

Changes for members to vote on

MCOT Special General Meeting 26 August 2021

The MCOT board invited members to share their views on MCOT's governance and constitution via phone and email contact with staff, and in a consultation session on 22 July 2021.

The members who attended appeared to broadly support a number of changes to MCOT's constitution. These changes are in line with previous feedback from members, such as in a 2020 survey where 81 members provided views.

These changes are outlined below. Technical wording for each of these changes is set out over the subsequent pages.

These changes will each be put to separate votes at a special general meeting at 6pm on Thursday 26 August 2021 at the Multicultural Hub, 65 Hopkins St, Moonah. If three quarters of voting members support a change, the constitution will be updated accordingly.

Change 1:

No multiple board members from the same member organisation, no relatives on the board, no politicians on the board.

Change 2:

After the September 2021 Annual General Meeting, allow elections for board members to be conducted either by the Tasmanian Electoral Commission using post, or through use of an online platform such as 'ElectionBuddy'.

Change 3:

A board of 9 elected members, including a directly elected Chair and Vice Chair, and up to 3 appointed members.

Change 4:

A minimum of 30 per cent of the board being female.

Change 5:

Make amendments suggested the Australian Charities and Not-for-profit Commission so that MCOT can be registered as a charity, namely:

- insert objects about promoting participation, culture and good policy; and
- update our 'not-for-profit' and 'wind-up' provisions.

Change 6:

Acknowledge First Peoples, commit to promoting harmony and equity.

Change 7:

Require the support of ten member organisations in order for members to call a special general meeting.

Change 8:

Update numbering, update financial provisions, and recognise 'virtual' attendance at board meetings as long as virtual presence is as if actually physically present.

Change 9:

After the September 2021 Annual General Meeting, delay voting rights for member organisations until the second financial year of membership.

Change 10:

Allow two years of membership to be offered to member organisations.

Change 11:

Only allow voting rights for member organisations if the organisation is a current member organisation, or it is a not-for-profit organisation.

Change 12:

Remove the non-voting board position of 'immediate past chair'.

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Change 1 Eligibility for the board

No multiple board members from the same member organisation, no relatives on the board, no politicians on the board.

Insert highlighted section:

22.1.1 An officer of the Council shall not be:

- a) a federal or state parliamentarian, or local councillor or alderman;
- b) a spouse (*de facto* or *de jure*), sibling (or sibling-in-law), parent (or step-parent) or child (or step-child) of another officer of the Council;
or
- c) a delegate of a member organisation where another officer of the Council is a delegate of the same member organisation.

Insert the highlighted text into the second sentence in section 22.4 as follows:

In the event of a casual vacancy in the officers of the Council the members of the Board may appoint an Individual Member or delegate **who satisfies the eligibility rule under section 22.1.1** to the vacant office...

Insert the highlighted text so that section 24.1 reads as follows:

24.1 Candidates for election as officers of the Board **shall satisfy the eligibility rule under section 22.1.1 and** shall be Individual Members or delegates of Organisational Members...

Insert section 25(h) so that section 25 reads as follows:

25. Vacation of Office

For the purposes of these rules, the office of an officer of the Council becomes vacant if the officer...

(h) ceases to satisfy the eligibility rule under section 22.1.1.

Change 2 Voting method

After the September 2021 Annual General Meeting, allow elections for board members to be conducted either by the Tasmanian Electoral Commission using post, or through use of an online platform such as 'ElectionBuddy'.

After the September 2021 Annual General Meeting, remove text with a strikethrough, and insert highlighted text:

5.1(e) ~~Delegates must be re-appointed by the Organisational Members every year and n~~Notice of the details of ~~the~~ delegates must be provided by the Organisational Members ~~annually~~ to the public officer ~~no later than 24 hours before the Annual General Meeting.~~

(f) Nothing shall prevent an Organisational Member from recalling a delegate at any time and appointing another delegate in his/her place except within 24 hours of a ~~n Annual~~ General Meeting. **Nonetheless, the list of electors for board member elections, comprising delegates for eligible member organisations as well as eligible individual members, is to close on 1 August each year.**

...

