

# **CONSTITUTION passed at Special General Meeting, 7<sup>TH</sup> December 2009**

**1. The name of The Association shall be Archery Western Australia (Incorporated).**

**2. The objects of Archery Western Australia shall be:**

- (a) To promote and encourage the sport of Archery in Western Australia.
- (b) To be the Western Australian Recognised Governing Body of Archery.
- (c) To arrange for the conduct of State Championships and other tournaments.
- (d) To maintain shooting standards and ensure the due observation of the shooting rules of Archery Australia.
- (e) To maintain a State Record book and confirm claims for State Records.
- (f) To assist State Representatives to take part in Australian National Championships.

The property and income of the Association shall be applied solely towards the promotion of the objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.

**3. Definitions**

In reading this Constitution, unless the context or such otherwise indicates or requires:

- (a) "The Association" means Archery Western Australia Inc.

- (b) "The Association's Premises" means all land, building and structures thereon of which The Association is the bona fide occupier.
- (c) "The Council" means the Managing Council for The Association, duly elected for the time being in accordance with these Rules.
- (d) "Annual Meeting" means an Annual General Meeting.
- (e) "Special General Meeting" means a meeting called in accordance with Rule 11 hereunder, at which only business that has been described in the notice may be transacted.
- (f) "Month" means a calendar month.
- (g) "Financial year" means from the first of July each year, until the following 30th of June.
- (h) "The By-Laws" means the codes of rules made and adopted in accordance with Rule 23.
- (i) Words importing the masculine gender shall include the feminine gender and words importing the singular shall include the plural.
- (j) "Delegate" means a member representing an Affiliated Club.

#### **4. Affiliate Clubs of The Association**

- (a) The Association may affiliate sporting or special interest groups as Affiliate Clubs.
- (b) The Council of the Affiliate Club shall not do anything that is likely to prejudice or not be in the best interests of The Association.
- (c) Members of an Affiliate Club involved in any activity of or related to the Affiliate Club shall indemnify The Association and its representatives from any problem, direct or indirect loss or damage, claim or proceedings (including negligence) caused or contributed to by that activity.

#### **5. Membership**

The Association shall keep an up to date register of members in respect of Ordinary, Life and Honorary members and recipients of service awards. This register must be available for inspection.

Membership of The Association shall consist of the following types of members:

- (a) Ordinary Member – Persons who are members of Affiliated Clubs and Lone Archers and from whom The Association has received

the annual affiliation fee. A Lone Archer is deemed to be an archer who resides further than 70km from the nearest Affiliated Club.

- (b) Life Member – the Members may elect Persons who have rendered meritorious service to The Association as Life Members for such service.
- (c) Temporary Member – Persons who are, at the invitation of a member, to engage in sport on that day for a given fee.
- (d) Associate Member – Persons who are non-archers who desire to have an association with The Association.
- (e) Honorary Member – Membership that may be granted to Association Patrons, Sponsors, Selected Government Officers and any other such persons as the Council may decide from time to time.

## **6. Application to Become a Member**

- (a) Ordinary Members – Any person desiring to become such a member of The Association shall complete an application form. On payment of their subscription they may be enrolled as a Member of The Association, and become entitled to the privileges and be bound by its rules.
- (b) No person shall be entitled to exercise any of the privileges of a member until they have paid all subscriptions due by them.
- (c) Life Member – A member may propose another member for Life Membership to the Council in writing giving reasons that Life Membership should be granted. A General Meeting may, upon a 75% majority vote, confer Life Membership on a member who has rendered special and outstanding services to The Association. The holder of a Life Membership shall be entitled to all privileges of an ordinary member, be exempt from subscriptions but shall pay any levies and capitation fees.

## **7. Member's Rights**

- (a) The rights and privileges of every member shall be personal and shall not be in any manner transferable by their own act or through any other person on their behalf or by operation of law.
- (b) Only Ordinary, Life and Associate Members over the age of 16 shall be allowed to vote at Annual and Special General Meetings. Only Ordinary, Life and Associate Members over the age of 18

shall be allowed to hold office. Persons granted membership under the categories of Temporary Member or Honorary Member shall have no voice in the management of The Association and shall not be entitled to hold any office or vote at any meeting of The Association.

