

## Summary of major changes to the ATODA Constitution and rationale

Note: This document identifies major changes to the ATODA constitution and rationale for these changes to be considered by the Board at the 27 February Board meeting. This document should be read in conjunction with the current ATODA constitution and the draft revised ATODA constitution.

		Previous wording in ATODA Constitution	Proposed change (items in red and underlined are amendments)	Nature of the change	Rationale (major policy matters have been bolded)
1.	4(a)	Executive Officer	<b>Chief Executive Officer</b>	Title change	The title of the Executive Officer has been changed throughout the document to Chief Executive Officer
2.	4A	<b>Application of Legislation Act 2001</b>  4A The Legislation Act 2001 applies to these rules in the same way as it would if they were an instrument made under the Act.		Deleted	On advice from ATODA's solicitor this provision is covered by the Association Incorporations Regulations
3.	5A	New clause	<b>However, no alcohol, tobacco, pharmaceutical, cannabis, or other drug industry body (production of or promotion of) is eligible for any type of membership.</b>		This additional clause is to stop the possibility of drug industry promoters or producers being permitted to join ATODA as any form of member.

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4.	5.1(2)	A full organisational member must be able to demonstrate its interest or involvement in alcohol, tobacco and/or other drug issues, and its charter must be compatible with the objects of The Association. To be eligible for full organisational membership, an organisation or at least one of its programs must have as its main function the provision of alcohol, tobacco and/or other drug services (e.g. prevention and/or treatment services) directly to the community or to parts of it.	A full organisational member must be able to demonstrate its interest or involvement in alcohol, tobacco and/or other drug issues, and its charter must be compatible with the objects of The Association. To be eligible for full organisational membership, an organisation or at least one of its programs must have as its main function <b>(based in the Australian Capital Territory)</b> the provision of alcohol, tobacco and/or other drug services (e.g. prevention and/or treatment services) directly to the <b>Australian Capital Territory</b> community or to parts of it.	Words added	<b>Addition of Australian Capital Territory to tighten membership eligibility to organisations only based or providing services within the Australian Capital Territory</b>
5.	5.1(3) (e)	A delegate shall be eligible for election to any office or to the Board.	A delegate shall be eligible for election <b>or appointment</b> to the Board	Words added	It is proposed that Board members are elected to the Board at an Annual General Meeting (AGM) with the Board appointing office bearers to the Board at a Board

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					meeting following an AGM
6.	5.2 (5) (d)	Associate organisational members shall not be eligible for election to any office or to the Board.	Associate organisational members shall not be eligible for election <b>or appointment</b> to any position on the Board.	Words added	That the Board can not appoint an Associate member
7.	5.3(4) (e)	A delegate shall be eligible for election to any office or to the Board.	A delegate shall be eligible for election <b>or appointment by the Board</b> to any office or to the Board.	Words added	It is proposed that Board members are elected to the Board at an Annual General Meeting (AGM) with the Board appointing office bearers to the Board at a Board meeting following an AGM
8.	5.4 (1)	Honorary membership will be offered to individuals who can assist The Association in attaining its objects. The offer will be made by the Board. An honorary member is not eligible for election to any office or to the Board.	Honorary membership will be offered to individuals who can assist The Association in attaining its objects. The offer will be made by the Board. An honorary member is not eligible for election <b>or appointment to any position on</b> the Board	Words added	To clarify that the Board can not appoint an honorary member to any position on the Board.
9.	6.2 (a)	As soon as is practicable after receiving a nomination for membership, the Secretary	As soon as is practicable after receiving a nomination for membership, the Secretary	Words added	Strengthens the Board's ability to accept or deny

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		shall refer the nomination to the Board which shall determine whether to approve or to reject the nomination.	shall refer the nomination to the Board. <b>The Board, having regard to the nominee's interest and/or involvement in alcohol, tobacco and other drug issues, and the degree to which the nominee is qualified for membership under this Part, shall determine whether to approve or to reject the nomination. The decision of the Board in respect of any nomination for membership is final.</b>		membership to ATODA.
10.	6.2 (b)	As soon as is practicable after receiving a nomination for membership, the Secretary shall refer the nomination to the Board which shall determine whether to approve or to reject the nomination.	<b>If the Board rejects an application, the Secretary must write to the applicant as soon as possible to tell them that their application has been rejected, but does not have to give reasons</b>	New clause	Ensures that the Secretary notifies membership applicants
11.	15.	Constitution and Membership	Constitution and Membership <b>of the Board</b>	Words added	To clarify that this rule refers to membership of the Board
12.	15.1(b)	three (3) ordinary Board Members, each of whom shall be elected under rule 16 or	<b>Up to four (4) ordinary Board Members, each of whom shall be elected under rule 17 or</b>	Words changed	Increase in one Board member.

