

Ph 1800 033 660 | E bca@bca.org.au | W [bca.org.au](http://www.bca.org.au/) | ABN 90 006 985 226

## Blind Citizens Australia Constitution Update 2023 Explanatory Memorandum

At a Special General Meeting held on September 28, 2023, members of Blind Citizens Australia voted by an overwhelming majority to adopt a revised Constitution. The Australian Charities and Not-for-profits Commission (ACNC), the governing body for not-for-profit organisations like BCA, recommends that organisations regularly review their governance documents. Our constitution was last updated in 2017. The board undertook a review and consultation with members and proposed a constitution which is a substantial revision of the previous document.

## Details of the main changes are listed in brief below:

* update the statement of BCA's charitable objects and purposes – modern and positive language to describe what we do and reflect our purpose and activity in line with our Strategic Plan (clause 6)
* define blindness and vision impairment using functional rather than medical tests – that is, blind means having no or little usable sight and vision impairment looks at the impact vision has on the way a person undertakes daily activities (definitions clause 54)
* remove class A and class B organisational members from BCA's categories of members – in practice our members are individuals not organisations. BCA's current practice is to develop partnerships with other organisations for our mutual benefit (clause 10)
* Accept members who "live" in Australia, rather than imposing citizenship or residency requirements (clause 10).
* simplify rules relating to branches and the NSW/ACT State Division (clause 15)
* recognise that general meetings and member forums or conventions may be held entirely virtually and more often (clause 16)
* define the duties of directors (clause 30), including the president and vice-president, and integrate the Board Charter (clause 33) – these clauses also reflect the ACNC template
* limit the number of consecutive full terms a director and President can serve to 3, meaning each director, including the President, may be elected for a total of nine consecutive years. There is currently no limit to a director's time on the board. (clause 34)
* change the name of National Policy Council to National Policy Committee (clause 43)
* insert headings to separate sections e.g., "Preliminary", "Charitable purposes and powers" and "Members".
* introduce dispute resolution including mediation for resolving disputes between and among members and BCA (clause 13) – this clause does not apply to disputes about service provision which will remain covered by BCA's Service Charter and complaints policy
* reintroduce disciplinary procedures – the power for the board to warn, suspend or expel a member from BCA in very limited circumstances and following specific processes, designed to safeguard members' rights. This can only happen if a member has breached the constitution or their behaviour is causing harm to BCA. Currently, for example, a member who commits a criminal offence against BCA would be entitled to remain a member. (clause 14)
* remove the provision for the Immediate Past President to automatically remain a director - consistent with the changes to directors' terms, which promote leadership renewal.
* give members the right to dismiss a director (clause 30)
* more specific and stringent rules relating to conflicts of interest (clause 42)
* introduce a Deductible Gift Recipient revocation clause, required by the Australian Tax Office as a condition of Deductible Gift Recipient status (clause 53.3)