

Special Resolution 4: Amendments relating to Management of AUSIT

That Section 8 of the AUSIT Constitution relating to the management of AUSIT be amended as shown in the table that forms part of Special Resolution 4.

For your information: main changes proposed

- Re-sequencing and consolidating some clauses.
- Adding a specific reference to consultation with members.
- Updating the provisions relating to bank accounts.#
- #

Section / Clause	Proposed amendments	Original text with amendments	Explanation	Text after amendment
8.1 [National Council]	<ul style="list-style-type: none"> • <u>Renumber</u> the existing clause as sub-clause (a). • <u>Delete</u> the words 'these Rules' (twice occurring) and in their place <u>insert</u> the words 'this Constitution'. • <u>Insert</u> a new sub-clause (b) as shown in the next column. 	<p>(a)The affairs of the Institute shall be managed by the National Council, which may exercise all such powers of the Institute as are not, by statute or by these Rules this Constitution, required to be exercised by the members in General Meetings, subject nevertheless to these Rules this Constitution and such other rules as may be prescribed by the members in General Meetings.</p> <p>(b)Subject to sub-clause (a) above, the National Council shall have the power to perform all such acts and do all such things as are deemed by the Council to be necessary or desirable for the proper management of the affairs of the Institute. In exercising this power, the Council may consult with members either through the Branch Committees or directly through surveys or similar means.</p>	<ul style="list-style-type: none"> • Corrects a mis-labelling of the document. • Transfers the content of the existing clause 8.3 to this clause, and adds specific reference to consultation with members. 	<p>(a)The affairs of the Institute shall be managed by the National Council, which may exercise all such powers of the Institute as are not, by statute or by this Constitution, required to be exercised by the members in General Meetings, subject nevertheless to this Constitution and such other rules as may be prescribed by the members in General Meetings.</p> <p>(b)Subject to sub-clause (a) above, the National Council shall have the power to perform all such acts and do all such things as are deemed by the Council to be necessary or desirable for the proper management of the affairs of the Institute. In exercising this power, the Council may consult with members either through the Branch Committees or directly through surveys or similar means.</p>

Section / Clause	Proposed amendments	Original text with amendments	Explanation	Text after amendment
8.2 [Heading]	<ul style="list-style-type: none"> • <u>Delete</u> 'Executive Officer' and in its place <u>insert</u> 'Management of Day-to-Day Affairs' 	EXECUTIVE OFFICER <u>MANAGEMENT OF DAY-TO-DAY AFFAIRS</u>	<ul style="list-style-type: none"> • This clause is no longer limited to an Executive Officer. 	MANAGEMENT OF DAY-TO-DAY AFFAIRS
8.2 [Management ...]	<ul style="list-style-type: none"> • Before the word 'business' (twice occurring) <u>insert</u> the word 'person'. • Before the word 'directed' <u>insert</u> the words 'may be'. • <u>Delete</u> the words 'When making such appointment or engagement regard must be had for the provisions of 10.4.5 (3) of the Constitution'. 	<p>(b)The day-to-day affairs of the Institute may be managed by an Executive Officer, where appointed, or such other <u>person</u>, business or organisation as may be contracted to deliver a service and undertake such duties as <u>may be</u> directed by the National Council and in accordance with a duty statement which shall be reviewed by the National Council from time to time. The remuneration offered to the Executive Officer and/or paid to the <u>person</u>, business or organisation so engaged shall be determined by the National Council and reviewed each year. When making such appointment or engagement regard must be had for the provisions of 10.4.5 (3) of the Constitution.</p>	<ul style="list-style-type: none"> • Allows greater flexibility in determining who can be appointed to contribute to the management of AUSIT. • The effect of the deleted words was that decisions on engaging a company to provide secretariat services, which almost invariably costs more than one-quarter of AUSIT's gross income, would have to be referred to a General Meeting under Clause 10.4.5. 	<p>(b)The day-to-day affairs of the Institute may be managed by an Executive Officer, where appointed, or such other person, business or organisation as may be contracted to deliver a service and undertake such duties as may be directed by the National Council and in accordance with a duty statement which shall be reviewed by the National Council from time to time. The remuneration offered to the Executive Officer and/or paid to the person, business or organisation so engaged shall be determined by the National Council and reviewed each year.</p>
8.3 [General Meetings]	<ul style="list-style-type: none"> • <u>Delete</u> in toto and renumber all remaining clauses in this section. 	The Council may exercise all such functions as may be exercised by the Institute other than those functions that are required by this Constitution to be exercised by a General Meeting of members of the Institute and has the power to perform all such acts and do all such things as appear to the Council to be necessary or desirable for	<ul style="list-style-type: none"> • Now incorporated into clause 8.1. 	—

Section / Clause	Proposed amendments	Original text with amendments	Explanation	Text after amendment
		the proper management of the affairs of the Institute.		
8.5 (new) [National Council powers]	<ul style="list-style-type: none"> In sub-clause (h) delete the words 'bank, building society or credit union' and in their place <u>insert</u> 'authorised deposit-taking institution'; and delete the words 'the signanture and endorsement of cheques thereon' and in their place <u>insert</u> the words 'payments therefrom'. 	(h) to open and operate any account with any bank, building society or credit union <u>authorised deposit-taking institution</u> and to authorise the signature and endorsement of cheques thereon <u>payments therefrom</u> .	<ul style="list-style-type: none"> Aligns with current financial terminology, and with the realities of current management of payments. 	(h) to open and operate any account with any authorised deposit-taking institution and to authorise payments therefrom.
8.6 (new) [Executive Committee]	<ul style="list-style-type: none"> In the final sentence, delete the words 'must be ratified' and in their place <u>insert</u> the words 'are subject to ratification by the National Council'. 	The Executive Committee may make decisions without the approval of the whole National Council ... Such decisions must be presented to the National Council as soon as possible and must be ratified <u>are subject to ratification</u> by the National Council.	<ul style="list-style-type: none"> The original wording could have had the effect of obliging National Council to ratify Executive Committee decisions even if it disagreed with them. The new wording clarifies that National Council has the final say. 	The Executive Committee may make decisions without the approval of the whole National Council ... Such decisions must be presented to the National Council as soon as possible and are subject to ratification by the National Council.