11.2 The Annual General Meeting shall be held on such a day (being no later than ~~sixthree~~ months after the close of the financial year of the Council) as the Board may determine.

...

18. VOTES

18.1 Upon any question arising at a general meeting of the Council, **and in board member elections**, an Individual Member (being a member entitled to vote under these rules) and each delegate has one vote only **(even if a person is a delegate of more than one member organisation)**.

18.2 All votes **on questions arising at a general meeting of the Council** shall be given personally.

18.3 In the case of an equality of voting on a question **arising at a general meeting of the Council**, the Chairperson of the meeting is entitled to exercise a second or casting vote.

18.4 No member (being a member entitled to vote under these rules) shall be entitled to vote at any general meeting **or in board member elections during a financial year** if the ~~relevant~~ annual subscription due to the Council **for that financial year** is in arrears.

18.5 In the case of an Individual Member, voting rights are disallowed within the first twelve months of paid membership.

18.6 An Individual Member will be entitled to voting rights at an Annual General Meeting **and in board member elections**

~~(a) — When it is in their second or a subsequent financial year Annual General Meeting following the first twelve months of paid membership and,~~

~~(b) — Having attended at least half of the General meetings called by the Board in every year of the Individual Member's membership of the Council.~~

...

20. WHEN POLL TO BE TAKEN

A poll that is demanded on ~~the election of a Chairperson, or on~~ a question of adjournment shall be taken forthwith, and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairperson may direct.

...

23. CONSTITUTION OF THE BOARD

The Board shall consist of the officers of the Council all of whom shall be elected ~~at an Annual General Meeting of the Council~~ except for **the Immediate Past Chairperson and** those officers who are co-opted by the Board under rule 24.7.

...

24. ELECTION OF MEMBERS OF BOARD

24.1.1 The Board may appoint the Electoral Commissioner for Tasmania or some other person or organisation independent of the Council and its members as Returning Officer to conduct an election in accordance with these Rules. The Electoral Commissioner for Tasmania may appoint another person as Returning Officer to conduct the election on his or her behalf.

24.1.2 The Returning Officer in an election must fix the day on which nominations for the election open and the time and date for the close of nominations. Nominations are to be open for at least 21 days. The Returning Officer in an election must, no later than 21 days before the date fixed for the close of nominations, cause notice of the election and a nomination form to be sent to every member at the postal or email address nominated by that member. The notice is to: specify the vacancy or vacancies to be filled; call for nominations; specify the way in which, and the time and date by which, nominations must be received; and contain

such other information as the Returning Officer determines. Nomination forms for an election are to be prepared in a form approved by the Returning Officer and include provision for candidates' statements.

24.1.3 Candidates for election as officers of the Board shall be Individual Members or delegates of Organisational Members ~~and the~~. A person may be nominated as a candidate for election as Chair and/or Vice Chair and/or an ordinary Board Member. The nominations ~~-(a)~~ shall be made in writing signed by two members of the Council and/or delegates, **other than the person being nominated**, and accompanied by the written consent **and signature** of the candidate (which may be endorsed on the form of nomination) ~~-(b) i.~~ If the nomination is for an office of the Board, the nomination shall state the office or offices for which the nominee is a candidate. If no office is stated, the nomination shall be deemed to be for an ordinary member of the Board. **The nomination form must be emailed, lodged, posted or faxed so as to be received by the Returning Office by the time and date fixed for close of nominations.** ~~-(c) shall be delivered to the public officer of the Council at least ten days before the date fixed for the holding of the Annual General Meeting.~~ The Returning Officer in an election may accept a nomination for the election if satisfied that: the nomination has been made and lodged in accordance with these rules; and the person nominated is eligible to be a candidate in the election. The Returning Officer must reject a nomination if not satisfied as to the matters specified in this rule. The Returning Officer is not to disclose information concerning any nominations received until after the time fixed for the close of nominations. A candidate in an election may withdraw his or her nomination at any time until the close of nominations by giving notice in writing of the withdrawal to the Returning Officer.

