

Constitutional Amendments passed by Special Resolution at the 2022 AGM

Existing clauses	Accepted changes
3.1 Definitions	
<p>“GPET” means General Practice Education and Training Limited ACN 095 433 140, the body responsible for allocating Commonwealth Government funding for GP training programs, and its successors</p>	<p><i>deleted</i></p>
<p>“GPSLON” means the General Practice Supervisor Liaison Network, a body created by GPET to connect the Supervisor Liaison Officers of Regional Training Providers funded by GPET, or an equivalent successor organisation</p>	<p>“GPSLON” means the General Practice Supervisor Liaison Network, a body created by GPET to connect the Supervisor Liaison Officers of Regional Training Providers funded by GPET, or an equivalent successor organisation change to: “SLO Advisory Council” has the meaning of the national network of SLOs coordinated under Terms of Reference established and overseen by GPTA</p>
<p>“Honorary Supervisor” means a General Practitioner or retired General Practitioner with a long professional history of twenty (20) years or more of supervising GP Registrars in their clinical, educational and professional development in a safe and supportive educational alliance, whether or not the person is currently an active Supervisor</p>	<p><i>deleted</i></p>
<p>“Instantaneous Communication Device” means any device by which the processes of a meeting may be conducted between persons in different places and includes telephone, television or any other audio and/or visual device or technology which permits instantaneous (or near as practical thereto) communication</p>	<p><i>deleted</i></p>
5 Objects	
5.2	<p>Add:</p> <p>5.2(b) supporting General Practitioners involved in teaching prevocational doctors, medical students and GP Registrars, especially within the AGPT program and its successor programs</p> <p>5.2(c) supporting Practice Owners and Practice Managers in the development and maintenance of high-quality clinical learning environments to facilitate the supervision of prevocational doctors, medical students and GP Registrars, especially within the AGPT program and its successor programs</p>
<p>(c) participating in working parties, networks and other collaborations with General Practitioner professional associations GPET and other bodies, including but not limited to RACGP, ACRRM, GPRA and their successors</p>	<p>(c)(d) participating in working parties, networks and other collaborations with General Practitioner professional associations, GPET and other bodies, including but not limited to RACGP, ACRRM, GPRA and their successors</p>
11 Membership	
11.7 Membership of Related Entities	Membership of Related Entities Membership Qualification
<p>The Board may require that any application for membership be supported by evidence of the applicant’s commitment to the objects of GPTA set out in clause 5. Without limiting the Board in the evidence it may require pursuant to this subclause, the Board may specify that a member must evidence membership of an entity</p>	<p>The Board may require that any application for membership as an Ordinary Member be supported by evidence of the applicant’s commitment to the objects of GPTA set out in clause 5. Without limiting the Board in the evidence it may require pursuant to this subclause, the Board may specify that an ordinary member must</p>

determined by GPTA; for example, being a member in good standing of RACGP or ACRRM.

~~evidence membership of an entity determined by GPTA their qualification for membership as requested; for example, being a member in good standing of RACGP or ACRRM.~~

Add:

11.7.1 For General Practitioner members, such proof may include unrestricted AHPRA registration;

11.7.2 For Training Practice Manager members, qualification may include membership of AAPM.

12 Classes of Members

12.2 Ordinary Members

The Board may accept into membership as an Ordinary Member any person who:

- (a) is an active Supervisor in a practice involved in the training of GP Registrars; or
- (b) is an Honorary Supervisor; and
- (c) is in agreement with the objects of GPTA

The Board may accept into membership as an Ordinary Member any person who:

- (a) is an active Supervisor **or a Practice Manager in a practice involved in the training of GP Registrars; or committed to the facilitation of the supervision of prevocational doctors, medical students and GP Registrars, especially within the AGPT program and its successor programs; and**
- ~~(b) is an Honorary Supervisor; and~~
- (b) is in agreement with the objects of GPTA**

12.3 Honorary Members

The Board may accept into membership as an Honorary Member any natural person who:

- (a) Is or has been involved in GP training in any capacity; and
- (b) is in agreement with the objects of GPTA.

12.3 Honorary Members

The Board may accept into membership as an Honorary Member any natural person who:

- (a) Is, **desires to be,** or has been involved in GP training in any capacity; and
- (b) is in agreement with the objects of GPTA.

13 Membership Rights

13.4 Election to Board

13.4.1 Only Ordinary Members who are currently practising in a mainstream general practice may seek election to the Board.

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15 Discipline of Members

15.2 When Board may suspend Membership

Where a Member:

- (a) wilfully refuses or neglects to comply with the provisions of this Constitution;
- (b) engages in conduct, which, in the opinion of the Board, is injurious or prejudicial to the interests of GPTA;
- (c) suspension from the privileges of Membership for a period of up to six (6) months, or until the conduct is rectified, whichever is earlier;
- (d) financial penalty;
- (e) transfer from Ordinary Membership to Honorary Membership (if applicable); or
- (f) another sanction which the Board considers appropriate in the circumstances.

