

Proposed Constitution Change – AIIAQ

2023 AGM

Required to be passed by a Special Resolution in accordance with Rule 43(1). The Associations Incorporation Act Section 3(4) defines a Special Resolution as passed by 3/4 of the financial members who are present and entitled to vote on the resolution.

MOTION:

“That existing rule 18 be amended by a new Rule 18 as follows:

- *Insert 18 (1) “f. Not more than 2 Co-opted Councillors”*
- *Insert at the beginning of 18 (3) “With the Exception of Co-opted Councillors”*
- *Insert a new 3A “(3A) (a) At its first meeting after each AGM the Council may appoint up to 2 Co-opted Councillors. These Councillors shall be chosen by Council in order to augment its diversity, expertise, or experience.*

(b) Each Co-opted Councillor shall hold office until the first meeting of the Council after the subsequent AGM unless they earlier resign or otherwise vacate office.”

[Changes are highlighted]

Explanatory Note:

- The current Council has 11 members.
- It is unlikely that the Council could ever completely represent the composition of the broader community, but to be as representative as possible from time to time is considered a worthy objective.
- This amendment means that after each AGM, the newly elected Council can look at its composition and augment its makeup where there are skills or diversity deficiencies. This is not required; it is an option.
- There may be circumstances where Council uses this mechanism as a way to encourage new members to Council prior to them potentially being elected at subsequent AGM’s.
- This is quite a common facility in places such as University Councils where they are able to coopt members.

Existing Rule

18 Membership of Council

(1) The Council is the Management Committee of the Institute. The Council of the Institute consists of the following members elected at the Annual General Meeting (or appointed to a casual vacancy under these rules):

- a. The President;
- b. The Senior Vice-President;
- c. The Secretary;

- d. The Treasurer;
 - e. Not more than 7 Ordinary Councillors.
- (2) All members of the Council must be and remain a financial member of the Institute.
- (3) All Councillors hold office for a period of 2 years. At the second annual general meeting of the Institute following their election , the members of the Council must retire from office, but are eligible, on nomination, for re-election.
- (4) A member of the Institute may be appointed to a casual vacancy on the Council under rule 21.

Proposed Amendment

18 Membership of Council

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- b. The Senior Vice-President;
- c. The Secretary;
- d. The Treasurer;
- e. Not more than 7 Ordinary Councillors.
- f. Not more than 2 Co-opted Councillors

(2) All members of the Council must be and remain a financial member of the Institute.

(3) With the Exception of Co-opted Councillors, all Councillors hold office for a period of 2 years. At the second annual general meeting of the Institute following their election , the members of the Council must retire from office, but are eligible, on nomination, for re-election.

(3A) (a) At its first meeting after each AGM the Council may appoint up to 2 Co-opted Councillors. These Councillors shall be chosen by Council in order to augment its diversity, expertise, or experience.

(b) Each Co-opted Councillor shall hold office until the first meeting of the Council after the subsequent AGM unless they earlier resign or otherwise vacate office.

(4) A member of the Institute may be appointed to a casual vacancy on the Council under rule 21.