



CHARTERED ACCOUNTANTS™
AUSTRALIA + NEW ZEALAND

15 April 2019

Dear members

Thank you for considering the proposed changes to update and streamline Chartered Accountants Australia and New Zealand's (**CA ANZ**) governance structures and constitutional documents namely, the Supplemental Royal Charter (**Supplemental Charter**), By-Laws and the Rules of the New Zealand Institute of Chartered Accountants (**NZICA Rules**).

The upcoming Member Vote (**Member Vote**) will take place from Monday 29 April at 9am AEST until Monday 27 May at 12 noon AEST. Since the amalgamation, our membership has grown and become more diverse against a background of an increasing pace of change where the community expects more from our profession and its representative bodies. As accounting professionals we all experience significant change every day. From the impact of technology including the rising frontier of automation and artificial intelligence, to the increasing impact of regulation, the global accounting profession is facing unprecedented change that compels us all to evolve.

Your professional body needs to further evolve to keep in step with this change. As part of the formation of CA ANZ, we committed to an independent governance review two years after the vote on the amalgamation.

At the end of 2015, governance specialists *cameron. ralph. khoury* were engaged to conduct the review, delivering two interim reports followed by a final report in December 2016. This review engaged with members of CA ANZ (**members**) through a variety of ways and touchpoints including face-to-face interviews with a range of members in locations across our countries and regions and online feedback forms. The two interim reports provided further opportunities for member feedback directly to the independent reviewers during 2016.

Based on member feedback the independent review concluded our governance structures have operated productively and successfully in guiding effective decision-making. Members also made suggestions to provide for greater inclusion and flexibility in our governance structures.

The final report from the independent governance specialists centred on three key themes: the need for greater clarity in our structure, increased opportunity for deeper engagement and further inclusion to provide a voice for our diverse membership. Your Council and Board have been diligent in their assessment and review of the recommendations and ensured they were subjected to challenge by an independent Member Governance Advisory Group (**MGAG**) prior to their endorsement.

At the same time we have taken the opportunity to recommend important changes to our By-Laws including changes to the Professional Conduct By-Laws and to the NZICA Rules, and include the proposed changes within the same ballot.

The 2019 Member Vote includes the following resolutions:

1. Strengthen the Professional Conduct By-Laws;
2. Provide for the establishment of Overseas Regional Councils;
3. Provide increased continuity in Board appointments by CA ANZ Council;
4. Increase flexibility and inclusion of representation; and
5. Strengthen the NZICA Rules,

Members designed these changes to improve our governance structure and the changes proposed will:

- Broaden member representation of the CA ANZ Council, Regional Councils and Overseas Regional Councils to reflect the diversity of our membership;
- Increase the flexibility and confidence in the way members' voice is shared; and
- Simplify terminology for committees to improve consistency and clarity.

Your Council and Board have endorsed the proposed changes. We believe that supporting these measures will provide us with sound governance structures and practices for the next phase of evolution for our membership.

Yours sincerely,



Murray Jack FCA
Chair
Chartered Accountants Australia and New Zealand



Stephen Walker FCA
President
Chartered Accountants Australia and New Zealand