



Constitution Update #2 October 2026

Frequently Asked Questions

The constitution of the New Farm and Districts Historical Society (the Society) hasn't been updated since 2005. The management committee has worked with a specialist not-for-profit lawyer to bring it up to date with current Queensland law and modern governance practice. Constitution Update #1 was circulated at our 26 September meeting and is available on our website and by request. This second Constitution Update explains more about what's proposed, and how members can have their say. The main new information relates to proposed new Codes of Conduct for Society members and Management Committee members (see Q. 4).

Background

Q 1. Why is the Society updating its constitution?

The current constitution of the Society was registered in 2005 and hasn't been reviewed since. Queensland's template rules for incorporated associations (the "Model Rules", published under the Associations Incorporation Act 1981) were last updated in 2024, and expectations have grown around good governance for community organisations, charities, and not-for-profit groups. The management committee identified that our constitution no longer aligned well with the Model Rules or modern best practice and decided to act now rather than wait for a problem to arise.

The review was funded and approved under Year 2 of the Brisbane City Council's Historical Organisational Assistance Grant. This meant a properly qualified specialist lawyer could be engaged to help guide the process, giving members confidence that the new constitution has been through a genuinely professional review.

Who was involved and what was the process?

Q 2. Who drafted the new constitution?

The management committee sought out a lawyer with specific expertise in corporate governance for not-for-profits, charities, and community organisations and engaged Lesleigh Mayes from Mayes Law to assist in the review.

- The committee reviewed our existing constitution and identified the areas it believed needed to change or be improved, based on the Society's own experience and gaps identified against the current Model Rules.
- The committee requested Lesleigh Mayes to review the committee's suggested changes and recommendations.
- Lesleigh reviewed those recommendations, checked them against the current Model Rules and relevant law, and then drafted a new constitution. This incorporated the committee's requested changes within a document that meets (and in a number of places exceeds) the Model Rules' requirements.
- The committee reviewed the new draft constitution in detail to ensure the changes were appropriate, well explained, and in the Society's and members' best interests. Final updates were then made to the draft.

What's actually changing?

Q 3. What are the most important changes for members, in plain terms?

- Members' rights are written in plain language for the first time, including your right to receive notices, view Society records, nominate for the committee, vote, and take part in Society activities.
- A fair process for resolving disagreements. Previously there was no formal way to resolve a dispute between members, or between a member and the committee. The new constitution introduces clear steps, including independent mediation if required.
- Insurance provisions, allowing the Society to insure committee members and staff, which wasn't provided for in the old constitution.

- Stronger conflict-of-interest rules, confirming when committee members must declare and step back from any matter they may have a personal interest in.
- Society members will be asked to abide by a Code of Conduct when they join or renew their membership in future. Nominees for Management Committee will also be asked to abide by a stricter, more detailed Code of Conduct.

Q 4. Why is a Code of Conduct needed?

The review of our constitution identified that the Society has no proper method of addressing member or committee member conduct, except through the extreme step of expulsion from the Society.

A new Member Code of Conduct sets the standard of behaviour expected from all Society members. It sets clear expectations, so members know what is expected of them, and includes provisions for resolving any issues that may arise. New and renewing members will be asked to:

- Treat all members, volunteers, guests and visitors with courtesy and respect.
- Act with honesty and integrity in all dealings on behalf of, or in connection with, the Society.
- Handle Society property with care; and
- Ensure that any public or social media comment they make about the Society is fair and accurate, and make it clear it is a personal view where it is not the Society's position.

Anyone nominating for the Management Committee will be also asked to abide by a more detailed Code of Conduct, which focuses on respectful conduct, attendance and commitment, confidentiality, financial responsibility, compliance with legislation and the constitution, and declaring potential conflicts of interest. This reflects the fact that they are held to a high standard appropriate to their role and responsibilities under the Associations Incorporation Act 1981 (Qld).

While the Member and Management Committee Codes of Conduct will not be included in the revised constitution, the constitution *does* refer to them and the need to comply with them, and members will be asked to sign their agreement when they join or renew. For this reason, both proposed Codes of Conduct will be made available before the constitutional discussion on 24 October.

What happens next, and how can I have my say?

Q 5. Has the new constitution already been decided, or can members still have input?

Adopting a new constitution is a decision for the members, not the committee alone. Members will have the opportunity to review it and ask questions before any vote occurs. Under both the current constitution and the new draft, constitutional changes require a special resolution, with at least 75% of eligible members present at the meeting voting in favour. This is designed to ensure any change to our governing document has strong support. Once passed, the new constitution will be formally registered with the Queensland Office of Fair Trading before it takes effect.

Q 6. When will the vote take place?

The proposed new constitution will be put to a members' vote at a general meeting on 24 October 2026. A copy of the new constitution will be shared on the Society's website before then, mailed to you upon request and made available on the day. More information will be provided via email and in the October newsletter.

We want every member to feel comfortable with this process. If anything in this FAQ or the new constitution isn't clear, or if you have a concern you'd like the committee to consider before the vote, please get in touch.

- 1/ Email - president@newfarmhistorical.org.au or secretary@newfarmhistorical.org.au; or
- 2/ Have a chat with one of your committee members; or
- 3/ Drop into our office each Thursday 2 – 4pm in the Ron Muir Room next to the New Farm Library.