24.1.4 A candidate in an election may supply the Returning Officer with a written statement to be distributed with ballot papers. The statement must be received by the Returning Officer in the election by the close of nominations. The statement is not to: exceed 150 words; or mention any other candidate unless the signed consent of that other candidate is received by the Returning Officer with the statement. The Returning Officer may, interfering as little as possible with the content of a candidate's statement, edit any or all of that statement to make it consistent in style and layout and to ensure compliance with this Rule.

24.2 If, on the close of nominations for an election, the number of ~~insufficient~~ nominations **accepted by the Returning Officer is fewer than the number of positions to be filled**, the Returning Officer is to declare those persons elected, ~~are received to fill all vacancies on the Board, the candidates nominated shall be deemed to be elected and~~ further nominations shall be received **by the Board** at the Annual General Meeting,

and the Board shall conduct an election at the Annual General Meeting in a manner of the Board's choosing to fill the remaining vacancies.

24.3 If, on the close of nominations for an election, the number of nominations accepted by the Returning Officer ~~received~~ is equal to the number of vacancies to be filled the Returning Officer is to declare those persons ~~the persons nominated shall be deemed to be~~ elected.

24.4 If, on the close of nominations for an election, the number of nominations accepted by the Returning Officer exceeds the number of vacancies to be filled, the Returning Officer must conduct a ballot ~~a ballot shall be held.~~

~~24.5—The ballot for the election of members to the Board shall be conducted at the Annual General Meeting in such usual and proper manner as the Board may direct.~~

...

24.8 The list of electors for board member elections, comprising delegates for eligible member organisations as well as eligible individual members, is to close on 1 August each year. The Public Officer is to prepare a list of electors entitled under these rules to vote in board member elections. The Public Officer is to certify as correct the list of electors and provide it to the Returning Officer. The Returning Officer in an election may require the Public Officer to provide any other information that the Returning Officer reasonably considers is necessary or expedient for clarifying eligibility to vote.

24.9 Subject to this Rule, ballots for an election are to be prepared in a form approved by the Returning Officer. The order in which the names of candidates are to appear on the ballots is to be drawn by lot. A ballot is to contain a direction to the effect that electors are to vote for all candidates in the order of their preference.

24.10 For postal and online elections, the Returning Officer in an election must fix: the day on which ballots are emailed and/or posted to eligible electors; and the time and date of the close of the ballot, which is to be a date no less than 14 days prior to the Annual General Meeting. The ballots are to be emailed and/or posted to eligible electors at least 21 days before the close of the ballot.

24.11 When conducting a postal or online election the Returning Officer must email and/or post and/or otherwise deliver the following ballot material to each elector at the email and/or postal address nominated by that elector: the ballot/s; instructions for the completion of the ballot/s and the manner in which the ballot/s are to be returned; in the case of postal voting, the Reply Paid envelope or envelopes to be used for the return of

the ballot/s; candidate statements; and such other material as the Returning Officer considers appropriate.

24.11 In the case of postal voting, an envelope to be used for the issue and return of ballot/s is to make provision for the voter to sign a declaration authenticating the vote; and be designed to protect the secrecy of the vote. The declaration is to be to the effect that the voter is the person named on the envelope; and that the voter voted on the ballot/s in the envelope. The form of the envelope is to be determined by the Returning Officer.

24.12 In the case of postal voting, in accordance with the instructions issued by the Returning Officer, an elector in an election is to: mark the ballot paper; and place it in the envelope or envelopes provided; sign the voter's declaration; and send it by post or deliver it so that it is received by the Returning Officer before the close of the ballot.

24.13 In the case of postal voting, where an elector whose name appears in the list of electors claims in an application made to the Returning Officer before the close of the ballot that he or she has not received the ballot/s or that the ballot/s received has/have been accidentally defaced or destroyed, the Returning Officer may forward by post or deliver a second set of ballot material to that elector.

24.14 The Returning Officer in an election must not accept a ballot paper that is: received by the Returning Officer after the close of the ballot; in the case of postal voting, contained in an envelope where the declaration has not been signed as required; received from a person who is not eligible to vote in the election; or received from a person who has already voted in the election.

