

To go to all members.

Everyone may not be aware that the NSW government has updated the rules as they relate to **Not for Profit associations** such as the **North Shore Bee Keepers Association**. These changes took effect on 1<sup>st</sup> September 2016 and will impact on our constitution. At our upcoming AGM, (12<sup>th</sup> April 2017) the executive will be recommending that our current constitution be updated to meet these new requirements. At the moment our constitution consists of two documents, the NSBKA section (as seen on the NSBKA website) and (item 2) the “Model rules”. It is proposed to combine the two documents into one document with this update. The key changes are

#### **Official address of an association**

The official address of an association must be **in NSW**. It must be an address **where the public officer can generally be found** and where **documents can be served on the association by post**. Each time the public officer changes or the official address changes, the public officer is required to notify Fair Trading of the association’s current official address.

The official address cannot be a post office box.

Please be aware of this if you intend to stand for the position of Public Officer.

#### **Constitution**

From 1 September 2016 there are **three new** matters that every constitution must address:

1. the maximum number of consecutive terms of office of any office-bearers on the committee (see item 14.5)
2. Memberships, communication and banking can be written or electronic (see 3.1b, 7.1, 16.2, 22.1, 22.2, 40.3)
3. the winding-up of the association.(42.1)

The committee has recommended for **Item 1**, that there be no maximum number of consecutive terms of office.

That **Item 2** is adopted. *An association will be able to put a resolution to its members in a postal ballot or in an electronic ballot, where this is permitted by an association’s constitution. A postal ballot or an electronic ballot is to be conducted in accordance with Schedule 3 of the Regulation.* This will allow the club to hold electronic ballots when the new membership data base is fully implemented, if they so wish.

That **Item 3** is already in the constitution and no change is required.

The model rules have been amended to include provisions addressing the above matters and also updates a number of other provisions. Members can refer to the “Summary of changes to the model constitution” for further information about the main changes to the model rules.

The executive recommends that the association adopts the changes to the model rules and incorporate these changes into our constitution. These changes will come into effect after the 2017 Annual General Meeting currently scheduled for the 12<sup>th</sup> April 2017.

Other changes to the constitution:

**Duties of committee members**

The Act currently deals with a committee member's duty to disclose conflicts of interest and the duty to not dishonestly use their position or information obtained as a committee member.

The Act currently includes a requirement that a committee member must not allow an association to trade whilst insolvent.

From 1 September 2016, the Act will also provide for the duty of each committee member to carry out their functions for the benefit of the association, so far as practicable, and with due care and diligence.

**Personal liability of committee members limited if acting in good faith**

From 1 September 2016, the Act will provide protection from personal liability for committee members (or a person acting under the direction of a committee member) who act in good faith while undertaking the committee member's functions under the Act. This also covers any omissions that were made in good faith.

**Financial records**

Associations must keep their financial records and minutes in written or electronic form. If kept in electronic form, the records and minutes must be able to be converted into hard copy. A hard copy must also be made available within a reasonable time to a person who is entitled to inspect the records.

The financial records of an association must be kept for a minimum period of five years.

**The new model constitution does not allow Proxies to be used in a general meeting.**