

Constitutional Notice of Motions

For BYATA AGM Thursday 8 August 2019

The following constitutional changes are being recommended by the Board and will be voted on at the 2019 AGM.

1. Change of Registered Office address to BYATA General Manager's current home address.

Reword clause as;

2.1 Registered Office

The Registered office of the society is 7 Boys Place, Pakuranga Heights, Auckland, 2010.

Rationale:

The existing 120 Albert Street address is no longer utilised by BYATA and as BYATA do not operate from an office the BYATA General Managers home address is the logical address to utilise to ensure compliance with relevant incorporated societies legislation.

2. Reword clause 5. *Executive Committee* to recognise the change of the Treasurers role to that of General Manager and to reflect required structure.

Reword clause as;

5. Executive Committee

The Society shall have an Executive Committee to administer the Managing Board, comprising the following persons:

- (a) Chairperson***
- (b) Vice Chairperson***
- (c) Treasurer***
- (d) General Manager***

Rationale:

The role of Secretary was replaced with a General Manager role to recognise the additional responsibilities incorporated into this role.



3. Update responsibilities of Treasurer under clause 11.3 *The Treasurer* and record responsibilities of the General Manager as clause 11.4.

Reword changes to clause as;

11.3 *The Treasurer is responsible for:*

- (a) Holding the Societies books.***
- (b) Submitting the annual financial statements for the Society to the Registrar of incorporated Societies, upon their approval, by the members at an Annual General Meeting.***
- (c) Advising the Registrar of Incorporated Society's of any rule changes.***
- (d) Keeping accurate accounting records of the Society's financial transactions to allow the society's financial position to be readily ascertained.***
- (e) Preparing annual financial statements for presentation at each Annual General Meeting. These statements should be prepared in accordance with the Society's policies.***
- (f) Providing a financial report at each Annual General Meeting.***
- (g) Providing financial information to the Managing Board as the Managing Board determines.***

11.4 *The General Manager is responsible for:*

- (a) Overall administration, membership and communications to BYATA members and board.***
- (b) Directly to: The Chairman and Vice Chairman and indirectly to: BYATA Board Members***
- (c) Overall Management of the Communication including website, e-newsletter & social media***
- (d) Ensuring accurate and relevant content that is kept up to date.***
- (e) Research, identify & present new opportunities for BYATA to grow brand***
- (f) Keep the BYATA Database up to date including membership & conference fees***
- (g) Collate agenda and financial statements for board meetings***
- (h) Attend and take minutes at all board meetings - publish in a timely fashion***
- (i) Assist the conference team with the annual conference***
- (k) Work with Research Team and Agency to provide accurate research data to membership***
- (l) Distribute the Agenda and board information within the expected time frame***
- (m) Organize the Board meeting Vote and AGM***
- (n) Assist the Membership team to execute membership plan to grow membership base***
- (o) Promote the Membership to the industry where appropriate***

Rationale:

The Executive Committee structure and responsibilities of Executive committee roles must be clearly defined in the constitution.

4. Add a common rule to clause 12. *Managing Board Meetings* that ensures a Quorum is established for each Board meeting.



Reword addition to clause as;

14. All Board members are required to attend more than half of all Board Meetings each year. Failure to comply may result in that Board Member being asked to step down from the Board by the Executive Committee following an appropriate consultation process.

Rationale:

It is essential that a Quorum is established for each Board Meeting and that Board members commit sufficient input and assistance to the Board.

5. Add a common rule to clause 12. *Managing Board Meetings* that provides a travel reimbursement mechanism for Board members.

Reword addition to clause as:

15. All Board members shall be entitled to reimbursement for Board meeting travel expenses up to the value of \$250.00 including GST upon presentation of a valid expense claim and GST receipts to the Board Treasurer.

Rationale;

The need for the Board to travel to locations outside their place of work and / or residence can be onerous, and individuals or companies should be reimbursed for this cost should they wish to seek reimbursement.

6. Add a common rule to clause 12. *Managing Board Meetings* that ensures Board Meeting confidentiality.

Reword addition to clause as;

15. All Board meetings are subject to Chatham House rules in relation to Board confidentiality. Any breach of Clause 15 will be managed by the Executive Committee.

Rationale:

It is important to maintain Board confidentiality to ensure commercially sensitive information discussed at Board Meetings does not become public knowledge.



Constitutional Notice of Motions

For BYATA AGM Thursday 12 September 2019

If you are unable to attend the AGM you may vote by proxy. Only one vote per organization is permitted. If more than one person votes from one company and the vote is different the General Manager of BYATA will return the papers to that company and ask for a single vote to be resubmitted.

Please vote whether you are for the motion or against below;

Voting must be submitted to info@byata.org.nz or handed to the General Manager; Becs Annan prior to the AGM being held at 5:15pm on 8 August 2019.

Constitutional Amendments	For	Against
<p>1. The Registered office of the society is 7 Boys Place, Pakuranga Heights, Auckland, 2010.</p>		
<p>2. <i>Executive Committee: The Society shall have an Executive Committee to administer the Managing Board, comprising the following persons:</i></p> <ul style="list-style-type: none"> <i>a. Chairperson</i> <i>b. Vice Chairperson</i> <i>c. Treasurer</i> <i>d. General Manager</i> 		
<p>3. <i>The Treasurer is responsible for:</i></p> <ul style="list-style-type: none"> <i>a Holding the Societies books.</i> <i>b Submitting the annual financial statements for the Society to the Registrar of incorporated Societies, upon their approval, by the members at an Annual General Meeting.</i> <i>c Advising the Registrar of Incorporated Society's of any rule changes.</i> <i>d Keeping accurate accounting records of the Society's financial transactions to allow the society's financial position to be readily ascertained.</i> <i>e Preparing annual financial statements for presentation at each Annual General Meeting. These statements should be prepared in accordance with the Society's policies.</i> <i>f Providing a financial report at each Annual General Meeting.</i> 		

<p><i>g Providing financial information to the Managing Board as the Managing Board determines.</i></p>		
<p>4 The General Manager is responsible for:</p> <ul style="list-style-type: none"> <i>a Overall administration, membership and communications to BYATA members and board.</i> <i>b Directly to: The Chairman and Vice Chairman and indirectly to: BYATA Board Members</i> <i>c Overall Management of the Communication including website, e-newsletter & social media</i> <i>d Ensuring accurate & relevant content that is kept up to date.</i> <i>e Research, identify & present new opportunities for BYATA to grow brand</i> <i>f Keep the BYATA Database up to date including membership & conference fees</i> <i>g Collate agenda and financial statements for board meetings</i> <i>h Attend and take minutes at all board meetings - publish in a timely fashion</i> <i>i Assist the conference team with the annual conference</i> <i>k Work with Research Team and Agency to provide accurate research data to membership</i> <i>l Distribute the Agenda and board information within the expected time frame</i> <i>m Organize the Board meeting Vote and AGM</i> <i>n Assist the Membership team to execute membership plan to grow membership base</i> <i>o Promote the Membership to the industry where appropriate</i> 		
<p>5 All Board members are required to attend more than half of all Board Meetings each year. Failure to comply may result in that Board Member being asked to step down from the Board by the Executive Committee following an appropriate consultation process.</p>		
<p>6 All Board members shall be entitled to reimbursement for Board meeting travel expenses up to the value of \$250.00 including GST upon presentation of a valid expense claim and GST receipts to the Board Treasurer</p>		
<p>7 All Board meetings are subject to Chatham House rules in relation to Board confidentiality.</p>		