24.15 A ballot in an election is informal if: there is no vote recorded on the ballot; the elector has not marked the ballot paper by placing consecutive numbers without repetition, starting from number 1, in the squares next to the names of at least as many candidates as there are positions to be filled by election; or the ballot contains a mark or writing which identifies the elector who marked the ballot. If on a ballot paper that is otherwise formal, a number is repeated or omitted, the elector's preferences on that ballot paper are to be counted up to but not including that repetition or omission. A ballot paper is not to be treated as informal at the counting of votes if, in the opinion of the Returning Officer, the elector's intention is clearly indicated on the ballot.

24.16 The counting of votes shall proceed in the following order of ballots: Chair, Vice Chair, general board members. If a candidate is elected as Chair, then votes cast for that candidate in a ballot for Vice Chair are to be transferred to the next remaining candidate in the order of the relevant voter's preference. If a candidate is elected as either Chair or Vice Chair,

then votes cast for that candidate in a ballot for a general board position are to be transferred to the next remaining candidate in the order of the relevant voter's preference.

24.17 If the Board appoints the Electoral Commissioner for Tasmania as Returning Officer to conduct an election, then votes cast in that election are to be counted in accordance with the processes contained in Schedule 7 (Counting of Votes) of the Tasmanian Local Government Act 1993.

24.18 If the Board appoints a Returning Officer other than the Electoral Commissioner for Tasmania to conduct an election, and if that election is conducted through use of an online platform such as 'ElectionBuddy', then votes cast in that election are to be counted using a single transferable vote system.

24.19 If the Board appoints a Returning Officer other than the Electoral Commissioner for Tasmania to conduct an election, and if that election is not conducted through use of an online platform such as 'ElectionBuddy', then votes cast in that election are to be counted using a proper and feasible vote counting method.

24.20 The Returning Officer is to issue and forward to the Public Officer a certificate of the result of the election.

Change 3 Board size and positions

A board of 9 elected members, including a directly elected Chair and Vice Chair, and up to 3 appointed members.

Remove text with a strikethrough, and insert highlighted text:

11.6 (a) At ~~the first~~ election **held in an even-numbered year** ~~after the introduction of this sub-rule 11.6, all positions on the Board shall be declared vacant and~~ the following positions will be elected for 2 years

- o Chair,
- o ~~Senior~~ Vice Chairperson
- ~~o Treasurer~~
- o **4-3 additional** Board members

and **at elections held in an odd-numbered year** the following positions will be elected for **1 2** years.

- o ~~Vice Chairperson~~
- ~~o Secretary~~
- o **5-4 additional** Board members.

...

15.1 The Chairperson or in his/her absence the ~~Senior~~ Vice-Chairperson, ~~or in the absence of both, the other Vice-Chairperson~~ shall preside as Chairperson at every general meeting of the Council.

15.2 If the Chairperson, ~~Senior vice-Chairperson~~ and Vice-Chairperson are absent from a general meeting, the members and delegates present shall elect one of their number to preside as Chairperson thereat.

...

22.1

Officers of the Council shall be ~~up to~~ nine (9) **-elected** Board members, **the Immediate Past Chairperson,** and

- up to **three** ~~four (4)~~ co-opted Board members.

Those officers of the Council who will serve as eExecutive officers of the Council shall be

- o a Chairperson
- o the Immediate Past Chairperson

- o a ~~Senior~~-Vice-Chairperson
- o ~~a (one) Vice-Chairperson~~
- o a Treasurer
- o a Secretary

The Board shall appoint consenting officers of the Council to the positions of Treasurer and Secretary.

...

24.6 (a) Notwithstanding any other provisions of the constitution the persons who are members of the Board on **1 July 2022, including the person holding the position previously named 'Senior Vice-Chairperson' and now named 'Vice-Chairperson',** ~~the relevant date~~ shall remain as members of, and continue to constitute, the Board until the end of the Annual General Meeting **held during 2021-22, or the cessation of their elected term, whichever is later.**

~~(b) "Relevant date" means the date on which amendment to Rule 24(1) is adopted by the Council.~~

24.7 After each Annual General Meeting the Board may co-opt up to **three** ~~four (4)~~ additional members to the Board who shall be appointed by the Board to achieve the best representation of regional interests, new and emerging multicultural communities, gender, age, diversity and skills and expertise.

