

THE RULES  
OF  
BOATING WESTERN AUSTRALIA INC

1. NAME

The name of the Association is BOATING WESTERN AUSTRALIA INC.

2. DEFINITIONS

In these rules, unless the contrary intention appears -

"COMMITTEE MEETING" means meeting referred to in rule 16.

"COMMITTEE MEMBER" means person referred to in paragraph (a), (b), (c), (d) or (e) of rule 10.1.

"FINANCIAL YEAR" means a period of 12 months from 1 July to 30 June each year."

"GENERAL MEETING" means a meeting convened under rule 18.

"MEMBER" means

- (a) any individual person who is formally recognised and approved as a Member by the Committee, not being an Affiliate or Corporate member, and
- (b) who pays the agreed subscription fee, as determined by the Members.

"AFFILIATE MEMBER" means any group (not corporate):

- (1) formally recognised and approved for Affiliate Membership by the Committee and
- (2) which pays an agreed affiliate subscription fee, as determined by the Committee and
- (3) where an agreed minimum number of their members become subscription-paying BWA members, as negotiated between the two entities, not being less than 50% of the agreed classes of membership of the affiliate group." and

"CORPORATE MEMBER" means any commercial entity:

- (a) formally recognised and approved for Corporate Membership by the Committee and
- (b) which pays an agreed corporate subscription fee, as determined by the Committee.

"LIFE MEMBER" means

- (c) any person who is a MEMBER and formally recognised and approved as a LIFE MEMBER by the Committee, and who does not need to pay the agreed subscription fee because of their extraordinary service to the Association.

"ORDINARY RESOLUTION" means a resolution other than a special resolution.

"SPECIAL RESOLUTION" has the meaning given by section 24 of the Act.

"THE ACT" means the Associations Incorporation Act 1987

"THE PRESIDENT" means -

(a) in relation to the proceedings at a Committee meeting or general meeting, the person presiding at the Committee meeting or general meeting in accordance with rule 11,

or

(b) otherwise than in relation to the proceedings referred to in paragraph (a), the person referred to in rule 10. 1 (a) or, if that person is unable to perform his or her functions, the Vice President.

"THE COMMITTEE" means the Executive Committee of the Association referred to in rule 10.1

"THE SECRETARY" means the Secretary referred to in rule 10.1(c).

"THE TREASURER" means the Treasurer referred to in rule 10.1(d).

"THE VICE PRESIDENT" means the Vice President referred to in rule 10.1(b).

### 3. OBJECTS OF ASSOCIATION

- 3.1 The objects of the Association are
- (a) the promotion of recreational boating in Western Australia;
  - (b) the education of members and the community in respect to boating safety, skills and knowledge;
  - (c) the affiliation between the Association and kindred organisations;
  - (d) the social interaction between members of the Association as well as with members of kindred organizations;
  - (e) to act as a representative body in matters of interest to members, and
  - (f) to do all such other things as are incidental or conducive to the attainment of the objects and exercise of the powers of the Association.
- 3.2 The property and income of the Association shall be applied solely towards the promotion of the objects or purposes of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of the Association, except in good faith in the promotion of those objects or purposes.

### 4. POWERS OF ASSOCIATION

The powers conferred on the Association by section 13 of the Act are adopted as the powers of the Association.

### 5. MEMBERSHIP<sup>1</sup>

5.1 Eligibility - to be eligible for BWA membership the following criteria shall apply:

- a. MEMBER – may be any individual persons who owns or enjoys boating for recreational purposes;
- b. AFFILIATE MEMBER – may be any special interest recreational boating or other water-related interest or activity group, club, organisation, school or association (not being a commercial entity);
- c. CORPORATE MEMBER – may be any commercial entity related to, having interest in or associated with recreational boating or other water-related interests or activities;
- d, *LIFE MEMBER - may be any MEMBER who is nominated by the committee to this membership status.*

#### 5.2 Applying for Membership

- a. A person, group or commercial entity wishing to become a member shall apply for membership to the Committee in writing in such form as the Committee from time to time directs which shall be signed by the individual person applying or the authorised representative of the group or commercial entity.

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<sup>1</sup> A resolution was passed at the 2004 AGM to amend and expand this Rule.

