

Proposed amendments to Clause 7 of PHANZA's Constitution

At the 2016 AGM a series of amendments to the Constitution were voted on. However, the meeting could not agree on the proposed change to the quorum number for AGMs, clause 7(g). This was part of comprehensive changes to the Constitution where each clause was voted upon in its entirety. As such, the 2017 AGM needs to reconsider all of Clause 7.

Extract from the draft 2016 AGM minutes: 'Proposed change to 7(g) referred back to the Committee for further consideration. There was debate about the appropriate quorum for an Annual General Meeting – the proposed 15 financial members, or 10 per cent rounded to the nearest whole number. Because the meeting decided to vote clause by clause, the entire clause will be considered again at the 2016–17 Annual General Meeting'.

Further background information about all the amendments proposed in 2016 is available on PHANZA's website: <http://phanza.org.nz/annual-general-meetings/>.

Committee recommendation regarding clause 7(g)

At the May 2017 Executive Committee meeting it was agreed to proceed with the original amendment recommendation regarding 7(g) – for the AGM quorum to be 15 financial members. For the past decade, PHANZA's membership list has consistently numbered between 140 and 150 members. Therefore, the committee's recommendation is based on the number 15 representing a round figure which is approximately 10 per cent of the membership list in any year.

The Committee also decided to recommend another amendment to clause 7(g). 'Financial' has been added into the second sentence to emphasise that the quorum must consist of financial members.

Current Constitution text

7. Annual General Meeting

- a) An Annual General Meeting shall be held at a date and place decided by the Committee.
- b) The business shall comprise receipt of the minutes of the previous Annual General Meeting; a report or reports from the Committee on the Association's activities since the previous Annual General Meeting; approval of the Association's financial statements; the election of officers and Committee members; motions to be considered; and such other matters as may properly be put before the meeting.
- c) Notice and agenda of the meeting shall be circulated to members at least one month beforehand.
- d) Nominations for office shall be accepted up to the time of and from the meeting.
- e) Motions on matters of interest to the Association or to the historical profession may be proposed to be voted on at the Annual General Meeting. Such motions shall be accepted up to the time of and from the meeting.
- f) The outgoing President shall chair the Annual General Meeting until the election of officers takes place. If a new President is elected at the meeting, he or she shall chair the meeting after the election of officers. If the outgoing or incoming President is not present at the meeting, the Committee may nominate another member of the Association to chair the meeting.
- g) The quorum for the Annual General Meeting shall be ten financial members.

Proposed amendments (track change version)

7. Annual General Meeting

- a) An Annual General Meeting shall be held at a date and place decided by the Committee.
- b) The business shall comprise receipt of the minutes of the previous Annual General Meeting, a report or reports from the Committee on the Association's activities since the previous Annual General Meeting, a financial statement, the election of officers and Committee members, motions to be considered, and such other matters as may properly be put before the meeting.
- ~~b)c)~~ The financial statement presented to the Annual General Meeting shall comprise an audited statement of Income and Expenditure and a Balance Sheet.
- ~~e)d)~~ Notice and agenda of the meeting shall be circulated to members at least one month beforehand.
- e) Nominations for President, Secretary, Treasurer or ordinary membership of the Committee must be received in writing by the Secretary at least 14 days before the Annual General Meeting. Each candidate must have a nominator (who may be the same person as the candidate) and a seconder. ~~office shall be accepted up to the time of and from the meeting.~~
- f) The Secretary must provide all members with a list of candidates for election at least 7 days before the Annual General Meeting.
- g) Motions on matters of interest to the Association or to the historical profession may be proposed to be voted on at the Annual General Meeting. Such motions shall be accepted up to the time of and from the meeting.
- ~~e)h)~~ The outgoing President shall chair the Annual General Meeting until the election of officers takes place. If a new President is elected at the meeting, he or she shall chair the meeting after the election of officers. If the outgoing or incoming President is not present at the meeting, the Committee may nominate another member of the Association to chair the meeting.
- ~~e)i)~~ The quorum for the Annual General Meeting shall be ~~ten~~fifteen financial members. The quorum shall be constituted of financial members attending in person or participating by means of audio, audiovisual, postal or electronic communication, or by proxy voting.

Proposed amendments (unmarked version)

Note: Clause 7(g) in the current Constitution text is 7(i) in this amended version.

7. Annual General Meeting

- a) An Annual General Meeting shall be held at a date and place decided by the Committee.
- b) The business shall comprise receipt of the minutes of the previous Annual General Meeting, a report or reports from the Committee on the Association's activities since the previous Annual General Meeting, a financial statement, the election of officers and Committee members, motions to be considered, and such other matters as may properly be put before the meeting.
- c) The financial statement presented to the Annual General Meeting shall comprise an audited statement of Income and Expenditure and a Balance Sheet.
- d) Notice and agenda of the meeting shall be circulated to members at least one month beforehand.
- e) Nominations for President, Secretary, Treasurer or ordinary membership of the Committee must be received in writing by the Secretary at least 14 days before the Annual General Meeting. Each candidate must have a nominator (who may be the same person as the candidate) and a seconder.

- f) The Secretary must provide all members with a list of candidates for election at least 7 days before the Annual General Meeting.
- g) Motions on matters of interest to the Association or to the historical profession may be proposed to be voted on at the Annual General Meeting. Such motions shall be accepted up to the time of and from the meeting.
- h) The outgoing President shall chair the Annual General Meeting until the election of officers takes place. If a new President is elected at the meeting, he or she shall chair the meeting after the election of officers. If the outgoing or incoming President is not present at the meeting, the Committee may nominate another member of the Association to chair the meeting.
- i) The quorum for the Annual General Meeting shall be fifteen financial members. The quorum shall be constituted of financial members attending in person or participating by means of audio, audiovisual, postal or electronic communication, or by proxy voting.