

Proposed Constitutional Changes Explained

In revising the Constitution to effect the governance reform being proposed by the Management committee, there are some significant and substantive changes that are explained in the table below.

There are also a number of minor wording and reference changes. These have not been detailed in this table as we believe that to do so would detract from the main issues.

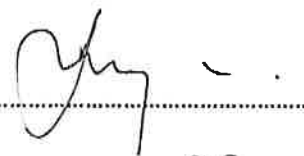
We have also not replicated the old and proposed Constitution clause by clause, as again, we do not believe this would be helpful. Instead we have included a summary of each section of the Constitution, what it currently provides from what we are seeking to reform and why. If you want more details, both the current and proposed constitutions are available on the website for you to compare. If you have any further queries or want more details please contact Sara Braines- Mead General Manager on project@idainc.org.au or phone 08 8948 5400.

A Special General Meeting will be held on 28 November 2019 to ask members if they are in favour of the alterations to the Constitution.

CURRENT CONSTITUTION	PROPOSED CONSTITUTION	RATIONALE
Name of organisation Integrated disAbility Action Inc	The Committee is proposing a name change to disAbility NT Inc.	The Committee feel that Integrated disAbility Action Inc is difficult to remember and does not reflect the continued growth of the association. disAbility NT is short, succinct and easy to remember
Part 1 - Clause 3 Minimum Number of Members	Increase from 14 to 20 members.	This increase better reflects a modern constitution
Part 3 - Clause 9 (d) Categories of membership	Additional words to clarify meetings being referenced from General Meeting to Special General and Annual General Meeting throughout the document.	Enable continuity through the document for ease of reference
Part 3 - Clause 9 (e) Categories of membership	Addition of life member criteria.	Enable clarification on eligibility of an Honorary Life member
Part 3 - Clause 13. Annual membership fees	Annual Membership fees will be set at the Annual General Meeting.	Provide streamlined financial procedures
Part 3 - Clause 14.3 Rights of Members	Additional clause clarifying the rights of a life member.	This increase better reflects a modern constitution
Part 4 – Management Committee Clause 23.3 Roles and powers	Clarification in regard to the appointment and the role of the General Manager to appoint and remove staff.	This is an operational matter and falls under the General Manager’s duties
Part 4 – Management Committee Clause 24 composition of the Committee	Reduce the number of additional Management Committee members from four to three	To ensure the numbers are unequal for voting purposes.

Part 4 – Management Committee Clause 28.3 Term and Retirement of Committee Members	New clause regarding the ability to Chair at Special General and Annual General meetings. Deletion of redundant clauses.	Enables the ability to serve two years improving corporate knowledge and continuous decision making.
Part 4 – Management Committee Clause 28.5 Term and Retirement of Committee Members	Enshrining the election of office bearers and their time of election in the AGM minutes.	Reflect the current reality.
Part 4 – Management Committee Clause 33 Filling casual vacancy on Committee	Clarification of term that the person who fills the causal vacancy is required to service.	Enshrined is only there for the term of time for the person they replaced.
Part 4 – Management Committee Clause 36 Secretary	The role of the Secretary has changed due to minutes and correspondence being deal with by staff.	The Constitution needs to reflect this change. The same applies to the books and documents of the Association. These are held in the office.
Part 4 – Management Committee Clause 37 (a) (b) Treasurer	The role of the Treasurer has changed with much of the day to day work undertaken within the office.	The Constitution should reflect this change.
Part 4 – Management Committee Clause 37(c)	Reflects the change and acknowledged at least one signatory should be a Committee member.	Reflect the current reality.
Part 4 – Management Committee Clause 37.3	Adjustment to acknowledge the General Manager’s role in completing the Annual statements.	Reflect the current reality.
Part 4 – Management Committee Clause 37.5	Adjustments to acknowledge that the General Manager has a role in keeping the books and financial records.	Reflect the current reality.
Part 5 – Meetings of Management Committee Clause 39 Frequency and calling of meetings	The alteration reflects the requirement for the Management Committee to meet at least 6 times per year instead of 4 times per year.	Reflect the current reality.
Part 5 – Meetings of Management Committee Clause 42 Procedure of Business	Clause deleted.	Arrangement of meetings have changed and good governance requires agendas to be set pre meeting not at the meeting.
Part 6– General Meetings Clause 44 Special General Meetings	Clarification of quorum from half the number of members to five required to call a Special General Meeting.	This better reflects a modern constitution
Part 6 – General Meetings Clause 46 Special Resolutions	Special resolutions are moved at Special General Meetings, not at AGM or committee meetings.	This better reflects a modern constitution
Part 6 – General Meetings	Providing the option of email	Reflect the current reality.

Committee Clause 47 (b) and (c) Notice of Meetings	and electronic means and the ability to advertise the meetings.	
Part 6 – General Meetings Clause 48	Enabling members to be present and counted as present by an electronic means that is suitable for that person	It is not always possible for members to attend in person
Part 6 – General Meetings Clause 51 Proxies	Clarification on the number of proxies carried by any one person.	Ensure that voting is fair
Part 7 – Financial Management Clause 53 Funds and accounts Clause 53.3	Addition of electronic transfers and the ability for nominated members to sign being allowed to transfer funds. Clarified elsewhere that it can be two committee members or committee member and the Manager.	Reflect the current reality.
Part 7 – Financial Management Clause 53.5	Enabling the General Manager to have a float.	Reflect the current reality.
Part 7 Financial Management Committee Clause 55 Revocation of deductible gift recipient status	New clause	Required to accept donations and bequests by ANCA.
Part 8 – Grievance and Disputes Committee Clause 59 By Laws	Additional clause to enable the Committee to make by-laws and for the members to make or rescind the by laws, and clarifying the making, amendments and rescinding of the by-laws.	This better reflects a modern constitution

Signed : 

Title: Public Officer

Dated: 24/10/2019

On behalf of Integrated disAbility Action Inc

