

# Australian Acupuncture and Chinese Medicine Association Ltd

ACN: 010 020 390

## Notice of Extraordinary General Meeting

All members of the Australian Acupuncture and Chinese Medicine Association Ltd are invited to Extraordinary General Meeting of the Association.

**Date:** 11<sup>th</sup> February 2018  
**Time:** 2pm  
**Venue:** The Ministry Centre  
St Colomb's Anglican Church  
23 Victoria Street  
Clayfield, Qld, 4011

### Agenda

1. Welcome
2. Apologies and accepting of Proxies
3. Special Resolution
  - *Members are asked to consider and if thought appropriate, pass that the current Australian Acupuncture and Chinese Medicine Association Ltd. (AACMA) Memorandum and Articles of the Association be repealed and that the Constitution provided with the Notice of Meeting of Members of the Association be adopted as the Constitution of the Association.*
4. Close the Meeting

### Voting

You cannot vote at the EGM unless you qualify to vote under the AACMA Memorandum and Articles of Association and your membership fee has been paid. Qualifying members are entitled to 1 vote.

### Proxy

For members who cannot attend the meeting but still wish to vote, a Proxy Form is attached to this letter or can be downloaded [here](#). If you have any trouble accessing the proxy form, please email [aacma@acupuncture.org.au](mailto:aacma@acupuncture.org.au)

All qualifying members have the right to appoint a proxy in accordance Memorandum and Articles of Association. The proxy does not need to be a member of the Association. Proxy Forms must be received **2:00 pm AEST (Qld Time) on Thursday 8th February 2018**. Forms can be emailed to [aacma@acupuncture.org.au](mailto:aacma@acupuncture.org.au), faxed to 07 3394 2399, received by post or delivered to the registered office of the association. Late proxy forms will not be accepted.

### Inquiries

All inquiries should be directed to;  
Paul Stadhams CEO  
Telephone 07 3457 1800  
Fax 07 3394 2399  
Email: [ceo@acupuncture.org.au](mailto:ceo@acupuncture.org.au)

Australian Acupuncture and Chinese Medicine Association Ltd  
Email: [aacma@acupuncture.org.au](mailto:aacma@acupuncture.org.au)  
Phone: 07 3457 1800

# Explanatory Memorandum to the Notice of Meeting

## Special Resolution

The special resolution proposes the adoption of a new Constitution for the Australian Acupuncture and Chinese Medicine Association Ltd (AACMA). This proposal is based on a review of the AACMA Memorandum and Articles of Association (M&AoA) (2014), carried out by the AACMA Board of Directors over the last year. The aim of the review was to ensure that we meet the requirements of Australian Corporate Law, our governance is simplified, reflects a contemporary National Association, provides greater efficiency and flexibility, and allows for the expanding role of technology.

After thorough discussion of the current M&AoA by the Constitution Review Sub-Committee, the opportunity for feedback from members and with guidance from constitutional lawyers, the Board is proposing a new Constitution. The proposed Constitution has been unanimously endorsed by the AACMA Board of Directors. The Board recommends that AACMA members accept the new Constitution proposed in the special resolution presented to members for consideration at the EGM.

The proposed Constitution will create these changes:

- Compliance with the Corporations Act 2001 (Cth).
- A reduced Board size to 5 Directors elected from the membership, with the option of appointing two additional skills based Directors.
- A National Board elected from membership rather than a Federated Board, complimented by improvements in communication between State Committees and the Board through State Liaison officers and establishment of an Annual Meeting of State Committee Chairs.
- A fixed term for Board Directors with a cap of three (3) terms of two (2) years before retirement and a two year waiting period before nominating again.
- Staggered director elections and retirements to provide the continuation of corporate memory.
- Skills based Appointed Directors for a maximum term of two years with annual reappointment possible as it necessitates.
- A simple nomination and election process for members.
- Greater voting rights for classes of members.
- The permissions required to utilise electronic voting technology.
- Accredited membership will mirror CMBA registration requirements.
- The removal from the Constitution of accreditation and compliance issues that AHPRA and CMBA are now responsible for.

Under the Corporations Act 2001 (Cth), the Constitution becomes effective on the passing of the special resolution as stated in the Notice of Meeting. As such the Members agree to be bound by this Constitution when the special resolution is passed. Despite the changes to the Constitution, the current Board and Executive of AACMA elected under the Memorandum and Articles of Association (2014) continue in office under the new constitution until their terms end.

Authorised By



Rose Pinter

Company Secretary

11<sup>th</sup> January 2018

**Australian Acupuncture and Chinese Medicine Association Ltd**

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