

# Proposed Changes to the 2018 AANZPA Regional Regulations

The AANZPA Executive has reviewed AANZPA's Regional Regulations and proposes a number of changes. The proposals are in the following areas:

1. Change the requirements to reduce the minimum number of members for **regional committees**. This is to facilitate the formation and continuance of regional committees.
2. Rewriting of the **finance sections** to bring them in line with current practice.
3. Requirements of **outgoing committees** in the event that a new committee is not elected.
4. Change to the **Dissolution clause** so that a clear transition can be made and unused regional funds are given to AANZPA Inc. rather than another charitable organisation.
5. Removing the requirement to use **minute books**.
6. The introduction of **gender-neutral language**.
7. Minor changes to **grammar and punctuation** with no alteration of meaning.
8. Up-date of the AANZPA **website address**.

## 1. Regional Committees

We propose that regional committees may consist of a minimum of three office-bearers, at least one of whom is an ordinary member. Committees may include up to three other general committee members.

*Original:*

7.3 The committee shall consist of three (3) office bearers: namely, the President, the Secretary, and the Treasurer, at least one of whom is an ordinary or distinguished member of AANZPA, Inc.; and a maximum of five (5) ordinary committee members.

*Changed to:*

**7.3 The committee shall consist of three (3) office bearers: namely, the President, the Secretary, and the Treasurer, at least one of whom is an ordinary or distinguished member of AANZPA, Inc. Committees may include other general committee members.**

*Original:*

7.4 There shall be elected at each Annual General Meeting the three (3) office bearers and at least two (2) but not more than three (3) ordinary committee members.

*Change to:*

***7.4 There shall be elected at each Annual General Meeting the three (3) office bearers and any other committee members.***

## **2. Finance Sections**

We propose changes to the following Sections; 13. Books and Accounts, 14. Financial Period, 15. Auditor to reflect current practice. This involves the removal of the requirement of the region to Audit. We propose to amalgamate sections 13., 14., and 15. into one section called 13. Financial Management and Accountability. We propose to change the Region's annual financial period to align with AANZPA Inc.

*Change from:*

### **13. BOOKS AND ACCOUNTS**

13.1 The Treasurer shall be responsible for the keeping of such books of accounts and financial records as may be necessary for the proper and efficient working of AANZPA, Inc. <Region Name>.

13.2 The Treasurer shall ensure that the books of account and financial records are audited at least once a year by AANZPA, Inc. <Region Name>'s auditor. Unless otherwise decided by a General Meeting, such accounting records shall include a statement of all receipts and expenditure during each financial period and statement of the property and liabilities of AANZPA, Inc. <Region Name> at the end of each financial period.

13.3 The signatories for opening and closing bank accounts shall be the President, Secretary and Treasurer. Any two signatures shall be sufficient to make payment by cheque.

### **14. FINANCIAL PERIOD**

The annual financial period of AANZPA, Inc. <Region Name> shall end as the committee shall from time to time determine.

### **15. AUDITOR**

15.1 A practising accountant independent of AANZPA, Inc. <Region Name> shall be appointed at a General Meeting to audit annually AANZPA, Inc.

<Region Name>'s accounts and report upon the audit to the committee and to the members of AANZPA, Inc. <Region Name> at its Annual General Meeting.

15.2 A copy of the auditor's report will be forwarded to the Treasurer of AANZPA, Inc. and reported to the executive committee of AANZPA, Inc. [See AANZPA Inc.

*Change to:*

### **13. FINANCIAL MANAGEMENT AND ACCOUNTABILITY**

- a. The Treasurer is responsible for recording, managing and keeping financial accounts of AANZPA, Inc. <Region>.***
- b. The Treasurer will report annual statements of Financial Position and Financial Performance to the membership of AANZPA, Inc <Region Name>.***
- c. The Treasurer will provide the annual financial accounts of the AANZPA, Inc <Region> and supporting documentation for all financial transactions to the AANZPA Treasurer within two months of the end of the financial year.***
- d. The bank account signatories shall be the President, Secretary and Treasurer. Any two signatures shall be sufficient to make payments. Any other arrangement is to be approved in writing by the AANZPA Inc. Treasurer.***
- e. The annual financial period of AANZPA, Inc. <Region Name> is the same as AANZPA Inc. and is determined by the AANZPA Executive.***

## **3. AGM - when no committee is elected**

When a region does not elect a committee at a regional Annual General Meeting there is then nobody holding the aims of that region and the legal administration requirements.

We propose to add 2 new clauses to section 12. GENERAL MEETINGS. One clause, in the event that no committee is elected at an AGM, adds the responsibility for the outgoing committee to hold a Special General Meeting within 6 months of the AGM. If at this point no committee is elected, the outgoing committee commences dissolution of the region as per Section 18 of the Regional Regulations. If after 6 months of a region's AGM no committee is elected and the out-going committee does not commence dissolution of the region, the Executive will institute the dissolution process.

The second clause outlines the process by which a region can be formed.

