

## **CONSTITUTION MOTIONS**

Submitted by the OM Committee for the AGM 2017

## **CONSTITUTION MOTION 1 - Batch voting on Motions at the 2017 AGM**

For the purposes of this Annual General Meeting, the Chairperson -

1. will consult the Meeting regarding the content of each Constitution Motion to determine which of them are uncontentious;
2. subsequently has discretion to debate and put to the vote any combination of those Motions in a batch or batches; provided that
3. any contentious Constitution Motion or Motions are debated and put to the vote individually.

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### **Explanatory Note**

The Committee has proposed a number of amendments to the Constitution which clarify the wording, and correct omissions.

It is hoped that that many of them will not prove contentious.

This Motion allows such amendments to be debated and put to the vote **in batches**, to save significant time at the AGM.

## **CONSTITUTION MOTION 2 - Absentee Voting**

Add a new point h) to **Constitution Rule 14** to say:

h) for the election of Officers each year, the Committee will arrange for eligible members to lodge Absentee Votes, to be included in the respective count for each secret ballot at the AGM.

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### **Explanatory Note**

Following agreement at AGM 2014 on Absentee Voting, a working proposal was developed and used successfully for the 2016 AGM, and again for this AGM.

Rule 14 sets out the ballot procedure, but it makes no reference to Absentee Voting.

This Motion amends Rule 14 to give a clear mandate in the Constitution for the Committee to make Absentee Voting available.

### **Current text:**

- a) The Officers are elected each year at the AGM  
[etc]
- e) If more than one nomination is received a secret ballot will be held at the AGM [etc]
- f) If only one nomination is received, a secret ballot will be held at the AGM [etc]

### **CONSTITUTION MOTION 3 - “last-minute” nominations**

Amend **Constitution Rule 14 d** to read:

- d) Nominations must be submitted by the deadline stated in the AGM Notice and no nominations will be accepted after that deadline for any reason.

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#### **Explanatory Note**

The current wording would allow “last-minute” nominations to be submitted if no nominations are submitted by the deadline. That would conflict with the process of Absentee Voting.

This Motion amends Rule 14.d to make clear that late nominations are not permitted.

#### **Rule 14**

##### **Current text:**

- d) Nominations must be submitted by the deadline stated in the AGM Notice and if one or more nominations for a post are received by the deadline, then no further nominations will be accepted after that date.

**CONSTITUTION MOTION 4 - To correct the contents of AGM Notices to members**

Amend **Constitution Rules 9.c and 9.d** to read –

9.c)At appropriate times before an AGM, as detailed in the Secretary’s Guide, the Secretary will email to All of OM and post on the OM website:

- i. a Notice of AGM to inform members of the date and time and details of the venue, together with a request for members to submit Motions and Officer Nominations, and the deadlines for submissions.
- ii. a Provisional AGM Agenda together with Motions to be debated and a request for members to submit Amendments.

9.d)Subsequently, the Secretary will email to **All of OM** the finalised AGM Agenda together with the Treasurer's Report, the Motions and Amendments to Motions to be debated, and will post on the OM website the finalised AGM Agenda.

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**Explanatory Note**

This Motion corrects **Rules 9.c and 9.d** which have several items in the wrong order.

**Current text:**

9) **ANNUAL GENERAL MEETING (AGM)**

c)At appropriate times before an AGM, as detailed in the Secretary’s Guide, the Secretary will email to **All of OM** and post on the OM website a Notice of AGM, and a Provisional AGM Agenda:

- i.to ask **members** to submit Motions, Amendments, and Officer Nominations;
- ii.to inform **members** of the date and time, details of the venue and deadline for submissions.

d)Subsequently, the Secretary will email to **All of OM** the finalised AGM Agenda together with the Treasurer's Report, and post on the OM website the finalised AGM Agenda.

## **CONSTITUTION MOTION 5 - To include reference to the OM Equality Policy in the Constitution**

Amend **Constitution Rule 22** so it reads -

### 22) EQUALITY AND DISCRIMINATION

- a) OM believes that every person has a right to be free from intimidation, harassment, abuse, fear, bullying and prejudice.
- b) OM adheres to the principles of any current equality legislation and gives help and support to **All of OM** to enable them to meet their statutory obligations.
- c) The OM Equality Policy is published on the OM website and makes clear how OM will support equality in all the work of the organisation.
- d) **All of OM** are advised to follow the principles of any current equality legislation as set out in the OM Equality Policy.

