

12 November 1991

*Dear Member*

***Re Constitutional Amendments:***

*Following recent changes in tax laws, the Inland Revenue Department has informed us that we need to apply for non-profit status, and that to qualify, our Constitution must explicitly preclude the disbursement of any monies, property or whatever, to members. To do this, we need to conduct a postal ballot of all members.*

*Council has taken this opportunity to propose changes to the Constitution in two other areas, namely: in the rights and privileges of our Collective Members, and to update language that is considered sexist by today's standards.*

*These changes are discussed in the following pages.*

*We request that you read the material, vote on each of the three changes separately, and return the voting form to the Secretary no later than 15 December 1991.*

*Many thanks,*

*Vicky Mabin  
President.*

# Amendments to the Constitution

Members are asked to vote separately on each of the three amendments. The actual text of the Constitution is shown in plain type, and changes in **bold type**. Comments are in *italics*.

## (1) to establish the Society's non-profit status

### Proposal

That the constitution be amended to establish the **non-profit status** of the Society. Specifically, that a new Section 5(c) be included to read as follows:

#### 5 Finance

##### (c) Non-profit status

- ✓ The Society shall not make any distribution, whether by way of money, property, or otherwise howsoever, to any member.
- ✓ That Clauses 5(c), 5(d), 5(e) and 5(f) be relabelled 5(d), 5(e), 5(f) and 5(g), respectively.

And that clause 9(a) be amended to read as follows:

- ✓ 9(a) This constitution may be revoked or amended only by a two-thirds majority of votes cast in a postal ballot conducted by the Secretary, **provided that no amendment shall be permitted if it in any way affects the non-profit status of the Society.**

*Note: distributions do not include reimbursements of expenses and expenses that contribute to the aims of the Society. Thus travel grants, Prizes, contributions to IFORS representatives, etc are allowable.*

*In order to be a non-profit body, we must agree to be so forever. If we wish to change this status, we would have to constitute a new organisation, and could not transfer our funds to it. This is a precaution against us building up huge reserves under non-profit status and then forming a new company to make gains from those reserves.*



## **(2) to amend the privileges of collective members**

*Note: In the past, we have co-opted onto Council people on Branch committees who were not Individual Members, but were employed by Corporate Members or Corporate Sponsors (called Collective Members). The Society sends newsletters etc to five nominees per Corporate Sponsor, and to one nominee per Corporate Member. It was the general feeling that these nominees were, to all intents and purposes, full members.*

*However, as the Constitution stands, Clause 3(d) states that a Collective Member may nominate one person to represent it at meetings, to vote on its behalf and, in general to exercise all privileges of Full Membership except that of holding office on the Council. i.e. Collective Members are entitled to only one representative. Further, this representative has no right to hold office on the Council, either as an elected or co-opted Council member.*

*The proposed amendment gives collective members additional nominees and voting rights in line with their subscriptions and makes nominees with voting rights eligible to serve on Council.*

### **Proposal**

That Section 3(a) be amended to read as follows:

#### **3(a) Members**

✓ The Society shall have **five** categories of membership; Honorary Life Members, Members, and Student Members, known together as Individual Members, and **Corporate Members and Corporate Sponsors known together as Collective Members.**

and that Section 3(d) be replaced by the following:

#### **3(d) Collective Membership Privileges**

✓ Except where otherwise provided in this Constitution, two nominees of a Corporate Member shall have the rights and privileges of full members of the Society, but only one of these nominees shall have voting rights; five nominees of a Corporate Sponsor shall have the rights and privileges of full members, while two of these nominees shall have voting rights.

Only those nominees with voting rights shall be eligible to hold office on Council.

### (3) to remove sexist language

#### Proposal

*This proposal removes the words "him", "his", and "Chairman" from the Constitution and replaces them by neutral terms.*

That Clauses 3(g), 3(h), 3(i), 4(d), 4(e), and 6(d) be amended to read as follows:

#### 3(g) Resignation

- ✓ Any member in good standing may at any time resign **from** membership of the Society by notice in writing to the Society.

#### 3(h) Arrears of Subscription

- ✓ Any member whose subscription is twelve months in arrears shall be liable to have **their** name removed from the list of members.

#### ✓ 3(i) Reimbursement of Subscriptions

No member leaving the Society shall have any claim for refund of subscription paid. *Note: the words "by him" are omitted.*

- ✓ 4(d) Five members of the Council shall form a quorum. The President, or, in **the President's** absence the Vice-President, or, in the absence of both of these, any member chosen at the meeting, shall be **Chairperson** of the Council meeting. The **Chairperson** shall have a deliberative and a casting vote.

- ✓ 4(e) In the case of a vacancy occurring on the Council any member of the Society may be co-opted by the Council to fill the vacancy. In the case of the temporary absence of any Council member, the Council may co-opt any member **as a replacement**. The position of any member of the Council who misses three consecutive meetings of the Council without good reason shall be liable to be declared vacant.

#### 6(d) Voting

The method of voting at Business Meetings shall be by show of hands unless a specific request by a financial member is made for the vote to be by secret ballot.

- ✓ A member may delegate **their** right to vote to any person by proxy in writing. Such document must be produced at the time of voting.



## **Amendments to the Constitution**

You are requested to vote on these proposals by checking the appropriate boxes below and returning your voting form in the reply-paid enclosed envelope to reach us by **15 December 1991**

***Gary Eng***  
Hon Secretary.

### **Proposal (1) : to establish the Society's non-profit status**

- ☐ I vote FOR the Proposal.
- ☐ I vote AGAINST the Proposal.

### **Proposal (2) : to amend the privileges of collective members**

- ☐ I vote FOR the Proposal.
- ☐ I vote AGAINST the Proposal.

### **Proposal (3) : to remove sexist language**

- ☐ I vote FOR the Proposal.
- ☐ I vote AGAINST the Proposal.