

## **Explanatory Notes for RANCDA Constitutional Reform**

These Notes provide explanation on the proposed changes to the RANCDA Constitution to enable Incorporation and also reflect subtle structural and policy changes to meet 2019 requirements.

### **Preamble**

The early and current RANCDA Constitution were constructed under the agreement of a number of State based Chapters in 2004-2005. The Constitution was constructed to meet the vision and objectives of the RANCDA and, in particular, to meet the needs of our members. Incorporation will result in more gravitas and provide bone fides for the conduct of our business into the future – giving the RANCDA a voice. It builds on this document and provides modifications based on operational lessons learned over the ensuring years.

The RANCDA seeks to now move forward under as a more formal entity and be Incorporated under the Act in NSW. Different Incorporations in other States were considered, but as the NSW has the greatest population of serving members and a large number of former serving members and families, and in view of Australia wide harmonisation of Legislation in the future, NSW was selected. This motion was support by the membership in 2015.

The Constitution of 2004-2005 (Modified in 2010, and 2014), was based on a 'federation' of affiliate Chapters across State and Territory boundaries. It formally guided those Chapters on the Structure and Association governance requirements. While suitable in intent, the burden of governance including 'office-bearer fatigue' particularly in those Chapters with small numbers, has resulted in reduced oversight of procedure, fiscal transparency, and effectively removed any appetite from other members to take up future Office.

After consultation and review by the National Executive (Executive), a unified and simplified approach was required to meet the present and future requirements of the Association and its Members. In August 2018 this revised Constitution was drafted in Melbourne and Sydney by the Executive under the advice of our Honorary Member and Legal advisor, Mr Paul Willee, QC.

For ease of passage through the NSW process, the NSW model rules were selected as a framework. The Draft Constitution 2018 was posted to our website in December 2018 for comment. These Explanatory Notes are designed to inform Members of proposed changes and the reasons behind them.

### **One Association**

At the time of writing the RANCDA has a Qualified list of approximately 1330 potential members. In addition, we have a number of Honorary Members and Associate Members. Of these, we have lost approximately 130 that have either passed away, or that no longer meet the requirements of membership. There are approximately 430

financial members (this does not include spouses, surviving spouses, Life (Fellow) or Honorary members who are deemed to be Financial without paying subscriptions).

With a membership base of so few across the Globe, there is no obvious advantage in duplicating onerous governance and financial reporting for all sub-sections (Chapters). In fact, the reason for being of the Chapters is to provide local content and pastoral care, organise ANZAC Day activities, oversee memorial requirements, coordinate social activities and, of course, provide a representative at the RANCDA Executive.

With our Motto of 'United & Undaunted', and the small numbers of qualified members, it makes obvious sense to move forward as a single administered organisation. For all intents and purposes, this has been the natural case, with some Chapters, unable or without the wherewithal to complete the governance requirements to meet contemporary and increasingly legislative requirements for the operation of Not-for-profit organisations. They have been unable to meet the Constitutional requirements and now the proposed Constitutions provides the framework to ease the burden at the local level.

### **Easing the burden of governance – what it looks like.**

The Proposed Constitution delivers one Association under which all administration, governance, reporting, and financial responsibility are held.

Chapters are raised where the population of members exists and not necessarily predicated by the geographical boundaries. That is, for example; should 30 Clearance Divers be living in Cooloom or Bali, then there should be no reason a Chapter could not be raised and formalised to ensure efficient delivery of benefits to those members at that location.

Membership Services are coordinated and delivered from a central activity where the responsibility for overall delivery is held. A membership registry is a mandatory requirement for Associations and this is held in one location with access available as deemed by the Act.

Overall Pastoral care and ongoing engagement with members is coordinated by the RANCDA with delivery at the Chapter level. Communications is coordinated by the RANCDA with single clear messages and accurate information.

Financial Services are controlled and delivered from the RANCDA to ensure fiscal responsibilities, reporting and transparency meet modern legal standards. Incoming funds (subscriptions, donations, sponsors) are centrally controlled with a per capita disbursement to meet the Chapter's needs – removing the impost for bank accounts, audit, and reporting responsibilities at the local level. Notwithstanding, the RANCDA does not prohibit Chapters from locally raising funds for the benefit of their local members when in pursuit of RANCDA objectives.

Chapter based Life Memberships (Fellows) are no longer considered in this revision. Fellowship to the RANCDA is based on the long and meritorious service to the

RANCDA and its members as a whole. That is, if a member is worthy of Fellowship, that should be to the Association.

The Welfare Fund is a fundamental function of the RANCDA and continues to be managed under a RANCDA Sub-Committee. Funds are drawn annually from surplus accounts to ensure sufficient resources are held to meet developing and urgent requirements of our members. This continues to operate under the control of the Welfare Fund Sub Committee.

The Navy Clearance Divers Trust (NCDT) is an independent entity that exists to care for CDs injured during training and operations, and their families. The President of the RANCDA has a standing position as a Trustee on the Board of the NCDT. This means we maintain a very close and mutually beneficial relationship with the Trust.

### **Executive Functions**

The current Constitution allows that “the affairs of the RANCDA shall be managed exclusively by a Committee of Management in each state and territory with a peak National Executive having the sole power of veto, policy development and policy approval”.

The intent is that this continues. It would be fair to say that bringing together a vote on matters across the CD Branch and the RANCDA in an efficient manner is problematic. Having the right level of governance and responsibility at the Executive level allows representational decisions to be made on day to day and also Policy matters pertaining to operating the organisation efficiently and effectively. They also construct and effect the By-laws on behalf of the members.

Matters for discussion/decision are brought to the Executive through Chapter Presidents or Representatives. Decisions on motions or matters are made by democratic majority vote.

Matters pertaining to changes to Constitution are presented to the full membership. Matters of significance are also put to the membership at Annual General Meetings.

The National President continues to be selected by majority vote of the Executive Board Members. Any financial member is qualified to stand for selection as a Chapter office bearer and ultimately a Chapter President or Representative to sit on the RANCDA Executive.

The default Vice President appointment of the NSW Chapter President is considered not reflective of a broad representative base and has been removed.