15.2 When Board may suspend Membership

Where a Member:

- (a) wilfully refuses or neglects to comply with the provisions of this Constitution;
- (b) fails to provide evidence of qualification for membership upon request;**
- ~~(b)(c)~~ engages in conduct, which, in the opinion of the Board, is injurious or prejudicial to the interests of GPTA;
- ~~(c)(d)~~ suspension from the privileges of Membership for a period of up to six (6) months, or until the conduct is rectified, whichever is earlier;
- ~~(d)(e)~~ financial penalty;
- ~~(e)(f)~~ transfer from Ordinary Membership to Honorary Membership (if applicable); or
- ~~(f)(g)~~ another sanction which the Board considers appropriate in the circumstances.

17 Conduct of Business at General Meetings

17.7 Show of Hands or Poll

At any general meeting, a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is demanded:

- (a) by the Chairperson; or
- (b) by at least five percent (5%) of the voting Members attending the meeting

17.7 Show of Hands or Poll

At any general meeting, a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll **using a secure electronic survey facility is demanded;**

- ~~(a) by the Chairperson; or~~
- ~~(b) by at least five percent (5%) of the voting Members attending the meeting~~

	<p>required where the meeting is either partially or fully conducted by video conferencing technology</p>
<p>17.8 Declaration on Show of Hands If a poll is not demanded, the Chairperson’s declaration that a resolution has been carried or lost with an entry to that effect in the minute book is conclusive evidence of the fact. It is not necessary to record the number or proportion of votes recorded for or against the resolution.</p>	<p>17.8 Declaration on Show of Hands If a poll is not demanded required, the Chairperson’s declaration that a resolution has been carried or lost with an entry to that effect in the minute book is conclusive evidence of the fact. It is not necessary to record the number or proportion of votes recorded for or against the resolution.</p>
<p>18 Rules for Voting by Proxy</p>	
<p>18.6.2 The relevant documents must be delivered, whether in person, by post, electronic mail, facsimile or some other method</p>	<p>18.6.2 The relevant documents must be delivered, whether in person, by post, electronic mail, facsimile or some other method</p>
<p>19 General Meetings Using Communications Technology</p>	
<p>19.1 General meetings may be held using Instantaneous Communication Devices. All the provisions of this Constitution relating to general meetings apply to meetings held by Instantaneous Communication Device or Devices, including the notice requirements</p>	<p>19.1 General meetings may be held using Instantaneous Communication Devices video conferencing technology. All the provisions of this Constitution relating to general meetings apply to meetings held by Instantaneous Communication Device or Devices video conference technology, including the notice requirements</p>
<p>19.2 To avoid doubt, notice of a meeting held by Instantaneous Communication Device or Devices must be given in writing as required by the Law</p>	<p>19.2 To avoid doubt, notice of a meeting held by Instantaneous Communication Device or Devices video conference technology must be given in writing as required by the Law</p>
<p>19.3 All persons participating in the meeting must be linked by Instantaneous Communication Device or Devices for the purpose of the meeting.</p>	<p>19.3 All persons participating in the meeting must be linked by video conference technology Instantaneous Communication Device or Devices for the purpose of the meeting.</p>
<p>19.4 A person may not leave a meeting held by Instantaneous Communication Device or Devices by disconnecting from the relevant technology, unless that person obtained the express consent of the Chairperson of the meeting</p>	<p>19.4 A person may not leave a meeting held by video conference technology Instantaneous Communication Device or Devices by disconnecting from the relevant technology, unless that person obtained the express consent of the Chairperson of the meeting</p>
<p>19.5 A person is therefore presumed to have been present for the entirety of a meeting held by Instantaneous Communication Device or Devices unless that person has notified the Chairperson that they will leave the meeting and received the Chairperson’s consent to leave</p>	<p>19.5 A person is therefore presumed to have been present for the entirety of a meeting held by video conference technology Instantaneous Communication Device or Devices unless that person has notified the Chairperson that they will leave the meeting and received the Chairperson’s consent to leave</p>
<p>19.6 A meeting by Instantaneous Communication Device or Devices shall not be invalidated by any voluntary or involuntary disconnection of a participant, provided that sufficient persons are still able to hear each other to constitute a quorum</p>	<p>19.6 A meeting by video conference technology Instantaneous Communication Device or Devices shall not be invalidated by any voluntary or involuntary disconnection of a participant, provided that sufficient persons are still able to hear each other to constitute a quorum</p>
<p>20 Directors</p>	
<p>20.2.1 GPTA must have a minimum of three (3) and a maximum of seven (7) Elected Directors. The Board may also appoint a maximum of two (2) Appointed Directors.</p>	<p>20.2.1 GPTA must have a minimum of three (3) and a maximum of seven (7) Elected Directors.</p>
<p>20.2.2 GPTA may, by Special Resolution passed at a general meeting, increase or decrease the number of Directors but must not reduce the minimum number of Elected Directors below three (3) or increase the total number of Directors above nine (9).</p>	<p>Add: The Board’s seven (7) Elected Directors shall include a maximum of one (1) Practice Manager.</p> <p>20.2.2 The Board may also appoint a maximum of two (2) Appointed Directors.</p>
	<p>20.2.2 20.2.3 GPTA may, by Special Resolution passed at a general meeting, increase or decrease the number of Directors but must not reduce the minimum number of</p>

