



ALIA Constitution Amendments

Proposal for consideration by ALIA Members

Board deliberation

Over the past year, the ALIA Board has reviewed the ALIA Constitution with a view to ensuring it remains relevant to the needs of ALIA Members and the Association as a whole.

Following feedback received from a number of ALIA Members and the peak associations body, the Board determined that the most significant issue that should be addressed is the length of term of office for the ALIA President as prescribed by the Constitution.

Current position

Section 12 of the ALIA Constitution¹ articulates the composition of the ALIA Board and term lengths for Directors.

The Board is comprised of 7 members:

- President;
- Vice-President (President-elect);
- 4 Directors; and an
- Institutional Director.

The Vice-President is elected by ALIA Members on an annual basis, and after serving as the Vice-President, moves into the role of President for another year.

The four general Directors and the Institutional Director are elected for two years.

Proposed Constitutional Amendment

The consensus of the Directors is that a one-year Presidential term is too short to enable the President to have a significant impact on the direction of the Association and to complete significant projects undertaken as part of the Presidential theme.

The Board is of the view that a two-year Presidential term would be the most suitable alternative.

Board members also considered the impact this suggested change to the length of the President's term would have on the Vice-President role. Combining a two-year Presidential term with a two-year term as Vice-President, four years in total, could reduce the pool of potential Presidential candidates. Four years is likely to be viewed by many individuals and their employers as onerous given the level of demands on the President's and Vice-President's time.



A solution is proposed whereby the President is elected by ALIA Members to commence on the Board as President for a period of two years. The President would continue to be supported by a Vice-President, but this role would be filled by an elected current member of the ALIA Board of Directors. At the commencement of each new Board following the Annual General Meeting, the ALIA Board would appoint one of the Directors as the Vice-President.

This proposal requires amendment of the ALIA Constitution to:

- Include the position of President for a two-year term elected directly by both Personal and Institutional ALIA Members.
- Change the Vice-President position from one elected by ALIA Members to one appointed by the ALIA Board of Directors from current members of the Board for a period of one year following the confirmation of the new Board at the Annual General meeting each year.
- Include an additional general Director position, to be elected by ALIA Personal and Institutional Members, to retain the current total number of seven members of the ALIA Board.

The new Board structure would comprise:

- President (2-year term elected by ALIA Personal and Institutional Members).
- General Directors – 5 positions (2-year term elected by ALIA Personal and Institutional Members).
- Institutional Director (2-year term elected by ALIA Institutional Members).
- Vice-President (Current elected Board member appointed by the Board of Directors on an annual basis).

To provide for the carry-over of corporate knowledge the current practice of overlapping terms of office would continue. Three general Directors would be elected for two years and in the following year two general Directors and an Institutional Director would be elected for a period of two years.

These changes would be phased in from 2020.

Miscellaneous Amendments

In addition to the change in Board composition, the Board proposes to recommend several minor amendments to the Constitution that are largely technical in nature, including amendment of references to superseded legislation and the addition of new definitions to provide clarity to the Constitution.

ALIA Member Feedback

The Board would welcome your feedback on the proposed amendments to Section 12 of the Constitution by Friday 1 March 2019.

Please address your comments by email to: aliaboard@alia.org.au

OR by phone to: Sue McKerracher, ALIA CEO 0404 456 749.



Process

In order to implement changes to the ALIA Constitution a majority vote of support by eligible Members at the annual general meeting (AGM) is required.

The Board proposes to consider feedback from Members and if required, adjust the proposed Constitutional amendments to take into account the views expressed. The Constitutional amendments will then be presented for consideration and voting by Members at the 2019 AGM to be held on 21 May 2019.

Appropriate amendments will be made to the ALIA By-Laws to accommodate any amendments made to the Constitution.

12. BOARD

12.1 COMPOSITION OF BOARD

The Board shall consist of 7 persons or such other number as shall be determined from time to time at a general meeting.

12.2 DIRECTORS

a) The Board shall comprise the following seven Directors with voting powers who shall be appointed as given below:

- i. a President (elected by Members);
- ii. a Vice-President/President elect (elected by Members);
- iii. four Directors elected by Members; and
- iv. one Director elected by institutional Members.

All voting Directors shall be personal Members of the Association and represent the interests of the organisation as a whole rather than those of a particular constituency. The Board may commission advice from a suitably qualified person or persons.

12.3 OPERATIONAL PROVISIONS

a) To provide for the carry over of the corporate knowledge on the Board the terms of office shall be overlapping, for a period of two years each. In the case of the Vice-President, the second year of the term is to be the presidential year. A Director can only hold office for a maximum of two consecutive terms.

b) Within six months of incorporation and prior to the first annual general meeting of the new body, elections shall be held for the positions of Directors elected by Members and institutional Members. Terms shall be as determined by the Interim Board of Directors to be those closest to the terms to bring the Board into a normal election cycle.

12.4 ROTATION OF DIRECTORS

a) Except for the special arrangements for the initial establishment of the Board, then in each year the following positions will be filled:

- i. a Vice-President/President-elect elected by Members;
- ii. two Directors elected by Members;

b) The Director to be elected by the institutional Members will be elected in alternate years.

12.5 ELECTION OF DIRECTORS

The election of Directors shall take place in the manner determined by By-Laws as promulgated by the Board from time to time.

7 February 2019