- b. The Committee shall consider each application for membership at a Committee meeting and shall at that meeting or a subsequent Committee meeting accept or reject that application.
- c. The Committee may reject any application without explanation for that rejection.

### 5.3 Membership rights

- a. All membership classes are delegated one vote per membership, when voting on any matter relating to BWA.
- b. The availability of Member Benefit Schemes to any class of membership shall be as determined by the Committee from time to time.

6. REGISTER OF MEMBERS

- 6.1 The Secretary or any assigned person<sup>2</sup> shall on behalf of the Association keep and maintain the register of members in accordance with section 27 of the Act and that register shall be so kept and maintained at his or her place of residence or the office of the Association.
- 6.2 The Secretary shall cause the name of a person who dies or who ceases to be a member for any reason to be deleted from the register of members.

7. SUBSCRIPTIONS OF MEMBERS

- 7.1 The Members<sup>3</sup> shall from time to time at a general meeting determine the amount of the subscription to be paid by each member.
- 7.2 Each member shall pay to the designated BWA officer on or before the 1<sup>st</sup> of July each year, or such other date as may be determined by the Committee, the amount appropriate to the class of membership approved for that member.
- 7.3 Subject to rule 7.4, any member whose subscription is not paid within three months after the due date ceases on the expiry of that period to be a member, unless the Committee decides otherwise.

and

- 7.4 Any member is a financial member for the purposes of these rules when the member's subscription is paid.

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<sup>2</sup> The words "or any assigned person" were included by special resolution at the 2004 AGM.

<sup>3</sup> The word "committee" was amended to read "members" and 7.2, 7.3 and 7.4 were amended by special resolution at the 2004 AGM

8. RESIGNATION OF MEMBERS

- 8.1 A member who delivers a notice in writing of his or her resignation from the Association to the Secretary ceases on that delivery to be a member.
- 8.2 A person who ceases to be a member under rule 8.1 remains liable to pay to the Association the amount of any subscription due and payable by that person but unpaid at the date of that cessation.

9. EXPULSION AND SUSPENSION OF MEMBERSHIP

- 9.1 If the Committee considers that a member should be expelled or suspended from membership of the Association because of conduct detrimental to the interests of the Association, the Committee shall communicate, in writing, to the member –
- (a) notice of the proposed expulsion or suspension and of the time, date and place of the Committee meeting at which the question of that expulsion or suspension will be decided, and
  - (b) particulars of the alleged conduct,
  - (c) not less than 7 days before the date of that Committee meeting.
- 9.2 At that Committee meeting, the Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Committee, expel or suspend that member from membership of the Association and shall, forthwith after deciding whether or not so to expel or suspend that member, communicate that decision in writing to that member.
- 9.3 A member who is expelled or suspended under rule 9.2 from membership of the Association ceases to be a member the day after the day on which the decision of expulsion or suspension is communicated to that member under rule 9.2.

10. EXECUTIVE COMMITTEE

- 10.1 The affairs of the Association shall be managed exclusively by an Executive Committee consisting of -
- (a) the President;
  - (b) the Vice-President;
  - (c) the Secretary;
  - (d) the Treasurer, and
  - (e) not less than four other persons or not more than eight other persons,<sup>4</sup> members of the Association elected to membership of that Committee at an annual general meeting or appointed under rule 15.

- 10.2 The first members of the Committee shall be
- |                |  |
|----------------|--|
| President      | RODNEY JOHN GREVILLE-COLLINS of<br>30 Hensman Street South Perth   |
| Vice-President | NEVILLE FOSTER of 5 Elmwood Avenue<br>Woodlands  |
| Secretary      | CHARLES EDWARD MILNER of 7 Elliott Road<br>Claremont   |
| Treasurer      | BARRY STUART NEWTON of 4/2 Bindaring<br>Parade Claremont   |
| Other members  | BRIAN JAMES CAIN of 110 Railway Street<br>Cottesloe<br>BRIAN DAVID CLAPP of 13 Stanbury Way<br>Booragoon<br>COLIN HENRY CORNISH of 6 Somerset Crescent<br>Mosman Park<br>RONALD HENRY DAVENPORT of 11 Horden<br>Lane Hillarys<br>COLIN FREDERICK WILSON of 41 Herald<br>Avenue Willetton |

