

## **Proposed changes to the Wedderburn Development Association's Constitution.**

The following changes are drafted for consideration by the Wedderburn Development Association's committee of management. If agreed the changes will be put to the Annual General Meeting for approval.

Changes are suggested to the three areas in the Constitution:

1. Purposes – Clause 2
2. Composition of Committee – Clause 44
3. Election of President etc. – Clause 52
4. Quorum – Clause 63

The suggested changes are not significant but are considered necessary for the improved operation of the Association.

### **Purposes – Clause 2**

In drafting this new Constitution an unintended omission was made in the purposes of the association. The second dot point in the purposes "to promote Wedderburn as a great place to work and visit", should include the word "live".

After the proposed change the clause will read, "To promote Wedderburn as a great place to *live*, work and visit."

### **Composition of Committee – Clause 44 and Election of President etc. – Clause 52**

Item (g) at clause 44 includes the Wedderburn Ward Councillor as a member of the Committee. Clause 52 states that separate elections must be held for each position on the Committee, including the Ward Councillor.

The conundrum is that the Ward Councillor is elected through the local government system and there is no choice given to association members when electing a person to this position. There is no necessity to include the Ward Councillor in Clause 52 as an elected position as he/she is on the committee by the purposes of Clause 44.

The second point to consider is the relevance of the Ward Councillor on the Committee in the first instance, as Clause 63(2) excludes the Ward Councillor from the make-up of a quorum and Clause 64(6) removes any voting rights he/she may otherwise have had as a member of the Committee.

Thirdly, because of this structure, there will on occasions, be a conflict of interest in the duties of the Ward Councillor and in the role of a committee member for the Association. The committee members must support and promote the decisions of the committee, whereas the Ward Councillor will have a broader view of the needs of the Shire as a whole where conflicts may arise.

The Ward Councillor would be better served as an invitee to meetings to provide a report on important happenings within the Shire (as has been done for many years and very informatively) and provide his/her counsel on other matters if desired.

The suggested change will remove the Ward Councillor from the Committee at Clause 44 and make subsequent changes to Clauses 52, 63(2) and 64(6) removing references to the Ward Councillor.

### **Quorum – Clause 63**

A quorum is the “majority of committee members holding office”. This phrase has been questioned as to its meaning. Does it mean:

- The majority of committee members holding office under Clause 44 with the exception of ordinary members as they are not “holding” office; OR
- The majority of committee members holding office under Clause 44 including ordinary members.

It is suggested the latter was intended. The change is simply to clarify this position. For clarity it is suggested to include two notes under Clause 63(2):

**Note 1:** When counting a quorum, the following positions will be taken into account, if occupied at the time of the count, President, Vice-President, Secretary, Treasurer, Public Relations Officer and any ordinary member of the committee.

**Note 2:** If any person holds more than one position on the committee, that person and position can only be counted once.