

Notice of Intention to Propose Special Resolution

During the Annual General Meeting to be held on 29 October 2023, SSAA ACT Inc, members will be asked to vote on the following motion as a special resolution that has been endorsed by the SSAA ACT Inc. Council.

Motion: "That SSAA ACT Inc. agree to the amended Constitution as presented to the membership"

Overview

It is good governance to regularly review and update our constitution to ensure it remains current and continues to serve the interests of the members and the association. Any proposed amendments to the constitution must be presented to the members for consideration prior to an Annual General Meeting (AGM) where our members are asked to vote to accept proposed changes. The SSAA ACT Inc. Council cannot implement any change without the consent of SSAA ACT Inc. members present and voting at an AGM.

The current SSAA ACT Inc. Constitution (dated 2013) is 10 years old and doesn't comply with either the Associations Incorporation Act 1991, or the Regulation providing the Model Rules for Associations. The current constitution is also out of date with contemporary governance practices, by requiring (for example) that all financial transactions of the association be conducted by cheque.

The SSAA ACT Inc. Council, including the representation from the SSAA ACT Inc. endorsed Disciplines/ Clubs/ Sections, has been working hard over the last three years to develop appropriate amendments (supported by professional legal advice) to provide a fit-for-purpose constitutional update to serve the current and foreseeable future needs of SSAA ACT Inc. members. The SSAA ACT Inc. membership, as a result, benefits from the hard work and dedicated commitment of volunteers through what has been a difficult process to balance what needs to be changed to remain compliant, what needs to be changed to make the Constitution more user friendly and what needs to be retained to ensure that all members benefit from a fair and equitable Constitution.

Benefit to Our Members

The proposed SSAA ACT Inc. Constitution ensures that all our members are treated fairly and equitably and can continue the use of the SSAA ACT Inc. range complex. It also ensures that SSAA ACT Inc. Disciplines/ Clubs/ Sections are appropriately governed by the SSAA ACT Inc., ensuring that as the governing body, sole lessee and owner of the SSAA ACT Inc. range complex and holder of range approvals that SSAA ACT Inc can maintain the legislative and regulatory compliance activities required under the Firearms Act 1991 (Act) and Firearms Act 1996 (NSW).

The changes ensure the SSAA ACT Inc. is compliant with the ACT Government requirements for incorporated associations, including providing for disciplinary and dispute resolution procedures in the case of dispute between SSAA ACT Inc. members and formalises these member protections.

While the SSAA ACT Inc. is proposing a new Constitution, much of the content of the new document remains unchanged from the 2013 Constitution. Where amendments have been made, they have not changed the intent of the clauses and have been made to combine complementary clauses, simplify the wording, or to clarify the intent of the clause where some ambiguity may have existed. The impact of this means that members are better protected and simplifies the administration of the Constitution.

Summary of changes

A summary of the key proposed changes is outlined as follows:

- Addition of sections for the disciplining of members, right of appeal, dispute resolution and mediation of a dispute (Clauses 7 to 10). These additions are required under the Regulation providing the Model Rules for Associations.
- Change to the process and timeframes for nominations (Clause 13) to the Executive Committee.
 - This clause no longer includes the provision to call for nominations from the floor at an Annual General Meeting for positions for which no nomination has been received.
 - Clause 13 (sub-clause 8) now provides that: If a nomination is not received prior to seven days of the Annual General Meeting, the Council will appoint a member to that position at the next meeting of the Council after the Annual General Meeting or General Meeting
- Addition of the Roles and Responsibilities section (Clause 15).
- Amendments to the requirements for the calling of Annual General Meetings, General Meetings and Special General Meetings, including changes to increase the quorum for the meeting (Clause 18 and Part 1.4).
- Addition of sections for voting and decisions for meetings of the Council (Clause 20) and General Meetings (Clauses 26 and 27).
- Addition of section for the Rescission of Motions (Clause 28).
- Changes made to modernise the Fees and Monies section (29).
- Addition of clause for Range Charges (Clause 34).

The following table provides the changes in clauses between the current Constitution and the proposed constitution:

Description	Current	Proposed
Definitions	New	Clause 1
Aims and Objectives	Clause 2	Clause 2
Membership	Clause 14	Clause 3
Cessation of Membership	Clause 14 (h), (i), (j), (k)	Clause 4
Resignation of Membership	Clause 14 (k)	Clause 5
Members' Liabilities	Clause 12 (i)	Clause 6
Disciplining of Members	New	Clause 7
Right of Appeal	New	Clause 8
Dispute Resolution	New	Clause 9
Mediation of a Dispute	New	Clause 10
Committee [Powers]	Clause 8	Clause 11
Council [Powers]	Clause 3 (c)	Clause 12
Election and Appointment of Officers of the Council	Clause 6	Clause 13
Public Officer	Clause 7	Clause 14
Roles and Responsibilities	Clause 4	Clause 15
Vacancies	Clause 6 (i)	Clause 16
Removal of Council Members	Clause 6 (j)	Clause 17
Council Meetings and Quorum	Clause (c), (d), (e)(iv)	Clause 18
Delegation by Council to Committee	Clause 3 (c), 8 (b)	Clause 19

Voting and Decisions	Clause 9 (a)	Clause 20
Annual General Meetings	Clause 5 (a), Clause 5 (e)(i)	Clause 21
General Meetings	Clause 5 (a), Clause 5 (e)(ii)	Clause 22
Special General Meetings	Clause 5 (b), Clause 5 (e)(iii)	Clause 23
Presiding Member	Clause 4	Clause 24
Adjournments	New	Clause 25
Making of Decisions	Clause 8 (b), Clause 9	Clause 26
Voting	Clause 9, Clause 10	Clause 27
Recission of Resolution	Clause 11	Clause 28
Fees and Monies	Clause 12	Clause 29
Seal	Clause 13	Clause 30
Amendment of Constitution	Clause 16, Clause 17, Clause 18	Clause 31
Disciplines/Clubs/Sections	Clause 19	Clause 32
Affiliated Clubs	Clause 14 (c)(ii), Clause 19	Clause 33
Range Charges	Clause 12 (a)	Clause 34
Custody of Books	Clause 21	Clause 35
Inspection of Books	Clause 22	Clause 36
Service of Notice or Document	Clause 23	Clause 37
Access to and Copies of Documents	New	Clause 38
Surplus Property	Clause 24	Clause 39

Special Resolution

The Associations Incorporation Act 1991 provides that an incorporated association may amend or change the rules and objects of the association only by Special Resolution.

A Special Resolution must be accompanied by a notice of intention to propose the resolution as a special resolution and be provided at least 21 days prior to the proposal given to the members.

A Special Resolution must be passed by a vote of members entitled to vote in attendance at the AGM and must achieve at least $\frac{3}{4}$ of the votes in favour of the amendment.

The Act and Regulation governing incorporated associations can be found at:

- Associations Incorporation Act: <https://www.legislation.act.gov.au/a/1991-46/>
- Associations Incorporation Regulation: <https://www.legislation.act.gov.au/sl/1991-31/>