- 10.3 Election of Executive Committee<sup>5</sup>
- a. The following provisions shall apply to the election of office bearers at the Annual General Meeting commencing in 2005.
  - b. A minimum of four (4) Office Bearers and not less than four or not more than eight other persons described in sub – clause 10.1 shall be elected to serve two (2) year terms with staggered expiry dates to ensure continuity of experience on the Committee. To effect the staggered expiry dates for the introductory years an implementation schedule shall be developed accordingly. Any additional Members shall be elected for 2 years.
  - c. All Office Bearers, excluding the President, may serve an unlimited number of consecutive terms. The President may only serve a maximum of four years in that position.
  - d. Nominations for election as a member of the Committee shall be proposed and seconded by members in writing and lodged with the Association not less than fourteen (14) days before the Annual General Meeting.

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<sup>4</sup> The words “all of whom shall be subject to rule 10.2” were removed by a resolution passed by members at the Annual General Meeting held on Thursday, 16<sup>th</sup> May 2002.

<sup>5</sup> This Rule was amended by special resolution at the 2004 AGM.

- e. The Secretary, or other assigned person, shall call for nomination from the membership at least 45 days in advance of the annual general meeting and not less than 21 days before the close of nominations.
- f. To be nominated for election to the Committee, a member must be nominated by delivering a signed nomination form, as specified by the Committee, to the Secretary, or other assigned person, not less than 21 days before the day on which the annual general meeting concerned is to be held.
- g. Nomination forms must be signed by the nominator and the nominee to signify the nominee's willingness to stand for election.
- h. Requirements for nominations in writing do not apply to re-standing members of the current Executive Committee.
- i. Each retiring member of the Executive Committee shall be eligible for re – election.
- j. A person must have been a member of the Association in the preceding financial year before being eligible to become an office bearer of the Association.
- k. After the first annual general meeting a person must be an elected member of the Committee before being eligible for election as President.
- l. A separate election shall be held for each office bearer described in sub – clause 10.1, in that order.
- m. A resigning office bearer shall be deemed to have retired before the meeting for the purpose of the elections referred to in this sub – clause, but for all other purposes shall be deemed to hold office until the close of the Annual General Meeting, or until the new candidates are declared elected, whichever is the later.
- n. If the number of nominations does not exceed the number of vacancies, the Chairman of the Annual General Meeting shall declare the nominated candidates duly elected.
- o. In the event that there are more candidates than vacancies, a vote shall be conducted by a show of hands or written ballot held at the Annual General Meeting.
- p. Voting shall be by a simple majority for each Committee position.
- q. The Committee shall appoint a member to act as the returning officer for the election, and he shall have an absolute discretion to adjudicate on any discrepancy in procedure. Upon completion of the election the results shall be conveyed to the membership.<sup>6</sup>

## 11. PRESIDENT

- 11.1 Subject to this rule, the President or in his absence the Vice-President shall preside over all general meetings and Committee meetings.
- 11.2 In the event that both the President and the Vice-President are absent from any given meeting or any meeting of the Committee then a chairman who must be a committee member shall be appointed by those present at that meeting provided that a quorum shall be maintained.

## 12. SECRETARY

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<sup>6</sup> A resolution to amend this section was made the AGM in 2004

The Secretary or other assigned person<sup>7</sup> shall -

- (a) co-ordinate the correspondence of the Association;
- (b) keep full and correct minutes of the proceedings of the Committee and of the Association;
- (c) comply on behalf of the Association with -
  - i. section 27 of the Act in respect of the register of members of Association;
  - ii. section 28 of the Act in respect of the rules of the Association, and
  - iii. section 29 of the Act in respect of the record of the office holders, and any trustees, of the Association;
- (d) have custody of all books, documents, records and registers of the Association including those referred to in paragraph (c), other than those required by rule 13 to be kept and maintained by, or in the custody of, the Treasurer, and
- (e) perform such other duties as are imposed by these rules on the Secretary.