If the changes affecting inactive regions are accepted by the membership, we propose currently inactive regions have until 31 October 2022 to hold a Special General Meeting and

elect a committee. If no committee is elected by 31 October 2022, the Executive will institute the dissolution process as outlined in the changed regulations.

Add a new clause to Section 12. GENERAL MEETINGS when no AGM is held or no committee is elected at a regional AGM.

***If no AGM is held at the required interval or if the AGM fails to elect a committee, AANZPA, Inc. <Region Name> may hold a Special General Meeting within six (6) months of either the AGM, or the required interval from the last AGM, for the purpose of carrying out the business of the AGM or electing a committee. If no committee is elected, the outgoing committee will commence dissolution of the region as per Section 18 of the Regional Regulations. If this does not occur, the AANZPA Executive may commence dissolution of the region.***

Add a new clause to Section 12. GENERAL MEETINGS regarding when no committee is elected at a regional AGM.

***With the agreement of the Executive, a region that has no regional committee may hold a meeting and, with the vote of at least one third of its members, elect a regional committee as per Clause 7.3 of the Regional Regulations.***

## 4. Dissolution of the Region

Change Section 18.2 of 18. DISSOLUTION OF AANZPA, Inc. <Region Name> to ensure funds are given to AANZPA Inc. rather than another charitable organisation.

*Original:*

### **18. DISSOLUTION OF AANZPA, Inc. <Region Name>**

**18.2** If upon the winding up or dissolution of AANZPA Inc. <Region Name> there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid or distributed among the members of AANZPA Inc. <Region Name> but shall be given or transferred to some other charitable organisation or body having objects similar to the objects of the society or for some other charitable purpose.

*Changed to:*

### **DISSOLUTION OF AANZPA, Inc. <Region Name>**

**16.2** *In the event of the winding-up or dissolution of AANZPA Inc. <Region Name>, no assets shall be paid or distributed among the members of AANZPA*

***Inc. <Region Name>. Assets remaining after the settling of all debts and liabilities shall be transferred to AANZPA Inc.***

## 5. Minute Books

Change the wording of clauses 10.7 COMMITTEE MEETINGS and 12.11 GENERAL MEETINGS to enable records to be kept digitally.

*Original:*

10.7 Minutes of the proceedings of every committee meeting shall be entered and kept in a committee minute book. Such minutes, when signed, shall be conclusive evidence that the proceedings minuted therein were regular and actually took place at a committee meeting duly convened and held, and shall be binding on all members of AANZPA, Inc. <Region Name>, except as to any irregular proceedings as declared and annulled committee meeting, an extraordinary General Meetings called for the purpose and held within sixty (60) days after such irregular proceedings or at an Annual General Meeting.

*Changed to:*

***10.7 Minutes of the proceedings of every committee meeting shall be documented and approved by the committee as conclusive evidence the proceedings were regular and took place at a meeting convened and held, and shall be binding on all members of AANZPA, Inc. <Region Name> except as to any irregular proceedings as declared and annulled at an extraordinary meeting called for the purpose and held within sixty (60) days after such irregular proceedings, or at an Annual General Meeting.***

*Original:*

12.11 Minutes of the proceedings of every General Meeting (Annual and Special) shall be entered and kept in a minute book, and such minutes, when signed, shall be conclusive evidence that the proceedings minuted therein were regular and actually took place at a meeting duly convened and held, and shall be binding on all members of AANZPA, Inc. <Region Name> except as to any irregular proceedings as declared and annulled at an extraordinary meeting called for that purpose and held within sixty (60) days after such irregular proceedings.

*Changed to:*

***12.11 Minutes of the proceedings of every General Meeting (Annual and Special) shall be kept, and such minutes shall be approved by the committee as conclusive evidence the minuted proceedings were regular and took place at a meeting convened and held, and shall be binding on all members of***

***AANZPA, Inc. <Region Name> except as to any irregular proceedings as declared and annulled at an extraordinary meeting called for that purpose and held within sixty (60) days after such irregular proceedings.***

## 6. Gender-Neutral Language

Where gender-biased language is used, change the text to gender-neutral language as follows:

- Section 10.4 ‘...her or his...’ changed to ‘...**presidential**...’
- Section 11.1 ‘...he or she...’ changed to ‘...**the office-holder**...’
- Section 11.3 ‘...her or his...’ changed to ‘...**the office-holder**...’
- Section 11.4 ‘...her or his...’ changed to ‘...**the office-holder**...’
- Section 12.6 ‘...her or his...’ changed to ‘...**the President’s**...’
- Section 19 ‘...he or she...’ changed to ‘...**the member**...’
- Section 20 Interpretation. Remove Section 20

## 7. Grammar and Punctuation

Changes in punctuation, grammar and other minor changes where the meaning isn’t altered have been made and aren’t recorded here. Some language has been simplified.

## Address

AANZPA doesn’t use the sub-domain www. Change the website address

*Original*

<http://www.AANZPA.org>

*Changed to*

<https://aanzpa.org>