	Elected Directors below three (3) or increase the total number of Directors above nine (9).
22 Sub-Committees	
22.2 Finance, Audit and Risk Management Committee (FARM)	22.2 Finance, Audit and Risk Management Governance Committee (FARMG)
The Board shall establish and maintain a Finance, Audit and Risk Management Committee (FARM).	The Board shall establish and maintain a Finance, Audit and Risk Management Governance Committee (FARMG).
23 Proceedings of the Board	
23.7 Resolution in Writing	23.7 Resolution in Writing
23.7.4 Copies of signed documents, sent by facsimile, electronic mail or other technology rather than in original by post, are deemed to be a signed document for the purposes of this Constitution.	23.7.4 Copies of signed documents, sent by facsimile , electronic mail or other technology rather than in original by post, are deemed to be a signed document for the purposes of this Constitution.
23.8 Meetings held by Communications Technology	23.8 Meetings held by Communications Technology
23.8.1 For the purposes of this Constitution, the contemporaneous linking together by Instantaneous Communication Device or Devices of a number of Directors being not less than the quorum (whether or not any one or more of the Directors is out of Australia), shall be deemed to constitute a meeting of the Board duly convened and held with persons actually present so long as:	23.8.1 For the purposes of this Constitution, the contemporaneous linking together by video conference technology Instantaneous Communication Device or Devices of a number of Directors being not less than the quorum (whether or not any one or more of the Directors is out of Australia), shall be deemed to constitute a meeting of the Board duly convened and held with persons actually present so long as:
(a) all the Directors being entitled to receive notice of the Directors' meeting shall receive notice of such a meeting and such notice may be given by any means authorised by this Constitution;	(a) all the Directors being entitled to receive notice of the Directors' meeting shall receive notice of such a meeting and such notice may be given by any means authorised by this Constitution;
(b) each of the Directors taking part in the meeting by Instantaneous Communication Device must be able to hear the Chairperson and each of the other Directors taking part during the meeting; and	(b) each of the Directors taking part in the meeting by video conference technology Instantaneous Communication Device must be able to hear the Chairperson and each of the other Directors taking part during the meeting; and
(c) at the commencement of the meeting, each Director must acknowledge his or her presence to all the other Directors taking part.	(c) at the commencement of the meeting, each Director must acknowledge his or her presence to all the other Directors taking part.
23.8.3 A person is therefore presumed to have been present for the entirety of a meeting held by Instantaneous Communication Device or Devices unless that person has notified the Chairperson that they will leave the meeting and received the Chairperson's consent to leave.	23.8.3 A person is therefore presumed to have been present for the entirety of a meeting held by video conference technology Instantaneous Communication Device or Devices unless that person has notified the Chairperson that they will leave the meeting and received the Chairperson's consent to leave.
23.8.4 A Directors' meeting by Instantaneous Communication Device or Devices shall not be invalidated by any voluntary or involuntary disconnection of a participant, provided that sufficient persons are still able to hear each other to constitute a quorum.	23.8.4 A Directors' meeting by video conference technology Instantaneous Communication Device or Devices shall not be invalidated by any voluntary or involuntary disconnection of a participant, provided that sufficient persons are still able to hear each other to constitute a quorum.
23.8.5 A minute of the proceedings at a meeting by Instantaneous Communication Device or Devices shall be prepared by the Secretary or such duly appointed person and shall be prima facie evidence of the proceedings and of the observance of all necessary formalities if certified as a correct minute by the Chairman of the meeting	23.8.5 A minute of the proceedings at a meeting by video conference technology Instantaneous Communication Device or Devices shall be prepared by the Secretary or such duly appointed person and shall be prima facie evidence of the proceedings and of the observance of all necessary formalities if certified as a correct minute by the Chairman of the meeting
24 Chairperson	
24.1.2 The Chairperson and Deputy Chairperson and may serve a maximum of two (2) successive terms in the role.	24.1.2 The Chairperson and Deputy Chairperson and may serve a maximum of two (2) successive terms in the role.

