The Society needs to arrange a financial review – not an auditor – See Clause 8(a) (ii)
8. The Society needs to have a Dispute and Complaints Procedure. It is proposed we adopt Clauses 1 to 8 of the Act – "Optional dispute resolution procedure – See Clause 14 and Appendix A - as the procedure as set out in Appendix A is considered to be a "safe harbour" by the Act.

The Committee presents the following Resolutions be passed by the members at the AGM:

Clause 5(a) - currently the Committee is made up of a president, vice-president, secretary and treasurer, the latter can also serve as the Secretary. Plus, no more than eleven (11) committee members, potentially making in total a committee of fifteen.

Proposed change: That there be no more than eight (8) committee members

Proposed by: Beverley Pearce

Seconded by: Ann Paynter

Clause 8(d)(iii) - currently the requirement for a quorum at all general meetings is twenty (20) financial members.

Proposed Change: At all general meetings fifteen (15) financial members shall constitute a quorum.

Proposed by: Beverley Pearce

Seconded by: Ann Paynter

NOTE: If accepted by the 2024 AGM, these two Resolutions/Amendments come into effect from the date of registration by the Registrar on Incorporated Societies, that is for the AGM in 2025. Section 34 Incorporated Societies Act 2022