

What is happening?

The Board of the MHCT is seeking to amend the Constitution to make it simpler to read, easier to understand, and more effective in its application.

Why are we changing the Constitution?

While the current Constitution is comprehensive and effective, it is cumbersome and difficult to read. Putting the provisions into operational effect means navigating a very complex, and arguably over-prescriptive document. The Board felt that a simpler approach was required, comprising a more easily read document, with supporting documents to carry the detail.

What has already been done?

A review of the existing document was completed, and an initial replacement was drafted by an independent consultant. However, the proposed draft, while accurate, retained almost all the complexity and 'legal speak' of the original and was not considered a substantial improvement on the existing model.

A second review was then undertaken by the Governance Sub-committee of the Board, and a new approach has been developed.

What does the new model look like?

The higher level, fundamental requirements contained within the Constitution are retained, but three new 'supporting' documents have been developed. These new documents now contain much of the detail, reducing the size and complexity of the Constitution itself, without losing any of the meaning or accountability.

What are the new documents?

The new documents are:

- a) *Terms of Reference* for the Board, which outline the roles, responsibilities, constitution and operation of the Board.
- b) *Membership Rules*, which outline the rules and operating guidelines for membership of the Mental Health Council of Tasmania.
- c) *Operating Guidelines*, which outline the operational functions of the Mental Health Council of Tasmania, predominately as they relate to meetings and management of finances.

Is it legal or appropriate to take these provisions out of the Constitution?

Yes, it is perfectly legal to move the various provisions from one document to another. In totality, the suite of documents, including the Constitution, continue to follow the model outlined in the *Associations Incorporation (Model Rules) Regulations 2017*, and are fully compliant with our obligations under the *Associations Incorporation Act 1964*.

How are members affected? What has changed for me or my organisation?

Effectively, nothing has changed. All of the provisions remain the same, with the exception of some minor amendments to the wording in some cases. All that has really happened is that the Constitution has been split up from one large, cumbersome document into a suite of more manageable documents.

What else has changed in the new documents? What are these “minor amendments”?

The review has included some editing changes to make the documents more contemporary and to remove ambiguity. For example, any references to gender such as ‘he’ or ‘his’, ‘she’ or ‘her’ have been changed to ‘they’, ‘them’ or ‘their’ as appropriate. Grammatically, references to numbers have been made more consistent, and listed dot points are more consistent. Definitions have been amended to reflect the changes adopted at the 2024 Annual General Meeting and have been synchronised across the documents.

Much of the document has also been reformatted to give it a more contemporary feel and to make it easier to read.

In addition, there have been changes to the wording of the ‘Objectives’ in Part II of the Constitution, largely to simplify and condense the original wording.

And finally, it is proposed to increase the number of Board members from seven to nine, and the terms of office from two years to three years. This is to provide further opportunities for a wider diversity of membership and a greater level of consistency in the Board composition.

Does this mean the Board can change the Constitution at will?

No, the Constitution itself can only be amended by Special Resolution of the Membership at a General Meeting.

However, the new documents will have different levels of approval. The Board can approve amendments to the Terms of Reference and the Membership Rules, while the Chief Executive Officer can amend the Operating Guidelines. This negates the need to call a Special General Meeting every time a minor technical change is required in these largely operational documents.

What happens next?

The Board has supported the proposed changes and has endorsed release of the documents to the Membership for feedback. This will be done in sufficient time for members to review the documents prior to the calling of a vote at the next Annual General Meeting on Thursday 21 November 2024.

If the approach and the documents are passed by Special Resolution at the AGM, the new model will be implemented after advice to the Commissioner for Corporate Affairs as required.

How do I provide my feedback? What if I’m confused or unhappy with the proposed changes?

You can provide your feedback in writing via email to admin@mhct.org.

Alternatively, you can register for one of our online consultation sessions [HERE](#) where Connie Digolis, MHCT CEO and Mark Mewis, MHCT Board Director will be available to answer any questions.