



Shed West Community Mens Shed Inc.
P.O. Box 391, Kenmore
Queensland 4069

20 October 2017

To: Board of Directors
Australian Men's Shed Association

Re: Proposed changes to AMSA Constitution

Thank you for your e-mail of 14 September ("AMSA's Framework for the Future"), summarising the proposed changes to the AMSA Constitution. I have circulated the information to the Shed West membership (181 members), and the Management Committee of Shed West has considered the proposed changes after receiving feedback from the membership.

Our comments on the proposed changes are shown below:

Proposed change #1: A Board comprising of six (6) elected state-based directors (two (2) year terms) and up to five (5) board-appointed specialist directors (three (3) year terms).

Shed West response: We support the proposed composition of the Board, noting that the number of elected state-based directors is greater than the number of board-appointed specialist directors (except in the transitional year following the 2018 Annual general Meeting). Some Shed West members have questioned why so many board-appointed specialist directors are proposed, and we feel it would be beneficial for AMSA Board to include in the Explanatory Memorandum the range of specialist skills that the Board is hoping to attract in these appointments. We acknowledge that all of the specialist skills required for the AMSA Board to manage the affairs of the Association may not be provided by the elected state-based Directors. Some Shed West members have questioned why the term of the board-appointed specialist directors is longer than for state-based elected directors, and again we feel that this difference should be justified in the Explanatory Memorandum. We support the proposal that Directors of both types should be appointed for 2 or 3 years, to give sufficient stability and continuity in the composition of the Board. In particular, we support the proposed 2-year term of the elected state-based directors, with three state-based Directors being elected or re-elected each year. We feel that a shorter term, e.g. one year, would not be sufficient for the state-based directors to contribute to the operations of the Board and the Association, given that several months/ meetings may be required before newly elected Directors fully understand their roles and responsibilities before they can contribute to the management of the Association in a meaningful way.

Proposed change #2: Any AMSA member Men's Shed that has been a financial member for more than 12 months will be eligible to nominate a member of that shed to stand for election to the AMSA Board.

Shed West response: We support the proposed method of election of state-based directors, following the procedures outlined in Clauses 9.4 to 9.6 of the draft constitution. In particular, we favour the proposal that an individual Shed nominating a member for a state-based Elected Director position must provide "a short statement of the candidate's skills, qualifications and/or experience in support of their nomination." Hopefully this requirement will help to ensure that state-based elected directors will bring relevant skills and experience to the AMSA Board, rather than the election being based purely on popularity and/or members with an inflated sense of self-importance. Shed West Management Committee considers that the proposed method of nomination and election of state-based directors is more fair and democratic than an alternative system that has been suggested, whereby elected Presidents of AMSA state associations automatically become directors of the AMSA Board. The qualifications and skills of a President of an AMSA state association may not coincide with the requirements of a state-based Board member. For example, a President of an AMSA state association



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may have outstanding leadership or negotiating skills, whereas AMSA directors should be team players and have a broader understanding of the role and responsibilities of the AMSA Board and the Australian Men's Shed Association as a whole. Furthermore, the responsibilities of a President of an AMSA state association may limit the amount of time that such a person could devote to serving on the AMSA Board, and could lead to a conflict of interest. Although it would be desirable for a state-based elected director on the AMSA Board to have strong and effective communication channels with his state association, he would be able to make a greater contribution to the AMSA Board if he were not also a member of the Executive of the state-based association. On the other hand, prior experience as President, Secretary or Treasurer of a state association would clearly enhance the contribution of a state-based elected director to the AMSA Board.

Proposed change #3: The recognition of any AMSA member Men's Shed with a membership tenure of more than 12 months, as a voting member with rights to vote at all general meetings. Each eligible member Men's Shed will be entitled to one (1) vote.

Shed West response: The conferring of voting rights to all members sheds is welcomed. It should enhance the governance performance and accountability of the AMSA directors.

Proposed change #4: To enable incorporated state organisations, that satisfy membership criteria, to apply for AMSA membership. Any AMSA member state organisation with a membership tenure of more than 12 months will be recognised as a voting member with rights to vote at all general meetings. Each eligible member state organisation will be entitled to five (5) votes.

Shed West response: Shed West agrees that state men's shed associations such as QMSA should have a direct voice in matters that are brought to a general meeting of AMSA, and the allocation of 5 votes per state association is a reasonable balance between the need for representation from the state association and the input from individual sheds in each state.

Proposed change #5: The Constitution and By-Laws make provision for the formation of committees to provide detailed advice to the AMSA Board on a range of issues relevant to the organisation.

Shed West response: Shed West agrees that the AMSA Board should be able to create specialist advisory committees to assist with the governance of the Association. The proposed establishment of a National Men's Shed Advisory Committee will provide additional opportunities for interested sheds and shed members to have direct input into AMSA policy making and service delivery.

Yours faithfully

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(on behalf of the Shed West Management Committee)
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