...

26.1 At a meeting of the Board:

- (a) The Chairperson or in his/her absence, the ~~Senior~~-Vice Chairperson ~~or in the absence of both the Chairperson and the Senior Vice Chairperson, the other Vice Chairperson~~ shall preside.

28.4 The Chairperson and ~~Senior~~-Vice-Chairperson shall be ex-officio members of all sub-committees.

28.5 The Chairperson, the Vice Chairpersons, the Treasurer and the Secretary constitute an Executive Committee, which may issue instructions to the public officer and the servants of the Council in matters of urgency connected with the management of the affairs of the Council during intervals between meetings of the Board and where any such instructions are issued, shall report thereon to the next meeting of the Board.

Change 4 Gender composition of board

A minimum of 30 per cent of the board being female.

Insert the highlighted text into the second sentence in section 22.4, and transform the sentence into two sentences, as follows:

In the event of a casual vacancy in the officers of the Council the members of the Board may appoint an Individual Member or delegate to the vacant office, **although this must be a female appointee if the vacancy was originally reserved for female candidates.** ~~and~~ The member or delegate so appointed...

Insert section 24.4.1

To the extent of any inconsistency with sections 24.2, 24.3 or 24.4, this section applies.

The nomination shall state whether the candidate is female.

A female candidate nominating to be an ordinary board member shall be a candidate for vacancies reserved for female candidates and for vacancies open to candidates of any sex.

If a candidate is elected in an election, then votes cast for that candidate in a subsequent election are to be transferred to the next remaining candidate in the order of the relevant voter's preference.

In odd-numbered years, wherein four board member vacancies are to be filled, two of those vacancies are to be reserved for female candidates.

If, on the close of nominations, there is no female candidate accepted by the Returning Officer, then further nominations shall be received by the Board at the Annual General Meeting, and the Board shall conduct an election at the Annual General Meeting in a manner of the Board's choosing to fill the two vacancies reserved for female candidates.

If, on the close of nominations, there is one female candidate accepted by the Returning Officer, then the Returning Officer is to declare that candidate elected, further nominations shall be received by the Board at the Annual General Meeting, and the Board shall conduct an election at the Annual General Meeting in a manner of the Board's choosing to fill the one remaining vacancy reserved for female candidates.

If, on the close of nominations, there are two female candidates accepted by the Returning Officer, then the Returning Officer is to declare those candidates elected.

If, on the close of nominations, there are three or more female candidates accepted by the Returning Officer, then the Returning Officer must conduct a ballot for those two vacancies reserved for female candidates.

If, following any filling of vacancies reserved for female candidates, there are no candidates of any sex who have not yet been elected, then further nominations shall be received by the Board at the Annual General Meeting, and the Board shall conduct an election at the Annual General Meeting in a manner of the Board's choosing to fill the two vacancies open to candidates of any sex.

If, following any filling of vacancies reserved for female candidates, there is one candidate of any sex who has not yet been elected, then the Returning Officer is to declare that candidate elected, further nominations shall be received by the Board at the Annual General Meeting, and the Board shall conduct an election at the Annual General Meeting in a manner of the Board's choosing to fill the one remaining vacancy open to candidates of any sex.

If, following any filling of vacancies reserved for female candidates, there are two candidates of any sex who have not yet been elected, then the Returning Officer is to declare those candidates elected.

If, following any filling of vacancies reserved for female candidates, there are three or more candidates of any sex who have not yet been elected, then the Returning Officer must conduct a ballot for the two vacancies open to candidates of any sex.

In even-numbered years, wherein vacancies for a chair, vice-chair and three additional board members are to be filled, one of those vacancies for additional board members is to be reserved for female candidates.

If, following the elections for chair and vice-chair, there is no female candidate accepted by the Returning Officer, then further nominations shall be received by the Board at the Annual General Meeting, and the Board shall conduct an election at the Annual General Meeting in a manner of the Board's choosing to fill the one vacancy reserved for female candidates.

If, following the elections for chair and vice-chair, there is one female candidate accepted by the Returning Officer, then the Returning Officer is to declare that candidate elected.

