

THE AIR TRAINING CORPS ASSOCIATION OF NEW ZEALAND (INC)

NOTICE OF MEETING

The National Council Meeting of The Air Training Corps Association of New Zealand (Inc) will be held at RNZAF Base Ohakea on Saturday 20 May 2017 commencing at 9am.

ELECTION OF OFFICERS

Nominations received pursuant to Clause 8.1.4 of the Constitution of The Air Training Corps Association of New Zealand (Inc).

	Nominee	Proposer	Seconder
President	Peter Adamson	Peter Nalder	Alan Drummond
North Island Vice-President	Ken Hamlin	Peter Nalder	Peter Adamson
South Island Vice-President	Neil Wech	Annette Pugh	Neville Warsaw
General Secretary	Peter Nalder	Peter Adamson	Alan Drummond
Members of the Management Committee	Peter Burch	Rowena Hamerton	Andrew Stent
	Kenneth Williamson	Peter Adamson	Peter Nalder
	Alan Drummond	Stuart Bain	John Hannen
	Gareth Davies	Peter Nalder	Peter Adamson
	Gary Jenkins	Peter Nalder	Peter Adamson
	Tristan Will	John Hannan	Stuart Bain
	Rob Foley	Peter Adamson	Peter Nalder

NOTICES OF PROPOSED CHANGES TO THE ATCANZ CONSTITUTION

Clause 12.1 of the Constitution provides that the Constitution may be amended from time to time as necessary by resolution of the National Council in general meeting. A majority of at least 75% of the votes cast at such meetings shall be required to approve any amendments.

Clause 12.3 of the Constitution states that proposed amendments to this Constitution shall be circulated to members entitled to vote on such amendments at least 28 days prior to the meeting to consider the amendments.

Proposed change to ensure compliance with Section 22 of the Incorporated Societies Act 1908

6.0 Membership

- 6.1 Membership of the Association shall consist of persons and Organisations approved from time to time by National Council.

Change to:

Persons and Organisations approved from time to time by National Council shall be eligible to become Members of the Association.

- 6.2 Members of Branches, approved by National Council from time to time, shall be deemed to be members of the Association.

Change: Delete this sub paragraph as the revised wording of clause 6.3 makes it redundant.

- 6.3 Membership of Branches shall consist of parents of cadets and all active and non-active members of the Association residing in the area served by the local ATC Squadron together with interested former ATC cadets, ex-service personnel or any citizens with an interest in the Cadet Forces movement.

Change to:

Parents, guardians or wards of cadets and all active and non-active members of the Association residing in the area served by the local ATC Squadron together with interested former cadets, serving or ex-service personnel or any citizens with an interest in the Cadet Forces movement shall be eligible to become Members of the Association.

Change: Insert new paragraph (requires renumbering of the existing paragraph 6.4).

- 6.4 **A person or organisation wishing to become a Member of the Association shall:**

- (a) complete a Membership Application;**
- (b) agree to comply with the Rules of the Association; and**
- (c) be accepted as a Member by a majority of the Committee of a Branch, or by a majority of the District Committee or by a majority of the Management Committee.**

- 6.4 Membership of the Association may be terminated either:

- (a) upon the death or resignation in writing of a member;
- (b) at any time agreed by a majority of the National Council or its Management Committee; or
- (c) at any time agreed by a majority of the Committee of a Branch in respect of a member of that Branch, or by a resolution approved by a majority of members of a Branch in general meeting.

Change: Renumber to 6.5

- 6.5 The National Council shall have the power to determine conditions of membership and to create categories of membership as the need arises.

Change: Renumber to 6.6

- 9.6 District Councils and Branches shall cause to have maintained minutes and records of meetings, shall annually notify the Management Committee the names and addresses office bearers and of any changes as they occur, shall provide annually a Statement of Financial Affairs in such form as may be determined by the Management Committee, and shall carry out such other administrative procedures deemed to be appropriate.

