

Notice of Amendments to the Constitution

Annual General Meeting of the Higher Educational Research and Development Society of Australasia (HERDSA) to be held in Sydney on Thursday 29th June 2017

In accordance with the constitution of HERDSA notice is hereby given of motions to amend the HERDSA constitution. A short explanation of each motion and the proposed amendments are set out below.

The motions relate to:

- A. Amending the constitution to add a third category of membership
- B. Amending the Constitution to clarify the composition of the Executive (including one motion to approve an interim by-law passed by the Executive and the deletion of a by-law approved by the Executive)
- C. Amending the Constitution to a reduce the length of time that voting for President-elect and Executive elections remain open
- D. Amending the Constitution to reduce the length of notice to be given before a ballot to amend the Constitution is taken.

There is also a motion to approved an interim by-law passed by the Executive

- E. Proposed By-law on Financial Management

Allan Goody
HERDSA President

A. Amending the constitution to add a third category of membership

The current and past Executives have considered ways of extending the outreach of HERDSA beyond our normal membership base to foster engagement with individuals and institutions within our neighbouring region who would not normally have access to the opportunities and resources that HERDSA members may expect. The creation of the Roger Landbeck Professional Development Fund and the awarding of the first grant from the fund exemplify this outreach.

The Executive at the meeting on 6-7 March 2017 resolved to create an additional category of membership as another form of outreach. It is proposed that this category of membership be called Affiliate Member. Membership would generally be restricted to potential members from emerging and developing tertiary education systems within Australasia and where the cost of membership would prevent them from normal membership, and where no formal network or professional society already exists.

The benefits and restrictions of Affiliate Membership are described in the wording of the motion. The intention is that the granting of Affiliate Membership would be cost neutral or at a minimal cost to HERDSA.

Motion: that Article 3 be amended to add a third category of membership.

5(iii) *Affiliate Member:* Any person or institution interested in the overarching purpose of HERDSA may be invited by the Executive or can apply to HERDSA to become an Affiliate Member. The decision to grant Affiliate Membership would be at the discretion of the Executive. Affiliate Membership will generally be restricted to potential members from emerging and developing tertiary education systems within Australasia, where the cost of membership might prevent them from normal membership, and where no formal network or professional society already exists. Affiliate members will not have voting rights and are not required to pay the prescribed fees. Affiliate members can access the other benefits of membership including member rates for conference registration, discounted publications and HERDSA events but excludes printed versions of publications.

B. Amending the Constitution to clarify the composition of the Executive

As it is currently written, Article 4 (a) and (b) of the constitution "Organisational Structure, Executive Committee and Officers of HERDSA" are vague in their intent as to the membership of the Executive. In addition, By-Law 5 "Co-option to the Executive Committee" under sections (c) and (d) are contradictory to Article 4(b) with respect to the power and responsibility of co-opted members as Officers of HERDSA. The current restriction on the Executive being restricted to 15 members including Officers limits the number of Officers that can be appointed. This amendment is not intended to increase the size of the Executive. The purpose is to reduce the overall size of the Executive while maintaining the same level of leadership by members elected to serve on the Executive. This provides the Executive the opportunity to build a stronger portfolio system with elected Executive members continuing to operate as leaders of the portfolios with the option to invite other interested members to contribute more broadly to their portfolio. Officers of HERDSA (eg the current publications editors) and any new Officer positions would be aligned with a portfolio and report to the Executive through the Executive member leading the portfolio.

Article 4(a) does not ensure that there is representation from Australia and New Zealand on the Executive.

Article 4(c) does not reflect the intention and process that is followed for the election of the President-elect and their taking over the Presidency.

Therefore, Article 4 and By-law 5 should be redrafted to have greater clarity on the composition of the Executive Committee and the power and responsibilities of the Officers of HERDSA.

Motion to amend Article 4 (a), (b) and (c) of the constitution

The current wording of Article 4 (a), (b) and (c) is as follows.

Article 4 Organisational Structure, Executive Committee and Officers of HERDSA

a. HERDSA shall comprise all members of the Society and be governed by an Executive committee, hereinafter referred to as 'the Executive'. The Executive shall consist of a President, President-Elect, Vice President(s), and Treasurer and other elected or co-opted committee members. The size of the Executive will not exceed 15 members and will include at least eight members elected by the members of the Society. The composition of the Executive, as regards representation of branches and special interest groups, will be determined in accordance with this sub-article, by the Executive, with the approval of a general meeting.

b. The Officers of HERDSA shall comprise the President and Treasurer, immediate past and future conference convenors, officers appointed to carry responsibility for HERDSA publications, and other officers appointed by the Executive to address specific functions. Officers of HERDSA, other than those of President, and Treasurer will be appointed for a maximum term of three years as determined by the Executive in office at the time. Officers of HERDSA will not necessarily be ex-officio members of the Executive but may be called to attend Executive meetings and present reports.

c. The membership will elect the President and President-elect from members of the Society. The election of the president will be confirmed at the AGM. The President will chair the Executive.