13. TREASURER

The Treasurer shall<sup>8</sup> -

- (a) be responsible for the receipt of all monies paid to or received by, or by him on behalf of, the Association and shall issue receipts for those monies in the name of the Association;
- (b) pay all monies into such bank account of the Association as the Committee may from time to time direct;
- (c) make payments from the funds of the Association with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by the Treasurer and the President or other officers of the Association duly authorised by the Committee from time to time so that each cheque bears two signatures;
- (d) comply on behalf of the Association with sections 25 and 26 of the Act in respect of the accounting records of the Association;
- (e) whenever directed to do so by the President, submit to the Committee financial report as at the balance date and produce the annual accounts of the Association in accordance with that direction;
- (f) have custody of all securities, books and documents of a financial nature and accounting records of the Association, including those referred to in paragraphs (d) and (e), and
- (g) perform such other duties as are imposed by these rules on the Treasurer.

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<sup>7</sup> The words "or other assigned person" were added by special resolution at the 2004 AGM.

<sup>8</sup>The words "be a qualified accountant and" were deleted by a resolutions passed by members at the Annual General Meeting held on 25<sup>th</sup> May 2000.

14. AUDITOR

Once in every year a registered company Auditor who shall report to the Committee shall examine the annual accounts of the Association.<sup>9</sup>

15. CASUAL VACANCIES IN MEMBERSHIP OF COMMITTEE

A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member -

- (a) dies;
- (b) resigns by notice in writing delivered to the President or, if the Committee member is the President, to the Vice-President;
- (c) is convicted of an offence under the Act;
- (d) is permanently incapacitated by mental or physical ill-health;
- (e) is absent from more than three consecutive Committee meetings or three Committee meetings in the same financial year of which that Committee has received notice, without tendering an apology to the person presiding at each of those Committee meetings, or
- (f) ceases to be a member of the Association or is suspended from the Association.
- (g) When a casual vacancy occurs in the membership of the Committee, the Committee may appoint a member to fill that vacancy until the commencement of the next annual general meeting when that member shall be eligible for election to the Committee.

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<sup>9</sup> Rule 14 was suspended until further notice by resolutions passed by members at the Annual General Meetings held on 27<sup>th</sup> May 1999 and on 25<sup>th</sup> May 2000. The suspension was lifted at the Annual General Meetings held on 29<sup>th</sup> May 2003.

16. PROCEEDINGS OF EXECUTIVE COMMITTEE

- 16.1 The Committee shall meet together for the dispatch of business not less than nine in each financial year and the President may at any time convene a meeting of the Committee.
- 16.2 Each Committee member has a deliberative vote.
- 16.3 A question arising at a Committee meeting shall be decided by a majority of votes if there is an equality of votes, the person presiding at the Committee meeting have a casting vote in addition to his or her deliberative vote.
- 16.4 At a Committee meeting, half the Committee plus one other member shall constitute a quorum.
- 16.5 Subject to these rules, the procedure and order of business to be followed at the Committee meeting shall be determine by the Committee members present at that Committee meeting.
- 16.6 A Committee member having any direct or indirect pecuniary interest referred to section 21 or 22 of the Act shall declare, and have recorded in the minutes of the meeting, the disclosure of any known or anticipated conflict of interest<sup>10</sup>.

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<sup>10</sup> Amended by special resolution at the 2004 AGM.

17. DELEGATION OF POWERS AND DUTIES

- 17.1 The Committee may appoint sub-committees of members, a group of members or a member for specific purposes and may delegate power to act and every sub-committee, group of members or member so appointed shall report to and be responsible to the Committee.
- 17.2 The President shall be an ex-officio member of any sub-committee or group appointed by the Committee.
- 17.3 The chairman of any sub-committee or group who is not a member of the Committee may be invited to attend meetings of the Committee as an observer.

18. GENERAL MEETINGS

- 18.1 The Committee -
- (a) may at any time convene a special general meeting;
  - (b) shall convene annual general meetings within 4 months after the end of the financial year<sup>11</sup>;
  - (c) shall, within 30 days of receiving a request in writing to do so from not less than 50 members, convene a special general meeting for the purpose specified in that request.
- 18.2 The members making a request referred to in rule 18.1(c), shall state in that request the purpose for which the special general meeting concerned is required and sign that request.
- 18.3 If a special general meeting is not convened within the relevant period of 30 days referred to in rule 18. 1 (c), the members who made the request may themselves convene a special general meeting as if they were the Committee.
- 18.4 When a special general meeting is convened under rule 18.3-
- (a) the Committee shall ensure that the members convening the special general meeting are allowed free access to the particulars of all members, and
  - (b) the Association shall pay the reasonable expenses of convening and holding the special general meeting.
- 18.5 Subject to rule 18.8, the Secretary shall give to all members not less than 14 days notice of a general meeting and of any motions to be proposed at the general meeting.
- 18.6 A notice given under rule 18.5 shall specify -
- (a) date, time and place the general meeting concerned is to be held, and
  - (b) particulars of the business to be transacted at the general meeting concerned and of the order in which that business is to be transacted.
- 18.7 In the case of an annual general meeting, the order in which business is to be transacted is -
- (a) first, the consideration of the accounts and reports of the Committee;

