

ATEM COUNCIL FLYING MINUTE No 4/2003

TO: ATEM COUNCIL MEMBERS
FROM: ATEM SECRETARY
CONTACT PERSON: Giles Pickford atem1@bigpond.com
DATE: 22 November 2003
SUBJECT: Amendments to the Constitution – Resolution 03/41

BACKGROUND

At the Council meeting on 28th September 2003, Council:

RESOLVED 03/23

- (a) that Branches be given flexibility on the issue of having either one or two Vice-Presidents.
- (b) that the President, two Vice-Presidents, Secretary and Treasurer be elected by the membership as at present.
- (c) that the President should take on the external relations role and the two Vice-Presidents should oversee two specific roles determined by the President in discussion with the Executive Committee.
- (d) that the two Councillors at Large should be changed to Council appointments and that Council should appoint Council members to these positions who have the skills to undertake roles as required.
- (e) that the Association Secretary prepare a report on the impact of these proposed changes with respect to the ATEM Constitution and Guidelines.

Since that time, I also contacted Council members proposing to recommend to members that the role of the Branch Immediate Past president be limited to the year after they finish as Branch President. This proposal was endorsed by Council members, so is included in this paper.

Therefore changes are required to the Constitution (and in the case of issues relating to the Branch Executive, parallel changes to the NZ Constitution) so that:

- (a) *Branches be given flexibility on the issue of having either one or two Vice-Presidents;*
- (b) *the Immediate Past President of a Branch be a member of the Branch Executive for only the year immediately following his or her term as President;*

and

- (c) *the two Councillors at Large should be changed from being elected by all members to being Council appointments and that Council should now be able to coopt members to these positions who have the skills to undertake roles as required.*

CHANGES TO THE CONSTITUTION AND GUIDELINES

i) **Appointment (rather than election) of Councillors at Large**

Section 5 of the ATEM Constitution specifies the membership of Council and the Executive.

The proposed changes to the Constitution to allow for the Councillors to be appointed rather than elected are indicated below, with italics being proposed additions, and strikeout being used where words require removal:

(5) STRUCTURE OF THE ASSOCIATION

(5.1) Council

- (a) The Council is the body which is described and referred to in the Act as “the Committee”
- (b) The Council shall comprise –
 - The President
 - Two Vice Presidents
 - Association Secretary
 - Association Treasurer
 - All Branch Presidents (who each may nominate a person to attend a Council meeting in their stead)
 - ~~Two Councillors at Large~~

all of whom shall hold office from the end of the annual general meeting at which they were elected to the end of the annual general meeting two years later. Initially the Council shall comprise those persons holding office in the designated positions as at the date of incorporation of the Association.

- (c) *In addition, Council shall comprise two Councillors at Large, who shall be coopted by Council at its meeting which immediately precedes the annual general meeting. These appointees shall hold office from the end of the annual general meeting immediately after the Council resolution which coopted them, to the end of the annual general meeting two years later. In general, a single appointment is made each year so that the Councillors’ terms are staggered.*
- (c) *(rename to para d)* The President, both Vice Presidents, the Association Secretary and Association Treasurer and the two Councillors at large shall constitute the Executive Committee of the Association.
- (d) *(rename to para e)* Unless otherwise resolved by Council paid officers of the Association shall not be eligible to be elected to a position on the Council.

Paragraph 4 of the Guidelines covers the running of elections. Paragraph 4(a)(ii) and 4(3)(i) will also require minor amendment to delete the references to the Councillors at Large.

Therefore, to have councillors coopted rather than elected requires:

1. A change to section 5 of the constitution, which must be approved by all members in general meeting or by referendum; and

2. A change to the para 4 of the Guidelines which pertain to Elections, which Council can make as soon as the Constitutional change is effected.

ii) Giving Branches the flexibility to have either one or two Vice Presidents

Section 5.2(b) of the Constitution (and similarly section 7.1 (a) of the NZ Constitution) indicates that:

- (b) Each year a Branch must elect members to be –
- Branch President
 - Two Branch Vice Presidents
 - Branch Secretary
 - Branch Treasurer (who may be the same person as the Branch Secretary)
 - A number of Branch Executive Committee members as fixed by the Branch at a general meeting (six until another number is set)

It is proposed to change the second dot point to read:

- *Either one or two Branch Vice Presidents, as fixed by the Branch at a general meeting*

It is proposed to have the number fixed by Branch members at a Branch general meeting as this is consistent with the manner in which the number of Executive Members is already determined.

(iii) Changing the term of an Immediate Past President to be only for one year

Section 5.2(c) of the Constitution (and similarly section 7.1(b) of the New Zealand Constitution) indicates that

“The officers referred to in (b) shall be, together with the Immediate Past Branch President, the Executive Committee of the Branch”.

It is proposed to change this to read:

“The officers referred to in (b) shall be, together with the Immediate Past Branch President, the Executive Committee of the Branch, except that, in the event of there being no change in Branch President, there would be no Immediate Past President. That is, the position of Immediate Past Branch President only applies for the year immediately following the end of a President’s term. ”.

AMENDING THE CONSTITUTION

Section 11 states that:

These Rules may be amended by special resolution of the Association in general meeting but the provisions of ss33 and 70 of the Act must be observed

It is desirable to have the amendments to the Constitution made before the next round of elections, which must commence before June 2004. This timing does now allow for the Rules to be amended by resolution of a general meeting, and it is therefore recommended that the matter be referred to members by electronic referendum, which is provided for under the Guidelines.

RECOMMENDATION TO COUNCIL – Resolution 03/41

It is therefore recommended that the Council resolve to put the following to members by electronic referendum (done in much the same manner as electronic voting) in March 2003. This would allow finalisation by early April. (Note that all members may vote on issues relating to the

4. *Section 11 of the Constitution indicates that Rules can be changed by special resolution of the members made in a general meeting; and the Guidelines make provision for having an electronic referendum. In order to have these decisions made before the next round of Council elections in 2004 and before the next general meeting of the Association, Council resolved to have the questions put to members by electronic referendum. The Constitution is available at http://www.atem.org.au/about_atem.cfm*

Please respond by 22 December 2003 to atem1@bigpond.com In accordance with Standing Orders, no response will be taken as assent.

DECISION:

(a) The above recommendation was carried by Flying Minute on 22 December 2003. Resolution 03/41.

(b) In the drafting, it has been suggested that the term 'Councillor at Large' should be reconsidered given that the positions are no longer elected by the members at large.

MARGIE COLE

Association Secretary