<p>28 Chair of GPSLON Ex-Officio Member of Board</p>	<p>28 Chair of GPSLON Advisory Council Ex-Officio Member of Board</p>
<p>28.1 If they are not already a Director, the Chairperson of GPSLON shall be an ex-officio member of the Board and will be entitled to receive notice of, attend at and participate in discussions at general meetings and Board meetings, subject to the Board's discretion</p>	<p>28.1 If they are not already a Director, the Chairperson of GPSLON the SLO Advisory Council shall be an ex-officio member of the Board and will be entitled to receive notice of, attend at and participate in discussions at general meetings and Board meetings, subject to the Board's discretion</p>
<p>28.2 The Chairperson of GPSLON is not entitled to vote at Board meetings unless they are also an Elected or Appointed Director of GPTA</p>	<p>28.2 The Chairperson of the SLO Advisory Council GPSLON is not entitled to vote at Board meetings unless they are also an Elected or Appointed Director of GPTA</p>
<p>28.3 The Chairperson of GPSLON is not entitled to vote at general meetings unless they are a Member of GPTA in their own right, or where GPSLON is a Member and they are acting as its representative</p>	<p>28.3 The Chairperson of the SLO Advisory Council GPSLON is not entitled to vote at general meetings unless they are a Member of GPTA in their own right, or where the SLO Advisory Council GPSLON is a Member and they are acting as its representative</p>
<p>31 Accounts</p>	
<p>31.3 General Bank Account</p>	<p>31.3 General Bank Account</p>
<p>31.3.1 The Board shall cause to be opened with such bank as the Board selects a bank account in the name of GPTA into which all moneys received shall be paid as soon as possible after receipt thereof.</p>	<p>31.3.1 The Board shall cause to be opened with such bank as the Board selects a bank account in the name of GPTA into which all moneys received shall be paid as soon as possible after receipt thereof.</p>
<p>The Board shall be responsible for ensuring that all receipts and payments are processed as required by the Law and good management practices but may, subject to the approval of GPTA's Auditor, adopt such methods of receipts, payments and practices as it sees fit.</p>	<p>The Board shall be responsible for ensuring that all receipts and payments are processed as required by the Law and good management practices but may, subject to the approval of GPTA's Auditor, adopt such methods of receipts, payments and practices as it sees fit, including but not limited to enforcing authorisation of all withdrawals from and changes to the GPTA accounts by:</p>
	<p>(a) two (2) Directors of GPTA; or (b) a Director and the Secretary of GPTA; or (c) a Director and the CEO of GPTA.</p>
<p>33 Notices</p>	
<p>33.1 Form of Notice</p>	<p>33.1 Form of Notice</p>
<p>A notice is to be given by GPTA to the intended recipient either in person or by sending it either:</p>	<p>A notice is to be given by GPTA to the intended recipient either in person or by sending it either:</p>
<p>(a) by post to the intended recipient's registered address; (b) by facsimile to the intended recipient's registered facsimile number; (c)(b) by email to the intended recipient's email address; or (d)(c) by any other means authorised by the Law and approved by the Board.</p>	<p>(a) by post to the intended recipient's registered address; (b) by facsimile to the intended recipient's registered facsimile number; (c)(b) by email to the intended recipient's email address; or (d)(c) by any other means authorised by the Law and approved by the Board.</p>
<p>33.3 Notice by Facsimile</p>	<p>33.3 Notice by Facsimile</p>
<p>Where a notice is sent by facsimile, service of the notice shall be deemed to be effected on the date of its transmission, or if not a Business Day, on the next Business Day.</p>	<p>Where a notice is sent by facsimile, service of the notice shall be deemed to be effected on the date of its transmission, or if not a Business Day, on the next Business Day.</p>
<p>33.4 Notice by Email</p>	<p>33.4 33.3 Notice by Email</p>
<p>Where a notice is sent by email, service of the notice shall be deemed to be effected on the same day that notification that the email has been delivered is received</p>	<p>Where a notice is sent by email, service of the notice shall be deemed to be effected on the same day that notification that the email has been delivered is received</p>

from the Member's email server, or, if not a Business Day, on the next Business Day.

33.5 Manner of Notice

Notice of every general meeting shall be given in any manner authorised in this Constitution to every Member eligible to attend and whose name and address are recorded in the Register.

33.6 Irregularity May Not Invalidate Meeting

The accidental omission to give notice of a meeting or the non-receipt by a Member of a notice of meeting shall not invalidate the proceedings at any meeting of GPTA.

from the Member's email server, or, if not a Business Day, on the next Business Day.

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