If, following the elections for chair and vice-chair, there are two or more female candidates accepted by the Returning Officer, then the

Returning Officer must conduct a ballot for the one vacancy reserved for female candidates.

If, following any filling of the vacancy reserved for female candidates, there are no candidates of any sex who have not yet been elected, then further nominations shall be received by the Board at the Annual General Meeting, and the Board shall conduct an election at the Annual General Meeting in a manner of the Board's choosing to fill the two vacancies open to candidates of any sex.

If, following any filling of the vacancy reserved for female candidates, there is one candidate of any sex who has not yet been elected, then the Returning Officer is to declare that candidate elected, further nominations shall be received by the Board at the Annual General Meeting, and the Board shall conduct an election at the Annual General Meeting in a manner of the Board's choosing to fill the one remaining vacancy open to candidates of any sex.

If, following any filling of the vacancy reserved for female candidates, there are two candidates of any sex who have not yet been elected, then the Returning Officer is to declare those candidates elected.

If, following any filling of the vacancy reserved for female candidates, there are three or more candidates of any sex who have not yet been elected, then the Returning Officer must conduct a ballot for the two vacancies open to candidates of any sex.

Insert at the end of section 24.7:

The board must not appoint a man to the board if, following such an appointment, women hold fewer than 30 per cent of the board positions.

Change 5 Changes required to register as a charity

Make amendments suggested the Australian Charities and Not-for-profit Commission so that MCOT might be registered as a charity, namely:

-insert objects about promoting participation, culture and good policy; and

-update our 'not-for-profit' and 'wind-up' provisions.

Remove text with a strikethrough, and insert highlighted text:

4. OBJECTS AND PURPOSES

The basic objects of the Council shall be:

4(a) to promote contact, communication, co operation, understanding, respect and tolerance between Tasmanians of various cultural, linguistic and religious backgrounds, so that all can fully participate in all aspects of life in Tasmania without racism or discrimination;

4(a)(i) **this includes** ~~to~~ promoting joint action and cooperation between ethnic communities on issues of common concern;

4(b) to advance the culture of ethnic communities in Tasmania by providing for the observance and celebration of customs, festivals and ceremonies;

~~4(c)~~(b)(i) **this includes** ~~to~~ encouraging the development of ethnic organisations concerned with the social and cultural life of their communities;

4(c) to promote current and prospective laws and policies that support multicultural communities in Tasmania, and to oppose current and prospective laws and policies that harm multicultural communities in Tasmania, including by undertaking research and promoting and engaging in public debate;

~~4(b)~~(c)(i) **this includes** ~~to~~ ensuring the rights of ethnic communities including effective participation in decisions which affect them and the sharing of community resources;

4(d) to participate actively in the development of a culturally pluralistic society in Australia and to relate to relevant community organisations and structures keeping in mind the purpose of inter-action with rather than isolation from the mainstream of Australian life;

4(e) to encourage and promote multicultural education.

4(f) In addition to the basic objects of the Council, the objects and purposes of the Council shall be deemed to include:

...

~~(x) the establishment and support or aiding in the establishment and support of associations, institutions, funds, trusts, schemes, and conveniences calculated to benefit servants or past servants of the Council and their dependents and the granting of pensions, allowances or other benefits to servants or past servants of the Council and their dependants and the making of payments towards insurance in relation to any of these purposes;~~

(xi) the establishment and support, or aiding in the establishment and support of any other association formed for any of the basic objects of the Council;

...

6. INCOME AND PROPERTY

6.1 The Council must not distribute any income or assets directly or indirectly to its members, except as provided in rules 6.2 and 6.3.

6.2 The Council must apply its income and assets solely in pursuit of the objects in rule 4.

6.3 Rules 6.1 and 6.2 do not stop the company from doing the following things, provided they are done in good faith:

(i) paying a member for goods or services they have provided or expenses they have properly incurred at fair and reasonable rates or rates more favourable to the Council, or

(ii) making a payment to a member in carrying out the Council's objects.

