

## Introduction

One of the recommendations from the February Strategic Planning workshop was to review and revise COGS' Constitution. According to [From Bare Earth to Bounty](#) (the story of COGS) the then Canberra Organic Growers adopted our first formal constitution in 1981. A new constitution was drafted in April 1985 to facilitate incorporation, and the name changed to Canberra Organic Growers' Society. A further update was done around 1990 to meet the expected needs of the 1991 Act.

Workshop attendees asked that the revision:

- meet the requirements of the recently updated ACT Associations Incorporation Act 1991
- modify COGS' objectives to reflect our current aspirations and operations
- update administrative arrangements to account for developments in banking and communication technologies
- update the language to make the Constitution a more readable document.

The tables below identify the proposed changes and explain the reasons for these changes.

Table 1 Differences between existing and proposed constitution

Proposed revision	Current constitution	Comments on proposed changes
<b>PART I — PRELIMINARY</b>	<b>PART I — PRELIMINARY</b>	
1. Interpretation	1. Interpretation	No change
<b>PART II – AIMS AND OBJECTIVES</b> 2. Name 3 Objectives 4. Aims	APPENDIX 3	New part incorporates the revised contents of Appendix 3. Aims and objectives are moved to beginning of document to improve clarity and logic for the reader. The number of aims is reduced to avoid repetition and updated to reflect current interests (such as the importance of community gardens to COGS). Aims focus on the “what” COGS wants to achieve, rather than the “how” it will be done as this may change over time. The aims are based on the discussions held at the February 2021 Strategic Planning workshop.
<b>PART III MEMBERSHIP</b>	<b>PART II MEMBERSHIP</b>	
5.Membership qualifications	2.Membership qualifications	Reworded to simplify the membership categories and remove ambiguities. The structure is summarised in Table 2 below.

6.Application for membership	3.Application for membership	Reworded to remove reference to the membership application form at Appendix 1 which has been removed from the Constitution. Membership applications are now done electronically.
7.Fees	4.Fee, subscriptions	Language simplified. Committee continues to set fees.
8.Membership entitlements not transferable	5.Membership entitlements not transferable	Language simplified.
9. Cessation of membership	6. Cessation of membership	Language simplified.
	7. Resignation of membership	Deleted as is handled administratively.
10. Members' liabilities	8. Members' liabilities	No change.
11. Dispute resolution procedure	9. Disciplining of members	Changed to include the dispute resolution procedure required by recent changes to the Associations Incorporation Act's regulations. Wording previously agreed by the committee and published in the convenor's handbook has been simplified.
12.Disciplining of members		Additional rule relating to the dispute resolution procedure.
13. Right of appeal of disciplined member	10. Right of appeal of disciplined member	No change.
<b>PART IV THE COMMITTEE</b>	<b>PART III THE COMMITTEE</b>	
14. Powers of the committee	11. Powers of the committee	Language simplified and reference to Appendix 3 removed.
15. Structure of the committee	12. Structure of the committee	Modified to include the Magazine Editor and Information Officer as office bearers to reflect the increased importance of their roles in COGS' communication and education activities online. Number of ordinary committee members reduced by 2 to maintain a workable committee size.
16.Election of committee members	13. Election of committee members	Modified to reflect changes in the structure of the committee (rule 14) and to incorporate sub-rule re the election of President and appointment of Public Officer.