## **8. Subscriptions**

- (a) The annual subscription of The Association shall be set by majority vote of the Council prior to the commencement of the membership year. Notice of the fees and subscriptions shall be notified to the members.
- (b) All subscriptions are due from the first day of the membership year and are payable in advance provided that the Council shall not declare a member unfinancial if the subscription is paid within 3 months of the commencement of the membership year.
- (c) From the date of the commencement of the membership year any member who has not paid their fees is ineligible to shoot.

## **9. General Provision**

- (a) No member shall be entitled to take any legal action against The Association (other than a claim for goods sold and delivered and services rendered) and must conform to the decisions of the Council and in the case of an appeal, to the decision of the General meeting to which he/she may appeal.
- (b) These rules shall be the rules of The Association and shall be binding on all members.
- (c) Correct accounts and books shall be kept showing the financial affairs of The Association and the particulars usually shown in books of accounts of a like nature. A member may at any reasonable time inspect without charge the books, documents, records and securities of the Association.
- (d) The clubhouse and other Association facilities are to be provided and maintained from the joint funds of The Association and no person shall be entitled under these rules to derive any benefit or advantage from The Association which is not shared equally by every member thereof.

- (e) Affiliated Clubs are entitled to use of the Association facilities on payment of an agreed rent.

## **10. Annual General Meetings**

The Annual General Meeting of members shall be held every calendar year within four months following the closing of the financial year. Notice of the meeting and agenda items including special notices of motion must be posted for 28 days before the date of the meeting. At this meeting a report shall be presented by the President on behalf of the Council, and the Treasurer shall present The Association's statement of accounts and balance sheet for the past year, duly audited, and other business in accordance with these rules may be transacted.

Seven (7) members entitled to vote shall constitute a quorum at an Annual General Meeting. The Chairman of the meeting shall be The Association President or, if not available, the Vice President, or, if not available, a person nominated and elected by the members present.

The order of business at the Annual General Meeting shall be as follows:

- (a) Reading notice of meeting.
- (b) Reading minutes of the last Annual Meeting and any other General Meeting not yet confirmed and confirming or amending same.
- (c) Reading President's Report, discussion and adoption or otherwise.
- (d) Reading audited statement of accounts and balance sheet to be received or otherwise.
- (e) Election of Officers.
- (f) Election of Association Auditor.
- (g) Special Business of which Notice of Motion has been given.
- (h) Other Business.

In the case of insufficient members to form a quorum being present after 30 minutes following the advertised start time for an Annual General Meeting, said meeting will be automatically adjourned to re-convene at the same time seven days later and shall proceed with or without a quorum.

The minutes of the Annual Meeting shall be presented at the following Council meeting.

## **11. Special General Meetings**

The Council may, at any time call a Special General Meeting. A Special General Meeting shall also be called by the Council within 30 days on receipt of a requisition signed by no less than fifteen members, representing at least 3 Affiliated Clubs, stating in detail the purpose of the meeting. The date set for the Special General Meeting shall be within 60 days of the receipt of the Requisition. Notice of the meeting and a copy of the requisition shall be notified to the members at least 30 days before the date of the said meeting. Only business, of which notice shall have been given as above, or in accordance with these rules, shall be transacted at a Special General Meeting. Seven members entitled to vote shall form a quorum. In the case of insufficient members to form a quorum being present after 30 minutes following the advertised start time the meeting shall lapse. The Chairman of the meeting shall be The Association President or, if not available, the Vice President, or, if not available, a person nominated and elected by the members present.