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<sup>11</sup> Amended by special resolution at the 2004 AGM.

- (b) second, notices of motion;
- (c) third, the election of the Officers, Auditor and Committee members to replace the outgoing Committee at the conclusion of the annual general meeting, and
- (d) fourth, any other business requiring consideration by the Association in an annual general meeting.

18.8 The Secretary shall give to all members not less than 14<sup>12</sup> days notice of a general meeting at which a special resolution is to be proposed and of any other motions to be proposed at that general meeting.

18.9 The Secretary may give a notice under rule 18.5 or 18.8 by -

- (a) serving it on a member personally, or
- (b) sending it by post to a member at the address of the member appearing in the register of members kept and maintained under section 27 of the Act.

18.10 A notice sent by post under rule 18.9(b) shall be deemed to be properly effected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepaid mail.

18.11 A member who wishes to submit any matter for consideration at an annual general meeting must do so in writing to the Secretary 21<sup>13</sup> days before the meeting and such matter is to be set out in the form of a notice of motion and signed by the proposer and seconder.

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<sup>12</sup> This requirement was reduced from 21 days to 14 days by a resolution passed by members at the Annual General Meeting held on 31<sup>st</sup> May 2001.

<sup>13</sup> This requirement was reduced from 28 days to 21 days by a resolution passed by members at the Annual General Meeting held on 31<sup>st</sup> May 2001.

19. QUORUM IN PROCEEDINGS AT GENERAL MEETINGS

- 19.1 At a general meeting, 5 per cent of the financial members or 10 financial members, whichever is the greater, present in person constitute a quorum.
- 19.2 If within 30 minutes after the time specified for the holding of a general meeting in a notice given under rule 18.5 or 18.8 -
- (a) as a result of a request or notice referred to in rule 18.1(c) or as a result of action taken under rule 18.3 a quorum is not present, the general meeting lapses, or
  - (b) otherwise than as a result of a request, notice or action referred to in paragraph (a), the general meeting stands adjourned to a date, time and place nominated by the President.
- 19.3 If within 30 minutes of the time appointed by rule 19.2(b) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person may nevertheless proceed with the business of that meeting as if a quorum were present.
- 19.4 The chairman may, with the consent of a general meeting at which a quorum is present, and shall, if so directed by such a general meeting, adjourn that general meeting from time to time and from place to place.
- 19.5 There shall not be transacted at a reconvened general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.
- 19.6 When a general meeting is adjourned for a period of 30 days or more, the Secretary shall give notice under rule 18 and a fresh general meeting shall be called.
- 19.7 At a general meeting -
- (a) an ordinary resolution put to the vote shall be decided by a majority of votes cast on a show of hands, and
  - (b) a special resolution put to the vote shall be decided by a majority of not less than  $\frac{3}{4}$  of the members entitled to vote either in person or by proxy.<sup>14</sup>
- 19.8 A declaration by the chairman at a general meeting that a resolution has been passed as an ordinary resolution at that meeting shall be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded in accordance with rule 19.9.
- 19.9 At a general meeting, a poll may be demanded by the chairman or by three or more members present in person and, if so demanded, shall be taken in such manner as the chairman directs.
- 19.10 If a poll is demanded and taken under rule 19.9 in respect of any resolution, a declaration by the chairman of the result of the poll is evidence of the matter so declared.

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<sup>14</sup> Amended by special resolution at the 2004 AGM.

19.11 A poll demanded under rule 19.9 on the election of a person to preside over a general meeting or on the question of an adjournment shall be taken forthwith on that demand being made.

