

## VALA Annual General Meeting – 30 June 2021

### Supporting Document for VALA AGM Agenda Item #6

#### Consideration of Resolution to change the VALA Rules

VALA members are asked to consider the proposal to update the VALA Rules to address the following:

- Change the Financial Year to a calendar year to enable administrative efficiencies
- Update the provisions for the election of Committee members to allow the use of online voting systems in the lead up to each AGM to ensure the smooth and responsible running of both the ballot and the AGM
- Clarify the voting requirements for any motion to wind up the Association

#### Resolution:

*That the Amendments outlined to rules 3, 54, and 76 of the VALA Rules as presented be adopted.*

#### Background:

The Rules review recommends amendments to the 3 Rules identified in the Resolution (above), the details of which are outlined as follows:

#### 3. Financial year

##### Current Rules

The financial year of the Association is each period of 12 months ending on 31 March.

##### Proposed New Rules

The proposed change updates the financial year to match the calendar year:

The financial year of the Association is each period of 12 months ending on **31 December**.

#### 54. Ballot

##### Current Rules

54.1 If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.

54.2 The ballot for the election of members of the committee shall be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

##### Proposed New Rules

The proposed changes remove the current constraint to hold any ballot to elect Committee members only at the AGM:

54.2 The ballot for the election of members of the committee shall be conducted **at or prior to** the annual general meeting in such usual and proper manner as the committee may direct.

## 76. Winding up and cancellation

### Current Rules

76.1 A motion to wind up or dissolve the Association may be proposed in writing by any member of the Association and must be supported in writing by not less than either nine other members or one-third of the members of the Association.

76.2 A motion for winding up or dissolution of the Association shall be the business of a special general meeting of the Association called according to the provisions of rule 31.

76.3 Notice of such special general meeting shall be given according to the provisions of rule 33 except that twenty-eight days notice shall be given instead of fourteen days.

76.4 A motion to wind up or dissolve the Association shall not be carried except by a three-quarters majority of votes cast at a special general meeting of the Association by those present both personally and by proxy.

76.5 If upon the winding up or dissolution of the Association there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be distributed among the members of the Association, but shall be distributed amongst such organisations with similar purposes which are not carried on for the profit or gain of their individual members, and in such proportions as may be decided at the special general meeting at which it was resolved to wind up or dissolve the Association.

### Proposed New Rules

The proposed change removes the ambiguity in Rule 76.1:

76.1 A motion to wind up or dissolve the Association may be proposed in writing by any member of the Association and must be supported in writing by not less than either nine other members or one-third of the members of the Association, **whichever is fewer**.