

## **Proposed constitutional changes**

### **1. Directors and membership**

FROM:

#### **11. Directors**

##### **11.4 Elected director must be a member**

A person must be an Individual Member or a representative of an Organisational Member to qualify for election by members as a director of the company.

- (a) A person may be an Individual Member or a representative of an Organisational Member, but does not have to be, to qualify for appointment as a director of the company by the directors.

TO:

##### **11.4 Directors must be members**

A person must be an Individual Member or a representative of an Organisational Member to qualify for the position of a director of the company.

- (a) A person may be an Individual Member or a representative of an Organisational Member, but does not have to be, to qualify for appointment as a director of the company by the directors.

#### **The purpose of this change:**

This change ensures that every director of the company is a member of the company, or represents an organisation that is a member of the company.

## **2. Appointment of chair, or co-chairs**

FROM:

### **11.11 Chair and vice-chair of directors**

- (a) The directors may elect one of the directors to the office of chair of directors and, subject to rule 11.1(g), may determine the period for which that director is to be chair of directors.

TO:

### **11.11 Chair and vice-chair of directors**

- (a) The directors may elect one of the directors to the office of chair of directors and, subject to rule 11.1(g), may determine the period for which that director is to be chair of directors. The directors may elect two directors to the office of co-chair of directors and, subject to rule 11.1(g), may determine the period for which those directors are to be co-chairs of directors.

#### **The purpose of this change:**

This change would enable the directors to appoint two co-chairs instead of a single chair. This does not become a requirement, and it does not affect the existing possibility of appointing a vice-chair.