Motion: that Article 4 (a), (b) and (c) be amended to read

Article 4 Organisational Structure, Executive Committee and Officers of HERDSA

a. HERDSA shall comprise all members of the Society and be governed by an Executive committee, hereinafter referred to as 'the Executive'. The Executive shall consist of ten (10) elected financial members including a President, President-Elect, Vice-President and Treasurer. In addition, the

convenor of the immediate next and subsequent annual conferences will be ex-officio members of the Executive until the conclusion of the respective conferences. The composition of the Executive should include representation from both Australia and New Zealand. Other representation of branches and special interest groups will be determined in accordance with this sub-article, by the Executive, with the approval of a general meeting.

b. The Officers of HERDSA shall comprise the President and Treasurer and conference convenors of the immediate next and subsequent annual conferences. Other officers of HERDSA may be appointed to carry responsibility for HERDSA publications and other specific functions as determined by the Executive. Officers of HERDSA, other than those of President and Treasurer, will be appointed for a maximum term of three years as determined by the Executive in office at the time and can be renewed by the Executive. Officers of HERDSA are not ex-officio members of the Executive but may be called to attend Executive meetings and present reports and discuss matters related to their function.

c. The membership will elect the President from financial members of the Society in the alternate year to the general election of the Executive and the successful nominee will serve a one year term as President-elect commencing after the AGM of that year and assume the Presidency after the AGM of the following year when the new Executive takes office. The election of the President-elect will be confirmed at the AGM following the election. The President will chair the Executive.

Motion to approve By-law 5 (b) and (d) of the constitution as amended by the Executive at the Executive meeting on 6th March 2017

The current working of By-law 5 (b) and (d) is as follows.

By-law 5 Co-option to the executive committee

b) Notwithstanding the above, the annual HERDSA conference convenor should normally be appointed as an ex-officio member of the Executive eighteen months prior to the conference they are to convene, and remain a member of the Executive until such time as the business of that conference is concluded.

d) Officers appointed to carry responsibility for all publications undertaken in HERDSA's name should be co-opted to the Executive at least until the Executive meeting following the election of a new Executive, at which time it would be expected that their co-option would be extended.

At the Executive meeting on March 6, 2017, the Executive voted to amend By-law 5(a) and deleted By-law 5(b)

Motion: that Interim By-law 5 (b) be approved.

Interim By-law 5(b) Co-option to the executive committee

b) Notwithstanding the above, the conference convenors of the immediate next and subsequent annual HERDSA conferences should be appointed as ex-officio members of the Executive and remain a member of the Executive until the conclusion of the respective conference.

Motion: that By-law 5 (d) be deleted.

C. Amending the Constitution to a reduce the length of time that voting for President-elect and Executive elections remains open

When the Constitution was drafted, all communication including voting was by regular mail. With the prior change to the constitution which allows for electronic voting, it is appropriate to reduce the time frame for elections. Currently the voting remains open for four (4) weeks with a two-week grace period for receipt of postal votes. It is also proposed that the option of postal voting be removed.

Motion to amend Article 5(j) of the constitution

The current wording of Article 5(j) is as follows.

- j. Membership of the Executive Committee is determined by a postal or electronic ballot. At least three months before the end of term of the current Executive (normally the date of the Annual General Meeting), the Returning Officer will declare all positions vacant and send to all members:
- i) A list of the current Executive members eligible for re-election;
 - ii) A call for nominations to be received by a specified date (normally one month from the posting of the call for nominations). Nominations must be made in writing to the Returning Officer by the due date. All nominations must have a proposer, a seconder and be agreed to by the nominees in writing. The proposer, seconder and nominee must all be financial members of the Society;
 - iii) If the number of nominations exceeds the number of vacancies for any position, the returning officer will, after the close of nominations, forward appropriate voting papers to all members at least one month before the closing date for the election (normally three weeks prior to the AGM).
 - iv) Votes must reach the Returning Officer no later than two weeks after the closing date for the election and bear a date-mark prior to midnight on that date. Votes received after this time or bearing a later date-mark will be ineligible.

Motion: that Article 5 (j) be amended to read

- j. Membership of the Executive Committee is determined by an electronic ballot. At least three months before the end of term of the current Executive (normally the date of the Annual General Meeting), the Returning Officer will declare all positions vacant and send to all members:
- i) A list of the current Executive members eligible for re-election.
 - ii) A call for nominations to be received by a specified date (normally one month from the posting of the call for nominations). Nominations must be made in writing to the Returning Officer by the due date. All nominations must have a proposer, a seconder and be agreed to by the nominees in writing. The proposer, seconder and nominee must all be financial members of the Society. Nominees must also provide a short statement addressing their nomination.
 - iii) If the number of nominations exceeds the number of vacancies for any position, the returning officer will, after the close of nominations and at least two weeks before the closing date for the election (at least one month prior to the AGM), advise all members of the electronic voting process including the list of nominees and their statements.
 - iv) Votes must reach the Returning Officer via the electronic voting process no later than midnight on the closing date. Votes received after this time will be ineligible.

D. Amending the Constitution to reduce the length of notice to be given before a ballot to amend the Constitution is taken.

When the Constitution was drafted, all communication with members was by regular mail. Now with the use of electronic forms of communication it is appropriate to reduce the amount of notice required to be given before a ballot to amend the constitution be given. This amendment is subject to meeting the requirements of the Registered Organisations act.

Motion to amend Article 9(d) of the constitution

The current wording of Article 9(d) is as follows.

b) Three months' notice of the proposed amendments must be given before the ballot is taken.

Motion: that Article 9 (d) be amended to read

b) One months' notice of the proposed amendments must be given before the ballot is taken.

E. Proposed By-law on Financial Management

HERDSA financial management including banking, payments and receipts is now almost exclusively electronic. In the past, there was a dual cheque signature process to provide an acceptable level of security. To maintain that level of security, the Executive has instituted a formal electronic approval process.

The Treasurer and Financial Manager have developed an approval process using an additional online record of transactions that will facilitate electronic approval of all outgoings of \$500 or larger by either the President, Treasurer or Vice-President before the Financial Administrator makes the payment.

At the Executive meeting on March 6, 2017, the Executive amended the By-laws to add interim By-law 2(d).

Motion: That the interim By-law 2 (d) be approved.

2 (d) The Administrative Manager shall maintain a Payments Register to record all outgoings of \$500 or larger for approval by the President or in the absence of the President, the Treasurer or Vice-President.