

Special Resolution 3: Amendments relating to Branches

That Section 7 of the AUSIT Constitution relating to branches be amended as shown in the table that forms part of Special Resolution 3.

For your information: main changes proposed

- Clarifying the provisions for creating sub-branches.
- Clarifying that branches cannot have their own by-laws.
- Removing references to audit reports of branch accounts.
- Deleting references to professional sections.
- Updating the composition of branch and sub-branch committees.

Section / Clause	Proposed amendments	Original text with amendments	Explanation	Text after amendment
7 [heading]	<ul style="list-style-type: none"> <u>Delete</u> the words 'and Professional Sections' 	BRANCHES AND PROFESSIONAL SECTIONS	<ul style="list-style-type: none"> [See explanation in Special Resolution 1.] 	BRANCHES
7.1.1 [Branches]	<ul style="list-style-type: none"> <u>Delete</u> the heading 'Branches' and in its place <u>insert</u> the heading 'Membership'. After the first paragraph, <u>insert</u> a new sub-clause as shown in the next column: In the existing second paragraph, <u>delete</u> the word 'such' and the words 'In marginal areas of any State or Territory adjacent to another State or Territory, sub-branches may be formed across such State borders' and in the place of the latter <u>insert</u> the words: 'within its own State or Territory, provided that each such sub-branch shall have at least eight financial members.' 	<p>Branches Membership</p> <p>(a)Where the National Council determines that a State or Territory does not have sufficient members to constitute a viable branch, the Council may direct that that State or Territory be combined with the Branch in an adjacent State or Territory and constitute a sub-branch of that Branch.</p> <p>(b)Each such Branch shall have power to form sub-branches of the Branch on a geographical basis <u>within its own State or Territory, provided that each such sub-branch shall have at least eight financial members.</u> In marginal areas of any State or Territory adjacent to another State or Territory, sub-branches may be formed across such State borders.</p>	<ul style="list-style-type: none"> Heading does not properly describe the text content. Locates the authority to form sub-branches across State or Territory borders with the National Council. Limits the power for branches to form sub-branches to their own specified area, and establishes the same requirement to have at least eight members. 	<p>Membership</p> <p>(a)Where the National Council determines that a State or Territory does not have sufficient members to constitute a viable branch, the Council may direct that that State or Territory be combined with the Branch in an adjacent State or Territory and constitute a sub-branch of that Branch.</p> <p>(b)Each Branch shall have power to form sub-branches of the Branch on a geographical basis within its own State or Territory, provided that each such sub-branch shall have at least eight financial members.</p>

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	<ul style="list-style-type: none"> In the existing third paragraph, delete the word 'mother' and in its place <u>insert</u> the word 'parent'; and delete the words 'but sub-branches formed across a State or Territory boundary shall be responsible to that Branch elected by the members of the sub-branch at its Annual General Meeting'. In the existing fourth paragraph, make the following amendments: <ul style="list-style-type: none"> + <u>Delete</u> the first 7 words. + <u>Delete</u> the word 'marginal' and before the word 'adjacent' <u>insert</u> the word 'immediately'. + <u>Delete</u> the word 'desires' and in its place <u>insert</u> the word 'chooses'. + <u>Delete</u> the final 29 words. 	<p>(c) Each sub-branch shall be responsible to its mother <u>parent</u> Branch but sub-branches formed across a State or Territory boundary shall be responsible to that Branch elected by the members of the sub-branch at its Annual General Meeting.</p> <p>(d) Subject to the approval of the Council, a member resident in the marginal <u>immediately</u> adjacent to another State or Territory shall have the right to membership in whichever of the Branches he or she desires <u>chooses</u>, except that a member of a sub-branch formed across State or Territory boundary shall be deemed to be a member of the Branch to which that sub-branch is responsible.</p>	<ul style="list-style-type: none"> Standardises terminology; remainder of sentence deleted is no longer applicable if National Council will determine all cross-border arrangements. Removes a provision no longer applicable, but still allows members living close to a border to join the branch in an adjacent State if more convenient. 	<p>(c) Each sub-branch shall be responsible to its parent Branch.</p> <p>(d) A member resident in the area of any State or Territory immediately adjacent to another State or Territory shall have the right to membership in whichever of the Branches he or she chooses.</p>
7.1.2 [Branch AGMs]	<ul style="list-style-type: none"> After the word 'Branch' <u>insert</u> the words 'and Sub-branch'. 	Each Branch <u>and Sub-branch</u> shall hold its Annual General Meeting ...	<ul style="list-style-type: none"> Places the same requirement on sub-branches as on branches. 	Each Branch and Sub-branch shall hold its Annual General Meeting ...
7.1.3 [Professional Sections]	<ul style="list-style-type: none"> <u>Delete</u> in toto. 	Any group of at least five financial Members who may desire to associate themselves for the purpose of promoting a particular professional interest, not being interest in one or more particular language(s), may with the approval of the National Council form themselves into a Professional	<ul style="list-style-type: none"> No longer required, as members with similar professional interests can now interact nation-wide through electronic forums. 	—