17. Duties of office bearers	14. Duties of office bearers	Modified as model rules provided by the Regulator only require the legal responsibilities of the Secretary and Treasurer to be specified. Duties of other office bearers will be listed in the succession planning document being prepared.
	15. Duties of other committee members	Deleted as not required in the model rules. These duties will be listed in the succession planning document.
18. Vacancies	16. Vacancies	No change.
19. Removal of committee members	17. Removal of committee members	No change.
20. Committee meetings and quorum	18. Committee meetings and quorum	Language simplified. A minimum number of meetings of the committee each year is now specified.
21. Delegation by committee to sub-committee	19. Delegation by committee to sub-committee	No change.
22. Voting and decisions	20. Voting and decisions	Language simplified. New subrule 21(1) clarifies the role of garden convenors in the committee's decision making.
23. Out of session decisions		This a new section that regularises a practice used by the committee from time to time and is consistent with the model rules.
24. Election of community garden committees	Part V Rule 35	Moved from Part V. Now specifies timing and quorum for election of garden committees. Subrule 35(1) deleted as community garden administration now an aim of COGS under subrule 4(1) (b). Wording of subrules (4) and (5) modified to reflect changes to Appendix 2 where General Rules now apply to all gardens. If other rules are added these are to address local conditions.
<b>PART V GENERAL MEETINGS</b>	<b>PART IV GENERAL MEETINGS</b>	Part V has been reformatted to make it clear that there are three types of general meetings: annual general meetings, general meetings and special general meetings held at members' request.
	21. Annual general meetings – holding of	Now included in rule 24.

25. Annual general meetings	22. Annual general meetings-calling of and business at	No change other than above inclusion.
26. General meetings	23. General meetings - calling of	Now subrule 25(1).
27. Special general meetings		Rules for special general meetings from subrule 23(2-5). Language simplified.
28. Notice	24. Notice	Updated to reflect the use of email as the main form of communication with members.
29. General meetings – procedure and quorum	25. General meetings – procedure and quorum	Language simplified. Subrule 28 (5) added to cover dissolution of a special general meeting in the absence of a quorum.
30. Presiding member	26. Presiding member	No change.
31. Adjournment	27. Adjournment	Option for oral notice of the meeting removed from subrule 30(2). Subrule covering notice of adjournment removed.
32. Making of decisions	28. Making of decisions	Record of decisions now entered into the minutes.
33. Voting	29. Voting	No change.
34. Appointment of proxies	30. Appointment of proxies	The proxy form is now Appendix 1.
<b>PART VI MISCELLANEOUS</b>	<b>PART V MISCELLANEOUS</b>	
35. Funds - source	31. Funds - source	Reference to entrance fees removed as they no longer apply. Recognises the operational practice of not issuing receipts for payments made by electronic funds transfer (EFT).
36. Funds – management	32. Funds – management	The current practice is to make payments by EFT. The forms of payment named are deleted as these are not used. There is no change to the requirement that two authorised officers sign off on a payment: this is also a bank requirement. Reference to advances is deleted as these are not made.
	33. Objectives	Deleted as now covered in Part II Rule 3.
37. Alteration of objectives and constitution	34. Alteration of objectives and constitution	No change.
	35. Community gardens and community garden rules	Moved to Part IV Rule 23.

	36. Common seal	Deleted as not used.
38. Custody of records	37. Custody of books	Language simplified. Books and documents changed to records as all now digitally stored.
39. Inspection of records	38. Inspection of books	A new subrule 38(2) added to restrict inspection of the membership register to a member's name. Additional information held on the register can only be provided with the agreement of the member.
40. Service of notices	39. Service of notices	Updated to reflect the use of email as the main form of communication.
41. Dissolution	40. Dissolution	No change.
42. Surplus property	41. Surplus property	No change.
43. Auditor	42. Auditor	Language simplified.
44. Insurance	43. Insurance	No change.
	Appendix 1	Application for membership deleted as this is managed electronically.
Appendix 1	Appendix 2	Proxy form now Appendix 1
	Appendix 3	Deleted as Aims and Objectives now Part II.
Appendix 2	Appendix 4	General community garden rules-restructured and language simplified. Rules relating to camping and storage of vehicles and nongarden related materials, fires, livestock and permanent structures (included in COGS' recent licence agreement) added.

Table 2 Proposed membership categories

Member Category	AGM Vote; COGS Committee	Garden Vote AGM; Garden Committee	Eligible for Plot	Key access to Garden Access to-tools and equipment Can join working bees	Insurance	Magazine
<b>MEMBER*</b>	YES	YES	YES	YES if they have a plot	YES	YES
<b>ASSOCIATE MEMBER</b>	NO	NO	NO	YES if nominated associate of a plot holder	YES	NO
<b>LIFE MEMBER</b>	YES	YES	YES	YES if they have a plot	YES	YES