## **12. Election of Office Bearers**

- (a) Each Affiliated Club is eligible to be represented on the Council by a Delegate elected from the membership of his club. Affiliated Clubs in the country may be represented by an appointed Proxy.
- (b) The management of The Association shall be vested in a Council consisting of the Delegates as well as the following officers elected for a 1 year term: President, Vice-President, Secretary, Treasurer, Recorder, State Coach, Coaching Co-ordinator, Public Relations Officer, Property Officer, Fund Raiser, Youth Co-ordinator, Judges Administrator, Selection Committee Chair, Tournament Chairperson, and Registrar.
- (c) The annual election of officers shall be by ballot at each Annual General Meeting in the presence of the returning officer and two scrutineers elected by the members present at such meeting.
- (d) Nominations for individual positions on Council must be in writing signed by the proposer and nominee and must be in the hands of the Secretary not less than seven days before the Annual General Meeting.
- (e) All positions for which nominations have been received will be put to the vote.
- (f) For all unfilled positions, nominations can be called for from the floor and then put to the vote.
- (g) Where an Officer position on the Council remains unfilled at the AGM or otherwise becomes vacant between AGMs, the Council may, at its discretion, call for nomination to the Office and fill the position by co-option.

- (h) The Council may appoint members of the Association to other positions as required according to the Bylaws.
- (i) No member of the Council shall hold more than two (2) positions. No member of the Council shall hold both the positions of President and Vice-President at the same time.

### **13. Procedures at General Meeting of Council**

- (a) The voting positions on the Council shall be Secretary, Treasurer and the Delegates. Other members of The Association may attend and speak at Council. Should a person entitled to vote hold more than one voting position they shall be entitled to one vote only.
- (b) The quorum at all Council meetings shall be 6 voting members of Council plus the Chair.
- (c) Council meetings shall be held no less than bi-monthly. Additional Council meetings may be called by the President, Secretary or on the request of three members of the Council.
- (d) If in the opinion of the Council a officer of the Council fails to carry out the duties of the position he is occupying, then on a vote carried by at least two-thirds majority of the voting members of the Council at the meeting, that person can be asked to retire from the position and a temporary officer appointed to undertake the duties of the position until the next Annual General Meeting. The result of the vote shall be given within 14 days to the council member.
- (e) No member of the Council shall be held to have resigned his seat until his resignation, in writing, has been accepted by the Council.
- (f) Any vacancy occurring in the Council shall be filled at a meeting of the Council when a member shall be elected to fill such a vacancy until the next election provided the member elected at such Council meeting shall hold office in the place of, and upon the same terms and conditions as their predecessor, had the predecessor continued in the office.
- (g) The President shall preside at all meetings of the Council of The Association and, in his absence the Vice President. Should neither be present, the meeting shall elect a Council member as Chairperson.
- (h) All resolutions of the Council shall be decided by a majority vote of all those members with voting rights who are present. The Chairperson shall have the casting vote only and shall decide all questions of order unless otherwise provided by these rules.

- (i) The President or, in his absence, the acting President shall be authorised to speak on behalf of The Association.

#### **14. Powers of the Council**

The business of The Association shall be managed by the Council, who may exercise all powers of The Association except those required to be exercised by The Association at an Annual General Meeting.

Without prejudice to the powers conferred by the last preceding rule, the Council may do all things necessary or convenient for carrying out its objects and purposes, and in particular shall have power to do the following:

- (a) To purchase or otherwise acquire any equipment and material for the attainment of the objects of the Association and dispose of them as it may see fit.
- (b) To determine from time to time the conditions on which and time when, members may use the property of The Association or any part or parts thereof, and when and under what conditions the premises of The Association or any part or parts thereof, shall be used by members.
- (c) To determine what person (if any) not being members of The Association shall be permitted to use the premises of The Association or any part or parts thereof.
- (d) To appoint any other officials or servants of The Association and to remove them as occasions may require at their discretion and to define their respective duties. Persons appointed to a paid position, shall be engaged under a contract or award.
- (e) To delegate (subject to such conditions as it thinks fit) any of its powers to sub committees consisting of such members of the Council and other members of The Association co-opted for the purpose as it may determine and to make such regulations as to the proceedings of such sub committees as may be thought desirable. Provided that no act of any Sub-Committee shall be binding on the Council or Association until ratified by the Council. Such Sub-Committee must report to and be responsible to the Council.
- (f) To regulate and control their own meetings and the transaction of business thereat.
- (g) To pay any servant of The Association any gratuity for faithful and diligent service as deemed fit.
- (h) In accordance with the rules to suspend, or expel any member.