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### **Explanatory Note**

This Motion extends Rule 22 to embrace every person.

This Motion also amends Rule 22 to include reference to the OM Equality Policy (agreed by the Committee September 2017), and to advise **All of OM** to follow its principles.

### **Rule 22**

#### **Current text:**

- a) OM believes that **members** have a right to be free from intimidation, harassment, abuse, fear, bullying and prejudice.
- b) OM and its Officials will follow the principles of any current equality legislation and will not knowingly discriminate directly or indirectly against a person on any grounds.

## **CONSTITUTION MOTION 6 - Motions and Amendments at an AGM or EGM**

Amend **Constitution Rule 11a**, insert new paragraphs **11b**, **11c** and **11e**, and renumber to read:

### 11) MOTIONS FOR AGM OR EGM

- a) A Motion or Amendment to a Motion must be submitted to the Secretary in writing, and may be submitted –
  - i. by one **OM Member** and seconded by another **OM Member** one of whom must be a Member Side; or
  - ii. by the Committee with the approval of the majority of Officers.
- b) A Motion or Amendment to a Motion will be accepted for debate and published with the AGM or EGM Agenda if submitted to the Secretary by the appropriate deadline.
- c) After the appropriate deadline –
  - i. a Motion may be submitted up to 48 hrs before AGM; and
  - ii. an Amendment to a Motion may be submitted at any time including during AGM or EGM; however
  - iii. the Chair of OM or the Chairperson of the Meeting has discretion to reject any such late Motion or Amendment.
- d) If the Committee deem that a Motion or an Amendment to a Motion does not comply with the rules of this Constitution, then with approval of a majority of the Officers the proposer will be asked to revise it; and the revised version will not be accepted without approval of a majority of the Officers.
- e) If adopted, a Motion or Amendment to a Motion will take immediate effect.

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### **Explanatory Notes**

The current text means that Motions or Amendments cannot be submitted after the deadline, or to an EGM, as is current OM practice.

The current text refers to an 8-week timescale. That is not consistent with current Rules 9, 10, and 23 which require “appropriate” deadlines as detailed in the Secretary’s Guide.

This Motion amends Rule 11 so it is consistent with OM practice in each respect.

### **Rule 11**

#### **Current text:**

### 11) MOTIONS FOR AGM OR EGM

- a) A Motion or Amendment to a Motion must be
  - i. submitted to the Secretary in writing;
  - ii. proposed by one **OM Member** and seconded by another **OM Member** one of whom must be a Member Side;
  - iii. received by the Secretary no later than eight weeks before the AGM; and
  - iv. approved by the majority of Officers if submitted by the Committee.
- b) If the Committee deem that a Motion or Amendment does not comply with the rules of this Constitution, then with approval of a majority of the Officers the proposer will be asked to revise it; and the revised version will not be accepted without approval of a majority of the Officers.

## **CONSTITUTION MOTION 7 - Constitution Motions or Amendments at an AGM or EGM**

Amend **Constitution Rule 23** to read:

- a) This Constitution will only be amended following adoption of a “Constitution Motion” at an AGM or EGM.
- b) A Constitution Motion or an Amendment to a Constitution Motion must be submitted to the Secretary in writing, and may be submitted –
  - i. by the Committee with the approval of the majority of Officers; or
  - ii. jointly by a group of **OM Members** to include no fewer than **one-fifth** of the total number of Member Sides.
- c) A Constitution Motion will be dealt with in the same way as any other AGM or EGM Motion; except that:
  - i. a Constitution Motion or an Amendment to a Constitution Motion will only be accepted if submitted by the appropriate deadline, and will be published together with the AGM Agenda; and
  - ii. a Constitution Motion will be declared adopted if it receives a number of votes in favour no fewer than **two-thirds** of the total number of votes cast.
- d) If adopted, a Constitution Motion or an Amendment to a Constitution Motion will take immediate effect.

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### **Explanatory Notes**

It is not clear that a Constitution Motion or Amendment may also be submitted for an EGM.

It is not clear that a Constitution Motion will only be accepted if submitted by the appropriate deadline.

It is not possible to publish a Constitution Motion or Amendment “*in the AGM Notice*”, because the AGM Notice asks members to submit Motions and Amendments.