~~6.1 The income and property of the Council, however derived shall be applied solely towards the promotion of the objects and purposes of the Council and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise to any member of the Council. Nothing in this rule prevents the payment in good faith to a member by way of sponsorship of an event by the member which meets an objective of the Council from time to time.~~

6.4 The Council shall not:

(a) appoint a person who is a member of the Board to any office in the gift of the Council to the holder of which there is payable any remuneration by way of salary, fees or allowances; or

(b) pay to any such person any remuneration or other benefit in money or money's worth (other than the repayment of out-of-pocket expenses).

6.5 Rules 6.1 to 6.5 shall override any other rules in this constitution and shall prevail to the extent of any inconsistency.

~~6.3 Nothing in the foregoing provisions of this rule prevents the payment in good faith to a servant or member of the Council of:~~

~~(a) remuneration in return for services actually rendered to the Council by the servant or member or for goods supplied to the Council by the servant or member in the ordinary course of business;~~

~~(b) interest at a rate not exceeding eight and one-quarter percent on moneys lent to the Council by the servant or member; or~~

~~(c) a reasonable and proper sum by way of rent for premises let to the Council by the servant or member.~~

...

36. ASSETS OF COUNCIL ON WINDING UP

36.1 If the Council is wound up, any surplus assets and income must not be distributed to a member or a former member of the Council, unless that member or former member is a charity described in rule 36.2.

36.2 Subject to the Corporations Act and any other applicable Act, and any court order, any surplus assets and income that remain after the Council is wound up must be distributed to one or more charities:

(i) with charitable purposes similar to, or inclusive of, the objects in rule 4, and

(ii) which also prohibit the distribution of any surplus assets and income to its members to at least the same extent as the Council.

36.3 The decision as to the charity or charities to be given the surplus assets and income must be made by a special resolution of members at or before the time of winding up. If the members do not make this decision, the Council may apply to the Supreme Court to make this decision.

36.4 Rules 36.1 to 36.4 shall override all other rules in this constitution and shall prevail to the extent of any inconsistency.

~~36.1 Subject to clause 36.2, in the event of the winding up or dissolution of the Council, the assets of the Council shall not be distributed to the members, but shall be transferred to an organisation having similar objects or to any charity or charities agreed upon by the members at a General Meeting subject to the provisions of section 33 of the Associations Incorporation Act 1964.~~

~~36.2 If the Council obtains endorsement as a deductible gift recipient from the Australian Taxation Office and is subsequently wound up or its endorsement as a deductible gift recipient is revoked (whichever occurs first), any surplus of the following assets shall be transferred to another organisation having similar objects or to any charity or charities agreed upon by the members at a General Meeting provided that in either case income tax deductible gifts can be made to such organisation, charity or charities:~~

~~(a) gifts of money or property for the principal purpose of the Council~~

~~(b) contributions made in relation to an eligible fundraising event held for the principal purpose of the Council~~

~~(c) money received by the Council because of such gifts and contributions.~~

Change 6 Aboriginal recognition

Acknowledge First Peoples, commit to promoting harmony and equity.

Insert:

Preamble

The Multicultural Council of Tasmania acknowledges the Aboriginal and Torres Strait Islander Peoples as the First Peoples of Australia and seeks to promote harmony among, and equity for, all the peoples of Australia.

Change 7 Calling special general meetings

Require the support of ten member organisations in order for members to call a special general meeting.

Remove text with a strikethrough, and insert highlighted text:

12.2 The Board shall, on the requisition in writing **from at least one delegate from at least ten member organisations** ~~of not less than seven members~~, convene a Special General Meeting of the Council.

Change 8 Updating numbering and provisions regarding finances and virtual meetings

Update numbering, update financial provisions, and recognise 'virtual' attendance at board meetings as long as virtual presence is as if actually physically present.

Update the numbering of sections throughout the constitution in light of all changes to the constitution. Rectify spacing, capitalisation, spelling and format errors.

Remove text with a strikethrough, and insert highlighted text:

7.2 The Treasurer of the Council shall **cause** ~~faithfully keep~~ all records, accounting books and records of receipts and expenditure connected with the operations and business of the Council **to be kept faithfully** in such form and manner as the Board may direct.

...