Change: to (change is reformatting by using sub-paragraphs and the addition of a requirement for District Councils and Branches to provide the Management Committee with details of District and Branch membership (sub-paragraph (c)))

9.7 District Councils and Branches shall:

- (a) **maintain a Register of Members;**
- (b) **maintain minutes and records of meetings;**
- (c) **annually provide the Management Committee with a copy of the Branch Register of Members and any changes as they occur;**
- (d) **notify the Management Committee the names and addresses of office bearers and of any changes as they occur;**
- (e) **provide annually a Statement of Financial Affairs in such form as may be determined by the Management Committee, and**
- (f) **carry out such other administrative procedures deemed to be appropriate.**

Background

Legal requirements

Section 22 of the Incorporated Societies Act 1908 (as amended in 2005) requires a Society to maintain a Register of members vis:

- (1) Every society must keep a register of its members.
- (2) The register must contain the names and addresses of the members, and the dates when they became members.
- (3) Every society must, on request by the Registrar, send to the Registrar a list of the names and addresses of its members, accompanied by a certificate by an officer of the society certifying that the list is correct."

Issues

1. While the Constitution states that membership of the Association shall consist of persons and Organisations approved from time to time by National Council and that Membership of Branches shall consist of parents of cadets and all active and non active members of the Association residing in the area served by the local ATC Squadron together with interested former ATC cadets, ex-service personnel or any citizens with an interest in the Cadet Forces movement there is no documented requirement to identify these persons or to obtain their addresses and the dates when they became members which is what the law requires.
2. Because of the lack of guidance and compliance with Section 22 (2) of the Act the Association cannot be complying with Section 22 (1) and would, if called upon, not be able to comply with Section 22 (3).
3. While District Councils and Branches are required to annually notify the Management Committee the names and addresses of office bearers and of any changes as they occur, the extent to which this has occurred in the past has been minimal.
4. Whilst the law only requires that the Register contain the names and addresses of members it is appropriate in the 21st century to expand the Register to include relevant contact information such as email addresses and telephone numbers.

Proposed Change to eliminate internal District and Branch Charities reporting obligations

5.0 Powers

- 5.8 The Association shall regulate the affairs of Branches and District Councils to ensure the ongoing compliance of the Association with the requirements of the Charities Act.

Change: **Delete this sub paragraph**

7.0 Organisation

- 7.9.4 Each Branch of the Association shall register as an Incorporated Society under the Incorporated Societies Act. Branches shall also register as a registered charity under the Charities Act. The National Council will provide a common Branch Constitution to be used by all Branches without alteration.

Change: **New clause**

Proposed by

This proposed change is presented to The Air Training Corps Association of New Zealand (INC) 2017 Annual General Meeting

Presented by: No. 17 Squadron Branch Air Training Corps

Supported by: No. 18 Squadron Branch Air Training Corps
No. 38 Squadron Branch Air Training Corps

Preparation Date March 16 2017.

Revision 3

Background

Number 17 Squadron Branch have considered the implications of the reporting required by our National Body to comply with the revised government requirements for reporting. The points of particular concern have been.

- The additional workload placed on committee members to provide this information in the format required. It is noted that these are all volunteers.
- The additional workload placed on the General Secretary
- The costs of compliance in as far as audit costs are concerned. This is an open ended cost that is only likely to increase.
- The difficulty of the National Body obtaining the information in a timely and accurate manner from Branches which could jeopardise our relationship with the organisations we are reporting to.

In view of these concerns No. 17 Branch committee resolved to seek independent professional advice as to the best way forward and what our options are.

Unbeknown to No. 17 Squadron Branch No. 18 Squadron Branch were having similar concerns and also sought separate advice.

The advice received by both Branches was compared and found to be almost identical. In summary:

- The procedures currently being followed by the General Secretary are correct under our existing Constitution.
- However the advice received indicated that we should follow the route of other similar organisations and register each Branch as a separate entity who would be responsible for filing their own returns.

In view of the advice received a meeting was convened by the South Island Vice President between No's 17, 18 and 38 Branch Committees and this proposal and the notes have resulted from this meeting.

Notes

This change would reduce the audit requirements as each branch would fall below the threshold and only require their accounts to be reviewed.

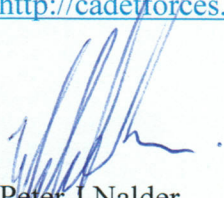
Should one or more branches fail in their obligations it would not reflect on the entire organisation.

If one or more branches decided not to register we understand that they would then become liable for income tax.

It is noted that several branches are already registered as Incorporated Societies and at least one has already filed accounts for 2016 on their own behalf.

Branches will incur some costs in registering and their annual filing fees but these are minimal.

Additional details relating to this meeting have been sent by email to known email addresses. Information will also be posted on the Cadet Forces website at <http://cadetforces.mil.nz/community/default.htm>


Peter J Nalder
General Secretary
ATCANZ (Inc)

13/4/2017