

Special Resolution 6: Amendments relating to General Meetings

That Section 10 of the AUSIT Constitution relating to General Meetings be amended as shown in the table that forms part of Special Resolution 6.

For your information: main changes proposed

- Updating the number of members required to bring a matter before a General Meeting.
- Updating the numbers required for a quorum.

Section / Clause	Proposed amendments	Original text with amendments	Explanation	Text after amendment
10.1 [Notice]	<ul style="list-style-type: none"> In the first paragraph <u>delete</u> the words 'by prepaid post or'; and after the word 'email' <u>insert</u> the words 'or equivalent electronic communication'. In the third paragraph <u>delete</u> the words 'A financial member desiring to bring any business before a General Meeting may give notice in writing or by email of that business to the National Secretary, who shall include that business in the next notice to convene a General Meeting' and in their place <u>insert</u> the words 'If the National Secretary has received a request in writing, submitted no later than 21 days before the date of a General Meeting, and signed by at least 30 financial Members, desiring to bring any business before such meeting, the National Secretary shall forthwith inform all members of the inclusion of that business in the General Meeting'. 	<p>(a)The National Secretary shall at least 28 days before the date fixed for the holding of a General Meeting cause to be sent by prepaid post or by email <u>or equivalent electronic communication</u> to each member ...</p> <p>(c) A financial member desiring to bring any business before a General Meeting may give notice in writing or by email of that business to the National Secretary, who shall include that business in the next notice to convene a General Meeting. If the <u>National Secretary has received a request in writing, submitted no later than 21 days before the date of a General Meeting, and signed by at least 30 financial Members, desiring to bring any business before such meeting, the National Secretary shall forthwith inform all members of the inclusion of that business in the General Meeting. If the next notice to convene a General Meeting has been prepared but not yet sent, the member shall supply a</u></p>	<ul style="list-style-type: none"> Aligns with the current realities of communication with members; see also explanation in 3.1. In the existing clause a single member can force the inclusion of an item of business in the agenda for a General Meeting; the proposed amendment requires a minimum of 30 members, which is more appropriate in an organisation of over 1,000 members. 	<p>(a)The National Secretary shall at least 28 days before the date fixed for the holding of a General Meeting cause to be sent by email or equivalent electronic communication to each member ...</p> <p>(c)If the National Secretary has received a request in writing, submitted no later than 21 days before the date of a General Meeting, and signed by at least 30 financial Members, desiring to bring any business before such meeting, the National Secretary shall forthwith inform all members of the inclusion of that business in the General Meeting.</p>

Section / Clause	Proposed amendments	Original text with amendments	Explanation	Text after amendment
	<ul style="list-style-type: none"> <u>Delete</u> the final sentence of the same paragraph. 	sufficient number of copies of the notice of motion to be included or else wait until the next notice of a General Meeting.	<ul style="list-style-type: none"> Not needed when a notice of motion can be sent by email. 	
10.2.2 [Business (of AGMs)]	<ul style="list-style-type: none"> In the fourth paragraph, <u>delete</u> the words 'the Executive Officer's annual reports' and in their place <u>insert</u> the words 'annual reports from the Executive Officer and/or from any honorarium positions that the National Council may have established'. 	(d)to receive the Executive Officer's annual report annual reports from the Executive Officer and/or from any honorarium positions that the National Council may have established;	<ul style="list-style-type: none"> Provides greater flexibility in what annual reports should be received. 	(d)to receive annual reports from the Executive Officer and/or from any honorarium positions that the National Council may have established;
10.3.1 [Date and Venue of EGM]	<ul style="list-style-type: none"> In the first paragraph <u>delete</u> the number '25' and in its place <u>insert</u> the number '50'. 	(a)... shall in addition be convened without delay by the Council on a request in writing signed by at least 25 50 financial Members	<ul style="list-style-type: none"> Larger minimum is more appropriate in an organisation with larger membership, and is also the same as the quorum for a General Meeting. 	(a)... shall in addition be convened without delay by the Council on a request in writing signed by at least 50 financial Members
10.4 [Procedure]	<ul style="list-style-type: none"> <u>Delete</u> the word 'Procedure' from the headings of clauses 10.4.1 to 10.4.5. 	—	<ul style="list-style-type: none"> Unnecessary when the whole section is about procedures. 	—
10.4.1 [Quorum]	<ul style="list-style-type: none"> In the first paragraph <u>delete</u> the word 'Council'. In the second paragraph <u>delete</u> the word 'Fifteen' and in its place <u>insert</u> the number '50'. 	<p>(a)No item of business shall be transacted at a General Meeting unless a quorum of Council members entitled to vote is present during the time the meeting is considering that item.</p> <p>(b)Fifteen 50 financial Members present in person and representing at least three different Branches constitute a quorum for the transaction of the business of a General Meeting.</p>	<ul style="list-style-type: none"> There is no apparent reason to specify that a minimum number of National Council members must be present at a General Meeting. The proposed minimum is more appropriate for an organisation with over 1,000 members. 	<p>(a)No item of business shall be transacted at a General Meeting unless a quorum of members entitled to vote is present during the time the meeting is considering that item.</p> <p>(b)50 financial Members present in person and representing at least three different Branches constitute a quorum for the transaction of the business of a General Meeting.</p>