20. MINUTES OF MEETINGS

20.1 The Secretary shall cause proper minutes of all proceedings of all general meetings and Committee meetings to be taken and then to be entered within 30 days after the holding of each general meeting or Committee meeting, as the case requires, in a minute book kept for that purpose.

20.2 The President shall ensure that the minutes taken of a general meeting or Committee meeting are checked and signed as correct by the chairman of the meeting to which those minutes relate or of the next succeeding general meeting or Committee meeting, as the case requires.

20.3 When minutes have been entered and signed as correct they shall, until the contrary is proved, be evidence that -

- (a) the meeting to which they relate was duly convened and held;
- (b) all proceedings recorded as having taken place at the meeting did in fact take place at the meeting, and
- (c) all appointments or elections purporting to have been made at the meeting have been validly made.

21. VOTING RIGHTS OF MEMBERS

Subject to these rules, each member present in person at a general meeting is entitled to a deliberative vote.

22. PROXIES OF MEMBERS NOT ALLOWED

A member may not appoint a proxy to vote on his or her behalf.

23. ABSENTEE VOTES

A member who will be absent from an annual general meeting may obtain a ballot form from the Secretary by a personal application and record their vote in a special sealed envelope, which must be received by the Secretary not later than 5:00pm on the day before the meeting.

24. ALTERATION OF THE RULES

- 24.1 The Association may alter or rescind these rules or make rules additional to these rules, in accordance with the procedure set out in sections 17, 18 and 19 of the Act.
- 24.2 These rules bind every member and the Association to the same extent as if every member and the Association had signed and sealed these rules and agreed to be bound by all their provisions.

25. COMMON SEAL OF ASSOCIATION

- 25.1 The Association shall have a common seal on which its corporate name shall appear in legible characters.
- 25.2 The common seal of the Association shall not be used without the express authority of the Committee and every use of that common seal shall be recorded in the minute book.
- 25.3 The affixing of the common seal of the Association shall be witnessed by any two of the President, the Vice-President, the Secretary and the Treasurer.
- 25.4 The common seal of the Association shall be kept in the custody of the Secretary or of such other person as the Committee from time to time decides.

26. INSPECTION OF RECORDS OF ASSOCIATION

- 26.1 A member may at any reasonable time inspect without charge the records and documents of the Association.
- 26.2 Information recorded by the Association about members' personal details and the Association minute books, documents, records and securities or any other matters pertaining to the functioning of the Association remain confidential to the Association and the property of the Association, and it is

not permitted for any such information from the records to be used for canvassing, mail order or direct marketing of goods or services to Association members except by the Association or with the written consent of the Committee for such goods or services which may be of benefit or interest to the members.

27. DISTRIBUTION ON WINDING UP

If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed

- (a) to one or more incorporated association having objects similar to those of the Association, and or
- (b) for charitable purposes, which incorporated association or purposes, as the case requires, shall be determined by resolution of the members when authorising and directing the Committee under section 33(3) of the Act to prepare a distribution plan for the distribution of the surplus property of the Association.

APPENDIX 1

SUMMARY OF CHANGES TO CONSTITUTION

Annual General Meeting 27 <sup>th</sup> May 1999	No change.
Annual General Meeting 25 <sup>th</sup> May 2000	Rule 13 words deleted (see Footnote No 5, Page 7).
	Rule 14 suspended until further notice (see Footnote No 6, Page 7).
Annual General Meeting 31 <sup>st</sup> May 2001	Rule 10.5 (b) change of time requirement (see Footnote No 2 , Page 6.
	Rule 18.8 change of time requirement (see Footnote No 7, Page 11.
	Rule 18.11 change of time requirement (see Footnote No 8, Page 11.
Annual General Meeting 16 <sup>th</sup> May 2002	Rule 10.1 (e) deletion of words to correct an error (see Footnote No 1, Page 5.
	Rule 10.7 change to requirement for election as office bearer (see Footnote No 3, Page 6.
	Rule 10.8 change of requirement for election as President (see Footnote No 4, Page 6.
Annual General Meeting 29 <sup>th</sup> May 2003	That the suspension of Rule 14 imposed by a resolution passed at the Annual General Meeting in 2000 be now lifted, Page 8.
Annual General Meeting 9 <sup>th</sup> June 2004	Resolutions as per Attachment “B” to the Agenda for the Annual General Meeting were passed at the AGM (see Appendix 2).
Annual General Meeting 6 <sup>th</sup> September 2007	Rule 5d added (Life member)