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		<p>Section to be responsible directly to the Council.</p> <p>Admission to membership of Professional Sections shall be at the discretion of the members of each such Section having regard to the professional objectives of the Section, but subject to approval by the Council.</p> <p>All members of Sections must be Members.</p>		
7.2 [heading]	<ul style="list-style-type: none"> <u>Delete</u> 'Constitution' and in its place <u>insert</u> 'Governance' 	CONSTITUTION GOVERNANCE	<ul style="list-style-type: none"> The original heading is misleading. 	GOVERNANCE
7.2 [text]	<ul style="list-style-type: none"> In the first paragraph, <u>delete</u> the words 'or Professional Section' and in their place <u>insert</u> 'or Sub-branch'; after 'Constitution' <u>insert</u> 'and by-laws'; <u>delete</u> the words 'frame its by-laws for the conduct of' and in their place <u>insert</u> the word 'conduct'; <u>delete</u> the words 'Professional Section' and in their place <u>insert</u> the words 'Branch or Sub-branch'; and <u>delete</u> the word 'confirmed' and in its place insert the word 'ratified'. <u>Combine</u> the second and third paragraphs into a single sub-clause, with the following amendments: <ul style="list-style-type: none"> + <u>Delete</u> 'or Professional Section' and in its place <u>insert</u> 'or Sub-branch'. 	<p>(a) Each Branch or Professional Section or Sub-branch of the Institute shall be governed by the Constitution and by-laws of the Institute but retain the right to frame its by-laws for the conduct of conduct its own affairs within that framework. No resolution of any Professional Section Branch or Sub-branch shall be binding upon the Institute until it is confirmed ratified by the National Council.</p> <p>(b) Each Branch or Professional Section shall be managed by a committee known as the Branch or Section Committee and, when National Council deems that there are sufficient members in a Sub-branch, that Sub-branch shall be managed</p>	<ul style="list-style-type: none"> Removes references to professional sections, and also removes the authority for branches or sub-branches to write their own by-laws, rather than having standard by-laws across the whole organisation. Continues to remove references to professional sections; and provides that having a sub-branch committee is dependent on numbers. 	<p>(a) Each Branch or Sub-branch of the Institute shall be governed by the Constitution and by-laws of the Institute but retain the right to conduct its own affairs within that framework. No resolution of any Branch or Sub-branch shall be binding upon the Institute until it is ratified by the National Council.</p> <p>(b) Each Branch shall be managed by a committee known as the Branch Committee and, when National Council deems that there are sufficient members in a Sub-branch, that Sub-branch shall be managed by a Sub-branch Committee. Mem-</p>

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	<ul style="list-style-type: none"> + After 'Branch' (first occurring) <u>delete</u> 'or Section'. + After 'Committee' (next occurring) <u>insert</u> the words '<u>and, when National Council deems that there are sufficient members in a Sub-branch, that Sub-branch shall be managed by a Sub-branch Committee</u>'. + In the second sentence, <u>delete</u> the word 'Section' (twice occurring) and in its place <u>insert</u> the word 'Sub-branch'. • In the (original) fourth paragraph, make the following amendments: <ul style="list-style-type: none"> + <u>Delete</u> the words 'and a Treasurer', and in their place <u>insert</u> the words 'a Professional Development Coordinator, a Membership Liaison Officer'. + After 'of the Branch' <u>insert</u> the words 'if any'. + After 'Committee members' <u>insert</u> the words 'including a treasurer if deemed appropriate'. + At the end <u>insert</u> the words 'No member of a Branch Committee shall hold more than two of the abovementioned positions at any one time'. 	<p><u>by a Sub-branch Committee</u>. Membership of that Committee such Committees shall be honorary. Each Branch or Section Sub-branch Committee shall be elected at an Annual General Meeting by and from the constituents of that Branch or Section Sub-branch.</p> <p>(c) A Branch Committee shall consist of a Chairperson, a Secretary and a Treasurer, a Professional Development Coordinator, a Membership Liaison Officer, one representative of each sub-branch of the Branch <u>if any</u>, and such other Committee members, <u>including a treasurer if deemed appropriate</u>, as the members of the Branch shall from time to time determine at an Annual General Meeting. <u>No member of a Branch Committee shall hold more than two of the abovementioned positions at any one time.</u></p>	<ul style="list-style-type: none"> • Adjusts the required composition of these committees to reflect present realities; makes the position of treasurer optional (as branches no longer have separate accounts); and limits the holding of multiple positions. 	<p>bership of such Committees shall be honorary. Each Branch or Sub-branch Committee shall be elected at an Annual General Meeting by and from the constituents of that Branch or Sub-branch.</p> <p>(c) A Branch Committee shall consist of a Chairperson, a Secretary, a Professional Development Coordinator, a Membership Liaison Officer, one representative of each sub-branch of the Branch if any, and such other Committee members, including a treasurer if deemed appropriate, as the members of the Branch shall from time to time determine at an Annual General Meeting. No member of a Branch Committee shall hold more than two of the abovementioned positions at any one time.</p>