Section / Clause	Proposed amendments	Original text with amendments	Explanation	Text after amendment
10.4.2 [Presiding Member]	<ul style="list-style-type: none"> In the second sentence, before 'Vice-president' <u>insert</u> the word 'a'. 	In the absence of the President, <u>a</u> Vice-president or Immediate Past President (in that order of preference) shall preside.	<ul style="list-style-type: none"> There is more than one Vice-president. 	In the absence of the President, <u>a</u> Vice-president or Immediate Past President (in that order of preference) shall preside.
10.4.5 [Special Resolutions]	<ul style="list-style-type: none"> In the first paragraph, after 'business' <u>insert</u> the words 'relating to'. In the same paragraph, at the end of the third sub-paragraph, <u>insert</u> the words 'with the exception of expenditure relating to a company providing association management or secretariat services as set out in Clause 8.2' In the second paragraph, third sub-paragraph, before 'case' <u>delete</u> the words 'Institute. In that' and in their place <u>insert</u> the words 'Institute, in which'; and before the word 'Resolution' (last occurring) <u>delete</u> the words 'Meeting. The Special' and <u>insert</u> the words 'Meeting, and the Special'. 	<p>(a) No member of the National Council nor any member of the Institute shall transact any business <u>relating to</u>, or allow any implementation of, any of the matters ...</p> <p>(iii) any financial commitment or liability exceeding one quarter of the gross income of the Institute in the preceding year, <u>with the exception of expenditure relating to a company providing association management or secretariat services as set out in Clause 8.2.</u></p> <p>(iii) ... affects the aims and objects of the Institute. In that <u>Institute, in which</u> case ... the said General Meeting. <u>The Special Meeting, and the Special</u> Resolution ...</p>	<ul style="list-style-type: none"> Required for grammatical completeness. [See explanation in 8.2.] Avoids sentence breaks in the middle of a sub-paragraph ending in a semi-colon. 	<p>(a) No member of the National Council nor any member of the Institute shall transact any business relating to, or allow any implementation of, any of the matters</p> <p>(iii) any financial commitment or liability exceeding one quarter of the gross income of the Institute in the preceding year, with the exception of expenditure relating to a company providing association management or secretariat services as set out in Clause 8.2.</p> <p>(iii) ... affects the aims and objects of the Institute, in which case ... the said General Meeting, and the Special Resolution ...</p>
10.4.7 [Electronic Ballot]	<ul style="list-style-type: none"> In sub-paragraph (b)(i), after the word 'email' <u>insert</u> the words 'or equivalent electronic communication' 	(i) The National Secretary shall deliver by email <u>or equivalent electronic communication</u> to each Member ...	<ul style="list-style-type: none"> [See explanation in 3.1] 	(i) The National Secretary shall deliver by email or equivalent electronic communication to each Member ...

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