- (i) To enter into or accept any lease or tenancy of the premises where on The Association shall conduct its affairs or of any furniture, goods and effects, which may be required for the use of The Association on such terms and on such conditions as The Association, may deem expedient.
- (j) To take and defend all legal proceedings by or on behalf of The Association and to appoint all necessary Attorneys for any such purpose.
- (k) To acquire, hold deal with and dispose of any property.
- (l) To open and operate bank accounts.
- (m) To invest its money in any security in which trust monies may lawfully be invested, or in any other manner authorised by The Association.
- (n) To give such security for the discharge of liabilities incurred by The Association as the Association thinks fit.
- (o) To appoint agents to transact business of the Association on it's behalf.
- (p) To enter into any other contract it considers necessary or desirable.
- (q) To borrow, raise or secure the payment of money, and to sell and dispose of the assets of The Association.
- (r) To make, alter and repeal by-laws not inconsistent with these rules, regulate the use and management of The Association premises, the admission of members and the conduct of The Association and its affairs generally.
- (s) To do and perform any other act, matters and things in connection with or relative to the management of The Association as shall not by these rules require to be done by The Association in General Meetings.
- (t) To appoint such number of delegates to sporting bodies and associations with which The Association may from time to time be affiliated as may be required by the rules thereof and such delegates shall hold office in accordance with the rules of such sporting bodies and associations respectively.
- (u) Every member of the Council shall be indemnified against any loss, expenses or liability incurred by reason of any act or deed performed by him/her in good faith on behalf of the Council and the Council may use the funds of The Association for any such purpose required, together with any reasonable expenses incidental to Council activities.
- (v) A member of the Council who has any direct or indirect financial interest in any matter under contemplation by the Council, shall, as

soon as he/she becomes aware of his/her interest, disclose the nature and extent of such interest to the Council and shall not take part in any deliberations or decision of the Council with respect to that matter.

## **15. Secretary and Treasurer**

- (a) The Secretary and Treasurer shall hold office during the pleasure of the Council at such remuneration and conditions as the Council may think proper.
- (b) It shall be the duty of the Secretary or Treasurer to conduct the affairs of The Association under the directions of the Council, and to keep the books provided for that purpose correct, to keep a book of accounts showing the financial affairs of The Association and the particulars usually shown in books of accounts of a like nature, also full and accurate minutes of the proceedings of all meetings of members as well as meetings of the Council which shall be produced to the Council at every meeting thereof.
- (c) All payments made by cheque on the authority of the Council are to be signed by a member, or members thereof appointed by the Council from time to time for that purpose and counter signed by the Secretary or Treasurer. For electronic transfer of funds, the Treasurer shall only conduct debit transactions after the prior approval of the President or the Vice President (in the absence of the President).

## **16. Auditors**

There shall be an Auditor not a member of the Council, who shall be elected at the Annual General Meeting. Such Auditor shall audit the accounts and have power at any time to call for all books, papers, accounts, etc. relating to the affairs of The Association. The Auditor shall be entitled to receive such remuneration as the Council may from time to time determine. The Auditor need not necessarily be a member of The Association.

## **17. Alteration and Repeal of Constitution**

- (a) No repeals of any existing rules in the Constitution and no new rules or alteration, amendments or suspensions of a rule shall be valid unless a motion is carried by a three quarters majority of

members present and voting at an Annual or Special General Meeting.

