



# *The Teachers' Guild of New South Wales*

*Established 1892*

*Doceo ut discam: I teach, that I may learn*

ACN 000 011 138

ABN 35 000 011 138

## **ANNUAL GENERAL MEETING**

Friday 26 November, 5:30pm AEDT

Via Zoom

### **SPECIAL RESOLUTIONS BRIEF**

Amendments to the Constitution of the Society

The Council of TGNSW regularly review the Constitution of the Society to ensure it remains relevant for the proper governing of the Guild. At the 2021 AGM, Council propose amendments by special resolution.

The special resolutions are:

1. That the members present accept an amendment to Clause 39.3 in the Constitution to split three Vice-Presidents into two roles of one Vice-President and immediate Past-President, and to note that Council members will be elected to a portfolio of work
2. That the members present accept an amendment to Clause 39.4 in the Constitution to reflect the change to one Vice President and Immediate Past President, remove reference to the 2020 AGM and Accreditation Officer, and include changes to Council structure
3. That the members present accept the lodgement of the amended Constitution with the Australian Securities and Investments Commission (ASIC)

### **Explanatory Comments**

1. Council has proposed a special resolution at the AGM to split the Vice-President role into Immediate Past-President and one Vice-President to better allocate responsibilities and work within the Executive. Council members will be responsible for a portfolio of work.
2. As a result of amending Clause 39.3, the following Clause 39.4 should be updated to reflect the new structure. The year 2020 should be removed as the changes are ongoing. Reference to the Accreditation Officer should be removed as this is no longer a current position on Council. Instead, the clause will note that the six members of Council are each responsible for a portfolio of work that will be further outlined in the Guild Bylaws.
3. Following the acceptance of Special Resolution 1 and 2, members of the Guild are required procedurally to adopt the amended Constitution for lodgement as the current Constitution of TGNSW with the Australian Securities and Investment Commission.



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In that context, the amended Constitution has been tabled with the AGM papers. In addition, the specific changes to the clauses are set out below.

<b>Current Clause 39.3</b>	<b>Amended Clause 39.3</b>
<p>The Business and Affairs of the Teachers' Guild of New South Wales shall be managed by the Council of the Teachers' Guild of New South Wales which shall consist of:</p> <ul style="list-style-type: none"> <li>(a) the President;</li> <li>(b) three Vice-Presidents of whom one shall be the immediate Past-President;</li> <li>(c) the Treasurer;</li> <li>(d) up to six ordinary members of Council ("Council Members"), elected from the eligible Members or Honorary Fellows of the Teachers' Guild of New South Wales.</li> </ul>	<p>The Business and Affairs of the Teachers' Guild of New South Wales shall be managed by the Council of the Teachers' Guild of New South Wales which shall consist of:</p> <p>by the Council of the Teachers' Guild of New South Wales which shall consist of:</p> <ul style="list-style-type: none"> <li>(a) the President;</li> <li>(b) <b>Immediate Past-President;</b></li> <li>(c) <b>the Vice-President;</b></li> <li>(d) the Treasurer;</li> <li>(e) up to six ordinary members of Council ("Council Members"), elected <b>for one portfolio of work position</b> from the eligible Members or Honorary Fellows of the Teachers' Guild of New South Wales.</li> </ul>

<b>Current Clause 39.4</b>	<b>Amended Clause 39.4</b>
<p>At the 2020 Annual General Meeting, the Council will consist of the President, three Vice Presidents (one of whom is the immediate past-President), the Treasurer and the Accreditation Officer responsible to manage all processes and procedures of the Teachers' Guild of New South Wales scope as an endorsed provider of NESAR Registered Professional Development. All Council members must be Members of the Teachers' Guild of New South Wales.</p>	<p>At the Annual General Meeting, the Council will consist of the President, <b>Immediate Past-President, Vice President,</b> the Treasurer and <b>no more than six ordinary members of Council. Council Members shall be responsible for portfolio of work as outlined in the Bylaws.</b> All Council members must be Members of the Teachers' Guild of New South Wales.</p>