



## National Trust Rules Proposed Amendments

The purpose of this document is to summarise the proposed amendments for each Part of the Rules.

Part of the Rules	Purpose	Proposed Amendments
<b>Part A - Introduction</b>	Sets out the authority for the creation of the Rules, definitions and interpretation of terms in the Rules.	<ul style="list-style-type: none"><li>• Definitions extended to include regularly used terms such as President, Deputy President, Treasurer, Branches and Committee types.</li></ul>
<b>Part B - Membership</b>	Defines membership; classes, application process, registration, entitlements, cessation and the dispute resolution process.	<ul style="list-style-type: none"><li>• Membership granted to volunteers who complete the Board approved hours of service. Previously these volunteers have been defined as associate members and did not have the right to vote. This has been changed so the full rights of membership are retained, including the ability to vote.</li><li>• The membership application process has been updated to allow for forms to be received via paper, the website and in other formats.</li><li>• Flexibility has been added where required to waive Joining Fees in a Membership drive or apply concessional rates.</li><li>• A practical Dispute Resolution process has been included in line with current governance models.</li><li>• A member no longer needs to select or request a Branch change on their membership application form.</li></ul>
<b>Part C - General Meetings</b>	Deals with General Meetings of Members and Annual General Meetings of Members. It covers the required meeting process;	<ul style="list-style-type: none"><li>• The Annual General Meeting (AGM) and other Trust meetings can be convened virtually, enabling state-wide participation.</li><li>• The process of appointing a proxy and proxy voting has been made clearer.</li></ul>



	convening, notice, raising matters, voting and proxy votes.	<ul style="list-style-type: none"> <li>The method and requirements for voting on resolutions has been clarified, including how the vote will take place and the number of votes required to pass each resolution.</li> </ul>
<b>Part D - Board</b>	Sets out the Board composition in line with the National Trust Act, the payment of Directors and duties of Directors.	<ul style="list-style-type: none"> <li>Payment can be made to a Director for service provided, if approved by the Board, and that Directors Professional Indemnity Insurance may be paid for by the Trust.</li> <li>Duties of Directors are included as per Governance Standard 5 of the regulations under the Australian Charities and Not-for-profit Commission (ACNC) Act.</li> </ul>
<b>Part E - Director Elections</b>	Details the process for the Director Elections; nominations, role of the Returning Officer, the Ballot and Declaration of the Vote.	<ul style="list-style-type: none"> <li>Board elections will be promoted, however the requirement for multiple newspaper advertisements has been removed, saving significant funds.</li> <li>Board elections can be run electronically (technical capacity pending), saving significant funds. Members have the option to receive paperwork in the mail.</li> <li>The process for nominating to the Board and the information presented to the members about potential candidates, has been made clearer.</li> </ul>
<b>Part F - Powers of Directors and Delegations</b>	Outlines the Board Powers and Delegations. It covers the election of the President, Deputy President and Treasurer and the role of the Secretary of the Trust. It also covers the Committees and Branches.	<ul style="list-style-type: none"> <li>How the delegation of power from the Board occurs has been formalised.</li> <li>A reference to the Treasurer requiring accounting qualifications, essential for the National Trust's financial management, has been added.</li> <li>The role of Secretary and that the appointment is made by the Board has been updated.</li> <li>National Trust Committees defined as: <ul style="list-style-type: none"> <li>Board Appointed Committees – governed by the member approved Rules and the Board approved Charter.</li> <li>Technical Committees – governed by the Board approved Charter and made up of members with technical skills required to support the Trust operations.</li> </ul> </li> </ul>



		<ul style="list-style-type: none"> <li>○ Branches – governed by the Board approved Charter. A Branch is a group of Trust members, created by the Board and grouped by postcode. Branch geographic boundaries and postcodes may change, however this does not dissolve the Branch.</li> <li>○ Special Purpose Committees – governed by the Board approved Charter, made up of community members who carry out activities to deliver the Trust objectives.</li> <li>● Committees governed by separate Charters to allow greater flexibility for the Committees.</li> <li>● The Charters will replace The Schedule in the existing Rules and provide the framework for Committee and Branch governance and operation.</li> <li>● As the Charters are approved by the Board, they will be more easily modified to meet changing environments.</li> <li>● Committees will have the ability to convene meetings virtually, including AGMs.</li> <li>● Members will be automatically allocated to a local Branch and may at any time, in writing, request to be in a different Branch. If no Branch exists in their local area, a request may be made to another local Branch.</li> </ul>
<p><b>Part G - Board Proceedings</b></p>	<p>Outlines when Board meetings are held, how a meeting is called and the process of voting at the meeting.</p>	<ul style="list-style-type: none"> <li>● Board meetings can be convened virtually, increasing accessibility.</li> <li>● Enables circular resolutions to be conducted.</li> </ul>
<p><b>Part H - Miscellaneous</b></p>	<p>Covers minutes, financial records, auditor, confidentiality, process for amending the Rules and indemnity of officers of the Trust.</p>	<ul style="list-style-type: none"> <li>● Requirements around the National Trust office opening hours has been removed.</li> <li>● The process for updating Rules has been clarified.</li> </ul>