**APPENDIX 2**  
**BOATING WESTERN AUSTRALIA INC**

**ATTACHMENT “B”**

To the Agenda for the Annual General Meeting of Members 2004

Notices of motion to be considered at the annual general meeting of members to be held on 9<sup>th</sup> June 2004:

**MOTION 1.** Moved: Vikki Gates Seconded: Brian Clapp

THAT Wording changes be made to the Constitution that will not change the intent or application of The Rules, but will: provide simplification and greater clarity; eliminate inconsistencies or duplications; conform to current operational practices and provide useful detail within the document to eliminate the need for repeated cross-referencing to The Act and other sections of The Rules.

The Rules will continue to need monitoring to ensure that as The Act is amended, The Rules are amended to reflect compliance, from time to time. The proposed wording changes include:

- a. Rule 2, DEFINITIONS - will be simplified to allow them to stand alone;
- b. Rule 4, POWERS OF THE ASSOCIATION – wording will be inserted from The Act to eliminate cross-referencing;
- c. Rule 6, REGISTER OF MEMBERS – Will list the minimum required data to eliminate cross-referencing and will allow any ‘assigned person’ to maintain the register and make the register available to the Committee, as may be required;
- d. Rule 7.1, to change the word “Committee” to “Members” to correspond to operational practice and the intent that members, not the Committee, determine the amount of annual subscriptions at a general meeting;
- e. Rule 12, add “or other assigned person” to allow the distribution of the Secretary’s tasks to others, as is the current practice;
- f. Rule 16.6, add the clause “shall declare, and have recorded in the minutes of the meeting, the disclosure of any known or anticipated conflict of interest” to eliminate the need for cross-referencing to The ACT until such time as a conflict is declared;
- g. Rule 18.1, insert “within 4 months after the end of the financial year” to avoid having to cross-reference to Clause 23 of The ACT;
- h. Rule 19.7 (b), insert “by a majority of not less than ¾ of the members entitled to vote either in person or by proxy” to avoid the need to cross-reference except when the event arises.

**MOTION 2.** Moved: Brian Cain Seconded: Susan Folks

THAT under Rule 2 DEFINITIONS, the definition of “FINANCIAL YEAR” be amended to read: “FINANCIAL YEAR means a period of 12 months from 1 July to 30 June each year.”

**MOTION 3.** Moved : Vikki Gates Seconded : Susan Folks

THAT under Rule 2 DEFINITIONS the definition of “MEMBER” be amended to read as follows:

- (a) “MEMBER” means any individual person who is formally recognised and approved as a Member by the Committee, not being an Affiliate or Corporate member, and

- (b) who pays the agreed subscription fee, as determined by the Members.

**MOTION 4.**

Moved : Vikki Gates

Seconded: Susan Folks

THAT under Rule 2 DEFINITIONS the following definitions be included:

“AFFILIATE MEMBER” means any group (not corporate):

- a. formally recognised and approved for Affiliate Membership by the Committee and
- b. which pays an agreed affiliate subscription fee, as determined by the Committee and
- c. where an agreed minimum number of their members become subscription-paying BWA members, as negotiated between the two entities, not being less than 50% of the agreed classes of membership of the affiliate group.” and

“CORPORATE MEMBER” means any commercial entity:

- d. formally recognised and approved for Corporate Membership by the Committee and
- e. which pays an agreed corporate subscription fee, as determined by the Committee.”

**MOTION 5.** Moved: Vikki Gates Seconded: Susan Folks

THAT Rule 5 “QUALIFICATION FOR MEMBERSHIP” be replaced with the following, to enable the inclusion of Affiliate and Corporate Members, as may be approved in the above motions:

“5. MEMBERSHIP

5.1 Eligibility - to be eligible for BWA membership the following criteria shall apply:

- a. MEMBER – may be any individual persons who owns or enjoys boating for recreational purposes;
- b. AFFILIATE MEMBER – may be any special interest recreational boating or other water-related interest or activity group, club, organisation, school or association (not being a commercial entity);
- c. CORPORATE MEMBER – may be any commercial entity related to, having interest in or associated with recreational boating or other water-related interests or activities.