8.1 The Treasurer of the Council shall, on behalf of the Council, **ensure the receipt of** ~~receive~~ all moneys paid to the Council and **the issuing of** ~~forthwith issue~~ official receipts for all moneys received.

...

8.4 Except with the authority of the Board, no payment of a sum exceeding fifty dollars shall be made from the funds of the Council otherwise than by cheque drawn on the Council's bank account **or by the electronic transfer of funds from the Association's account to another account at an authorised deposit-taking institution**, but the Board may provide the Treasurer with a sum to meet urgent expenditure, subject to the observance of such conditions in relation to the use and expenditure of such sum as the Board may impose.

...

25. VACATION OF OFFICE

For the purpose of these rules, the office of an officer of the Council becomes vacant if the officer...

(g) fails to attend three consecutive Board Meetings without notice and reasonable excuse. **In the case of virtual attendance, if a board member attends as if the board member were actually physically present in the meeting, this counts as attendance.**

Change 9 When voting rights start

Delay voting rights for member organisations until the second financial year of membership.

After the September 2021 Annual General Meeting, remove text with a strikethrough, and insert highlighted text:

18.5 **For delegates of member organisations and for** ~~In the case of an~~ Individual Member ~~s~~, voting rights are disallowed within the first twelve months of paid membership.

18.6 An Individual Member **and a delegate of a member organisation** will be entitled to voting rights at an Annual General Meeting **and in board member elections**

~~(a) — When it is~~ **in their second or a**-subsequent **financial year** ~~Annual General Meeting following the first twelve months~~ of paid membership ~~and,~~

~~(b) — Having attended at least half of the General meetings called by the Board in every year of the Individual Member's membership of the Council.~~

Change 10 Duration of membership

Allow two years of membership to be offered to member organisations.

Remove text with a strikethrough, and insert highlighted text:

29. ~~ANNUAL~~-SUBSCRIPTION FEES

29.1 The ~~annual~~-subscription will be set by the Board subject to ratification by a Special General Meeting or the following Annual General Meeting and must be paid within 30 days of the due date to avoid suspension of voting rights.

29.2 The ~~annual~~-subscription of a member is due on the first day of the financial year of the Council, **however the board may offer member organisations with two years of membership, wherein the subscription is due on the first day of the first financial year of membership.**

Change 11 Voting rights for member organisations

Only allow voting rights for member organisations if the organisation is a current member organisation, or it is a not-for-profit organisation.

Remove text with a strikethrough, and insert highlighted text:

2. INTERPRETATION

(2.1)

“Multicultural Council” means an organisation representing groups and individuals with diverse cultural traditions and identities.

“Associate Member” means an organisation that is approved for membership after 26 August 2021 that is not a not-for-profit organisation and has no voting rights.

“Association” means a non-profit association, society, club or similar organisation having membership, whether corporate or incorporate.

“Delegate” means a person delegated to the Council by a constituent Organisational Member.

“Organisational Member” means an organisation approved for membership of the Multicultural Council of Tasmania Inc. **as at 26 August 2021, or a not-for-profit organisation approved for membership of the Multicultural Council of Tasmania Inc.**

“Regional Association Member” means an association with similar aims to the Multicultural Council of Tasmania Inc and is affiliated to the State Council without voting rights.”

“Individual Member” means a member person not belonging to a constituent Organisational Member.

“Board” means the Board of the Council.

Change 12 Immediate past chair

Remove the non-voting board position of 'immediate past chair'.

Remove references to 'Immediate Past Chairperson' wherever occurring in section 22.1 and section 23, notwithstanding any other changes to the constitution agreed at this special general meeting, and remove the following text with a strikethrough:

~~22.5—The office of Immediate Past Chairperson will be filled by the incumbent on leaving the office of Chairperson and is deemed filled until such time as the successor Chairperson leaves the position of Chairperson.~~

~~22.6—If the office of the Immediate Past Chairperson becomes vacant, it will remain so until the Chairperson at the time leaves the office of Chairperson.~~

~~22.7—The office of Immediate Past Chairperson becomes vacant in accordance with rule 25 or if the office bearer is elected to another office on the Board.~~

~~22.8—The office of the Immediate Past Chairperson is advisory and has no voting rights.~~