This Motion amends Rule 23 so it is consistent with current OM practice in each respect.

### **Rule 23**

#### **Current text**

- 23) AMENDMENTS TO THIS CONSTITUTION
- a) This Constitution will only be amended following adoption of a “Constitution Motion” at an AGM or EGM.
  - b) A Constitution Motion may be submitted to the Secretary in writing if proposed
    - i. by the majority of Officers; or
    - ii. jointly by a group of **OM Members** to include no fewer than **one-fifth** of the total number of Member Sides.
  - c) A Constitution Motion will be dealt with in the same way as any other AGM or EGM Motion; except that:
    - i. Amendments to a Constitution Motion will only be accepted if submitted by the appropriate deadline, and will be published in the AGM Notice; and
    - ii. a Constitution Motion will be declared adopted if it receives a number of votes in favour no fewer than **two-thirds** of the total number of votes cast.
  - d) If adopted, a Constitution Item will take immediate effect.



**CONSTITUTION MOTION 8 – To allow electronic transfers from an online bank account**

**Constitution Rule 18 a)**

Amend **a)ii and a)iii** and insert additional points **a)vi** and **a)vii**, so that **Rule 18 a)** reads –

- a) The funds of OM will be kept in an account opened in the name of Open Morris at a Bank, and:
- i. at least **four** Officers of OM will be bank account signatories;
  - ii. a payment or transfer from the account will be under the signature of no fewer than **two** of those signatories;
  - iii. a payment or transfer from the account will only be made by cheque or by internet bank transfer;
  - iv. no cheques with a blank payee name will be signed;
  - v. no person in OM has authority to borrow money from or overdraw an OM Bank Account;
  - vi. a payment or transfer from the account may only be originated by the Treasurer or the Chair; and
  - vii. no signatory to a payment or transfer may have any personal interest in that payment or transfer.

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**Explanatory Notes**

This Motion amends the Constitution:

- to allow electronic transfers;
- imposes several caveats to ensure that Officers must agree each step of any such transfer;
- ensures that signatories may not authorise a payment to themselves.

**Rule 18 a)**

**Current text:**

**18) FINANCIAL MATTERS**

a)The funds of OM will be kept in an account opened in the name of Open Morris at a Bank, and:

- i. at least **four** Officers of OM will be bank account signatories;
- ii. withdrawals from the account will be signed by or authorised by no fewer than **two** of those signatories;
- iii. no payment or transfer from the account will be made by internet or phone or any other electronic means;
- iv. no cheques with a blank payee name will be signed;
- v. no person in OM has authority to borrow money from or overdraw an OM BankAccount.

**CONSTITUTION MOTION 9 – To allow online viewing of the OM bank account**  
**Constitution Rule 18 a)**

Add a final point to **18 a)** and number accordingly, to read –

The OM Treasurer and any other Officers of OM who are bank account signatories may access the OM bank account electronically to view the account.

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**Explanatory Notes**

This Motion amends the Constitution to allow online viewing of the OM bank account by the OM signatories.

This will be particularly convenient for the Treasurer and Membership Secretary.

**Rule 18 a)**

**Current text:**

**18) FINANCIAL MATTERS**

a)The funds of OM will be kept in an account opened in the name of Open Morris at a Bank, and:

- i. at least **four** Officers of OM will be bank account signatories;
- ii. withdrawals from the account will be signed by or authorised by no fewer than **two** of those signatories;
- iii. no payment or transfer from the account will be made by internet or phone or any other electronic means;
- iv. no cheques with a blank payee name will be signed;
- v. no person in OM has authority to borrow money from or overdraw an OM BankAccount.

**CONSTITUTION MOTION 10 – To reduce the maximum number of OM bank account signatories**

**Constitution Rule 18 a) i**

Amend **18. a)i** so that it reads –

- i. at least **three** Officers of OM will be bank account signatories;

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**Explanatory Note**

This Motion amends the Constitution to reduce the maximum number of signatories required to allow for Officer unavailability through illness, etc.

**Rule 18 a)i**

**Current text:**

18) **FINANCIAL MATTERS**

a)The funds of OM will be kept in an account opened in the name of Open Morris at a Bank,  
and:

- vi. at least **four** Officers of OM will be bank account signatories;