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		appointed in accordance with sub-rule (4);	appointed in accordance with sub-rule (5); and		
13.	15.1(c)	of the 4 office-bearers of The Association and three (3) ordinary Board members a minimum of four (4) will be full organisational members and a maximum of three (3) will be individual members;		Deleted	See rule 15.3
14.	15.1(d)	a nominated representative of the ACT ATOD Workers Group; and		Deleted	The Workers Group will no longer be represented on the Board but mechanisms will be set up to include their input into Board matters.
15.	15.2 (a) & (b)	The office-bearers of The Association shall be:  (a) the President;  (b) the Vice President;	The office-bearers of The Association shall be:  (a) the <b>Chair</b> ;  (b) the <b>Deputy Chair</b> ;	Words changed	Titles changed
16.	15.3		Of the four (4) office-bearers of The Association and <b>up to four (4)</b> ordinary Board members a	Words added	Replaces rule 15.1 (c)

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			minimum of four (4) will be delegates of full organisational members and a maximum of three (3) will be individual members		
17.	15.4		Each Member of the Board, <b>other than the Chair appointed under rule 16</b> , shall, subject to this Constitution, hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible to stand for re-election.	Words added	Replaces rule 15.3 and allows for the Chair to be appointed by the Board under rule 16. Note election of Board members but appointment of Office Bearers by the Board following an AGM
18.	15.5		In the event of a Board vacancy, the Board may appoint a delegate of a full organisational member of The Association, or an individual member of The Association, to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the next annual general meeting following the date of the appointment.	No wording change	Replaces 15.4

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19.	16		<p><b>Appointment of the Chair</b></p> <p>16.1 (a) Following the adoption of this rule, the Board shall appoint a Chair for a term of two (2) years, who will be eligible to be appointed for a further period of two (2) years. The position of Chair is additional to the positions of appointed Board members referred to at rule 15.1 (c) above.</p> <p>1.1 (b) The Chair shall be a person who is, or is qualified to be, an Individual Member of the Association or the Chair shall ex officio be an Individual Member for the period of his or her appointment. The Chair shall not necessarily be required to be involved in service development, delivery or research in relation to alcohol, tobacco or other drugs.</p> <p>1.2 (c) The appointed Chair shall have the same rights</p>	New rule	This rule allows for the Board to appoint the Chair and clarifies the Chairs period of appointment and eligibility for appointment.

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			and privileges as the other members of the Board, including the right to vote at meetings of the Board and at general meetings.		
20.	17.	Election of Board Members			Replaces Rule 16 Election of Board Members.
21.	17.1	Nominations of candidates for election as office-bearers of The Association or as ordinary Board Members	Nominations of candidates for election <b>as Board members of The Association (other than the Chair who is appointed by the Board under rule 16)</b> or as ordinary Board Members	To allow for election of Board members and not office bearers	
22.	17.8 (a) (b) (c) (d) (e)		<u>17.8 (a) Upon the adoption of this Constitution, all office -bearers and members of the Association previously elected shall continue to hold office until the end of the term for which they were elected.</u>  <u>(b)The term of office of the first person appointed to the office of Chair shall commence on the day after the end of the term of the</u>		Replaces 16.8 and 16.9. Clarifies the transition of office bearers after the first AGM following the adoption of the constitution. <b>Note: I have added some draft words for the appointment of office bearers.</b>



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			<p><u>President in office at the time of adoption of this Constitution.</u></p> <p>(a) <u>The term of office of the first person elected to the office of Deputy Chair shall commence on the day after the end of the term of the Vice-President in office at the time of adoption of this Constitution.</u></p> <p>(d) <u>After the adoption of this Constitution, the Secretary shall be appointed by the Board and 3 ordinary Board members shall be elected in even numbered years for a 2-year term.</u></p> <p>(e) <u>After the adoption of this Constitution, the Deputy Chair and Treasurer will be appointed by the Board and 1 ordinary Board member shall be elected in odd numbered years for a 2-year term.</u></p>		

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23..	21.2		<b>Notwithstanding the provisions of rule 21.1, the Board may, by resolution, subject to the Act, remove the Chair from his or her office before the expiration of the Chair's term in office.</b>	New Rule	Allows for the removal of the Chair.
24.	36.2	All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two (2) office bearers of the Board or one (1) office bearer and the Executive Officer of The Association or <b>1 other employee</b> authorised to do so by the Board.	All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two (2) office bearers of the Board, or one (1) office bearer and the Chief Executive Officer of The <b>Association or Board member</b> authorised to do so by the Board.		Allows for a Board member to sign and stops 2 employees signing.