- (b) Notices of motions to repeal, alter or suspend any rule shall be given to the Secretary at least 21 days preceding the Annual or Special General Meeting at which the motion shall be presented. The Secretary shall give notice of such a proposal at least fourteen days prior to such meeting.
- (c) Within fourteen days after making of any amendment or addition to the rules of The Association, the Council of Management shall send or deliver a certified copy of the amendment or alteration to the Ministry of Fair Trading.

## **18. Awards**

Awards shall be as follows and criteria for the awards and any others that the Council may declare from time to time shall be as specified in the bylaws:

- (a) Life membership
- (b) Service award
- (c) Veterans award

## **19. Suspension or Expulsion of Members**

The President or Council in receiving a written complaint of a member's behaviour which is considered a serious breach of acceptable member behaviour or where police involvement is required, may suspend a member for a period of time until disciplinary action under clauses 19(c) and 19(d) can be taken.

- (a) The Council is required to exempt any member of that Council from hearing a charge in which he/she has an interest.
- (b) The Council may suspend membership of any member who shall fail in the observance or commit any breach of any rule of The Association, or any by-law of The Association or of any order or direction of the Council or of any General Meeting.
- (c) The Council may also suspend membership of any member who shall in the sole judgement of the Council have been guilty in or out of The Association's premises of any act, conducted matter or thing calculated to bring discredit on The Association or its members, or to impair or affect the enjoyment of The Association by other members.

- (d) Any member charged with misconduct as above shall be furnished with a written copy of the charge and summoned before the Council, who shall after hearing the accuser and accused and taking such evidence in the course of natural justice, if they find the charge proved, inflict a penalty of suspension from all or any of the privileges of membership. If the Council consider that on a charge of gross misconduct, suspension as above is insufficient, they may call on the member to resign, and if he/she neglects to resign within 10 days they may declare him/her to be expelled, but in any case the accused shall have the right of appeal to a Special General Meeting called for the purpose, whose decision shall be final as decided by the majority of the members present.
- (e) Any member who is suspended or expelled from The Association shall not be entitled to any refund of any fee or subscription paid.

## **20. Supply of Liquor – Liquor Act to be observed**

If licenced to sell liquor, The Association shall appoint and maintain an Approved Manager for the purposes of observing liquor licensing requirements and regulations.

If licenced to sell liquor, The Association shall be open for sale of liquor during such hours as the Council shall from time to time determine and as permitted under the Liquor Act.

## **21. Common seal**

The Association shall have a common seal, which shall be kept in the custody of the Secretary and shall not be affixed to any document except by the authority of the Council and in the presence of one member of the Council. Any document to which the seal is affixed shall be countersigned by the Secretary or an officer appointed by the Council for that purpose.

## **22. Dissolution of The Association**

- (a) A Special General Meeting called for the purpose may, by three quarters majority of those members present and voting, resolve to dissolve the Association. If such resolution is confirmed by a similar majority at a subsequent Special General Meeting held not less than one month thereafter, then subject to section 22b the Association shall be dissolved.

- (b) If at the time of calling a Special General Meeting for the purpose of considering a motion to dissolve the Association or at the time of a subsequent Special General Meetings called for the purpose of confirming such resolution, there are not less than three (3) clubs affiliated with the Association, then such dissolution shall not take effect unless the resolutions are also supported by the majority of such clubs as notified by the Club Secretary following meetings of the club called to consider the motion to dissolve the Association.
- (c) If upon the winding up or dissolution of the Association, there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among members of the Association, but shall be transferred to the Archery Australia, or some other body whose objects include promotion of the sport of archery and whose rules prohibit distribution of its income or property to its members

### **23. Bylaws**

The by-laws are not part of this Constitution Rules but are covered in the by-laws document.

At Council meetings the Council may make by-laws from time to time that are not inconsistent with the provisions of this constitution and on any matters pertaining to the activities of The Association.

At Annual and Special General Meetings members may make by-laws from time to time that are not inconsistent with the provisions of this constitution and on any matters pertaining to the activities of The Association.

By-laws proposed by the Council and members must be advised in complete detail, together with the reasons, to the Secretary at least fourteen (14) days before the relevant meeting and circulated to the Council.