

PROPOSED CHANGES TO YKBC CONSTITUTION FOR APPROVAL YKBC SGM February 2021

Dear Fellow Members

I'd like to take the opportunity of the SGM of February 06, 2021 to present three proposals to amend the YKBC . The first two could be categorised as housekeeping; aligning our Constitution with current legislation and/or current practice. The third tightens up the procedures for nominations for MC members. I have included it here as I believe that it's important that we signal acknowledgement of questionable past practices and demonstrate that we are doing something about it as soon as possible in the life of our tenure.

The proposed changes have been reviewed by and approved by Clubs QLD's legal team as valid amendments to our Constitution.

A. Amendment of provisions of Section 26 of the YKBC Constitution to align with current version of Incorporated Associations Act.

Section 26 of the YKBC Constitution deals with changes to the Rules of the Constitution and refers to an outdated version of the Incorporated Associations Act; a new version of which was published in December 2020. It is proposed to delete the current provisions of Section 26 of the YKBC Constitution and replace it with the provisions of the current version of the Incorporated Associations Act:

YKBC Constitution Section 26 Current provisions:

"Subject to the provisions of the Associations Incorporation Act 1981, these Rules may be amended, rescinded or added to from time to time by a special resolution carried at any general meeting: Provided that no such amendment, rescission or addition shall be valid unless the same shall have been previously submitted to and approved by the Chief Executive, Incorporated Associations as per Rule 5 Division 2, 48 (2) & (2A) of the Associations Incorporation Act 1981".

Proposed Amendment to YKBC Constitution

Delete current provisions of Section 26 and replace with:

(1) Subject to the provisions of Part Five 5, Division 2: Amending Rules, Section 48 of the Associations Incorporation Act 1981, the Association's rules may be amended, rescinded or added to from time to time by a special resolution carried at any general meeting.

(2) However, an amendment, repeal or addition is valid only if it is registered by the chief executive.

B. YKBC Constitution Section 18: (Resolutions of Management Committee without meeting).

YKBC Constitution and model rules provisions are essentially the same, however are cumbersome and impractical. Past MC practice has been to employ Flying Minutes for a motion to be emailed to MC members and approved by return email and then ratified at the next MC meeting. I propose that the Constitution be amended to formalise this practice.

YKBC Constitution Section 18 Current provisions: A resolution in writing signed by all the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

Proposed Amendment

Delete Section 29 of YKBC Constitution and replace with:

1) An emailed resolution proposed, seconded and approved by two thirds of the members of the management committee through a group email shall be valid and effectual as if it had been passed at a meeting of the Management Committee meeting duly convened and held.

2) Emailed resolutions shall be presented to the next Management Committee meeting for ratification and recording in the meeting minutes.

C. MEMBERSHIP OF THE MANAGEMENT COMMITTEE

Past elections for the MC have been marred by distortions of the provisions of the Constitution which has resulted in exclusion of Candidates for election that may have validly stood. This has contributed to significant divisions among members. I believe that the current MC should acknowledge that past practices were questionable by amending the Constitution to ensure that they cannot be repeated. Proposed changes in red text:

Current YKBC Constitution Provisions with proposed amendments in red text

11. (1) The Management Committee of the Association shall consist of twelve (12) members, being a Commodore, a Vice Commodore, a Secretary, a Treasurer and eight other committee members, all of whom shall have been financial members of the Association for at least two (2) years prior to the Annual General Meeting at which they are elected and in the case of the Commodore and Vice Commodore who must previously been elected as a member of previous Management Committees.
- (2) At the Annual General Meeting of the Association, all the members of the Management Committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.

- (3) The election of officers and other members of the Management Committee shall take Place in the following manner:-
- (a) Any two members of the Association shall be at liberty to nominate any other member to serve as an officer or other member of the Management Committee *subject to the condition that the candidate satisfy the criteria set out in Clause 11(1).*
 - (b) The nomination, which shall be in writing and signed by the member and his Proposer and seconder, *who shall also place their initials next to the circle(s) identifying which class(es) of Committee membership the candidate is standing for,* shall be lodged with the secretary at least fourteen (14) days before the Annual General Meeting at which the election is to take place.
 - (c) *The secretary shall, within two business days of close of nominations, verify that all nominations conform to the requirements of the association. In the case of non-conforming nominations being received, they shall be immediately returned to the candidate who shall have two business days to either rectify the nomination, or submit a fresh one.*
 - (d) *With the exception of the candidate, no party may withdraw their support after a nomination has been submitted to the secretary.*
 - (e) A list of the candidates' names in alphabetical order, with the proposers and seconds names, shall be posted in a conspicuous place in the office or usual place of meeting of the Association for at least seven (7) days immediately preceding the Annual General Meeting;
 - (f) Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;
 - (g) Should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.

Michael Powell

Secretary YKBC