5.2 Applying for Membership

- a. A person, group or commercial entity wishing to become a member shall apply for membership to the Committee in writing in such form as the Committee from time to time directs which shall be signed by the individual person applying or the authorised representative of the group or commercial entity.
- b. The Committee shall consider each application for membership at a Committee meeting and shall at that meeting or a subsequent Committee meeting accept or reject that application.
- d. The Committee may reject any application without explanation for that rejection.”

5.3 Membership rights

- a. All membership classes are delegated one vote per membership, when voting on any matter relating to BWA.
- b. The availability of Member Benefit Schemes to any class of membership shall be as determined by the Committee from time

to time.”

**MOTION 6.** Moved: Brian Cain      Seconded: Brian Clapp

THAT as per Rule 7.1 of the Constitution the membership fee be increased from \$20 pa to \$25 pa from 1<sup>st</sup> July 2005.

**MOTION 7.** Moved: Brian Cain      Seconded: Brian Clapp

THAT Rules 7.2, 7.3 and 7.4 be amended to read as follows:

“7.2    “Each member shall pay to the designated BWA officer on or before the 1<sup>st</sup> of July each year, or such other date as may be determined by the Committee, the amount appropriate to the class of membership approved for that member.”

7.3    Subject to rule 7.4, any member whose subscription is not paid within three months after the due date ceases on the expiry of that period to be a member, unless the Committee decides otherwise.”

and

7.4    Any member is a financial member for the purposes of these rules when the member's subscription is paid.”

**MOTION 8.** Moved: Vikki Gates      Seconded: Susan Folks

THAT under Rule 10 Clauses 10.3 – 10.12 relating to Election of the Executive Committee be replaced with the following:

“10.3    Election of Executive Committee

- a.    The following provisions shall apply to the election of office bearers at the Annual General Meeting commencing in 2005.
- b.    A minimum of four (4) Office Bearers and not less than four or not more than eight other persons described in sub – clause 10.1 shall be elected to serve two (2) year terms with staggered expiry dates to ensure continuity of experience on the Committee. To effect the staggered expiry dates for the introductory years an implementation schedule shall be developed accordingly. Any additional Members shall be elected for 2 years.
- c.    All Office Bearers, excluding the President, may serve an unlimited number of consecutive terms. The President may only serve a maximum of four years in that position.
- d.    Nominations for election as a member of the Committee shall be proposed and seconded by members in writing and lodged with the Association not less than fourteen (14) days before the Annual General Meeting.
- e.    The Secretary, or other assigned person, shall call for nomination from the membership at least 45 days in advance of the annual general meeting and not less than 21 days before the close of nominations.
- f.    To be nominated for election to the Committee, a member must be nominated by delivering a signed nomination form, as specified by the Committee, to the Secretary, or other assigned person, not less than 21 days before the day on which the annual general meeting concerned is to be held.
- g.    Nomination forms must be signed by the nominator and the nominee to signify the nominee’s willingness to stand for election.
- h.    Requirements for nominations in writing do not apply to re-standing members of the current Executive Committee.
- i.    Each retiring member of the Executive Committee shall be eligible for re – election.
- j.    A person must have been a member of the Association in the preceding financial year before being eligible to become an office bearer of the Association.
- k.    After the first annual general meeting a person must be an elected member of the Committee before being eligible for election as President.
- l.    A separate election shall be held for each office bearer described in sub – clause 10.1, in that order.

- m. A resigning office bearer shall be deemed to have retired before the meeting for the purpose of the elections referred to in this sub – clause, but for all other purposes shall be deemed to hold office until the close of the Annual General Meeting, or until the new candidates are declared elected, whichever is the later.
- n. If the number of nominations does not exceed the number of vacancies, the Chairman of the Annual General Meeting shall declare the nominated candidates duly elected.
- o. In the event that there are more candidates than vacancies, a vote shall be conducted by a show of hands or written ballot held at the Annual General Meeting.
- p. Voting shall be by a simple majority for each Committee position.
- q. The Committee shall appoint a member to act as the returning officer for the election, and he shall have an absolute discretion to adjudicate on any discrepancy in procedure. Upon completion of the election the results shall be conveyed to the membership.”



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Susan Folks  
Secretary

Dated...15<sup>th</sup> May 2004