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	<ul style="list-style-type: none"> In the (original) fifth paragraph <u>insert</u> at the beginning the words 'A Sub-branch Committee, when formally constituted, shall consist of a Chairperson, a Secretary, a Professional Development Coordinator, and such other Committee members, including a Membership Liaison Officer if deemed appropriate, as the members of the Sub-branch shall from time to time determine at an Annual General Meeting'; and delete the word 'each' and in its place insert the word 'a'. In the (original) sixth paragraph <u>delete</u> 'Section' (twice occurring) and in its place <u>insert</u> 'Sub-branch'. After sub-clause (e) insert a new sub-clause (f) as shown in the far column. 	<p>(d)A Sub-branch Committee, when formally constituted, shall consist of a Chairperson, a Secretary, a Professional Development Coordinator, and such other Committee members, including a Membership Liaison Officer if deemed appropriate, as the members of the Sub-branch shall from time to time determine at an Annual General Meeting. The representative from each a Sub-branch on the Branch Committee shall be the Chairperson of that Sub-branch.</p> <p>(e)The Committee of each Branch and Section Sub-branch shall administer the affairs of that Branch or Section Sub-branch in conformity with the Constitution of the Institute and shall exercise such powers as the National Council may approve.</p> <p>—</p>	<ul style="list-style-type: none"> Specifies the composition of a sub-branch committee (not specified up till now). Removes references to sections, inserts sub-branches. Applies to branch and sub-branch committee members the same provisions relating to unauthorised absence as apply to National Council. 	<p>(d)A Sub-branch Committee, when formally constituted, shall consist of a Chairperson, a Secretary, a Professional Development Coordinator, and such other Committee members, including a Membership Liaison Officer if deemed appropriate, as the members of the Sub-branch shall from time to time determine at an Annual General Meeting. The representative from a Sub-branch on the Branch Committee shall be the Chairperson of that Sub-branch.</p> <p>(e)The Committee of each Branch and Sub-branch shall administer the affairs of that Branch or Sub-branch in conformity with the Constitution of the Institute and shall exercise such powers as the National Council may approve.</p> <p>(f) If a member of a Branch or Sub-branch Committee is absent without the consent of the Committee from all meetings of the Committee or does not attend to Committee business conducted electronically during a continuous period of 3 months and fails to provide a valid proxy, that member shall forthwith be removed from</p>

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	<ul style="list-style-type: none"> In the (original) seventh paragraph, delete 'Section' and in its place <u>insert</u> 'Sub-branch'; and delete 'expressed' and in its place <u>insert</u> 'express'. In the final paragraph delete the words 'a report of its accounts for auditing to the National Treasurer and'; after the word 'activities' <u>insert</u> the words 'including those of any Sub-branch'; and after 'Council' <u>insert</u> the words 'no later than 1 month before the Institute's Annual General Meeting'. 	<p>(g) No member of the Institute or of any Branch, Section Sub-branch or committee thereof shall publish or communicate to any person or persons who are not members of the Institute any matter which may purport to represent the policy or views of the Institute as a whole without the expressed express sanction of the National Council.</p> <p>(h) Each Branch shall forward a report of its accounts for auditing to the National Treasurer and a report of its activities, <u>including those of any Sub-branch</u>, to the National Council <u>no later than 1 month before the Institute's Annual General Meeting</u>.</p>	<ul style="list-style-type: none"> Removes reference to section and corrects word usage. As branches no longer have separate accounts, auditing is not necessary; and the due date is now specified in terms of the national AGM (aligning with current practice). 	<p>office by a resolution of the Committee to that effect.</p> <p>(g) No member of the Institute or of any Branch, Sub-branch or committee thereof shall publish or communicate to any person or persons who are not members of the Institute any matter which may purport to represent the policy or views of the Institute as a whole without the express sanction of the National Council.</p> <p>(h) Each Branch shall forward a report of its activities, including those of any Sub-branch, to the National Council no later than 1 month before the Institute's Annual General Meeting.</p>