

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
2.1, 2.2	<p>Definitions</p> <p>In these rules, unless the contrary intention appears:</p> <p>“Act” means the Associations Incorporation Act 2015;</p> <p>“Affiliated Club/Association” means a member as defined in rule Error! Reference source not found.;</p> <p>“AGM” means the annual general meeting convened under rule 0;</p> <p>“Association” means the Association referred to in rule 0;</p> <p>“Board” means the officers of the Association as referred to in rule Error! Reference source not found.;</p> <p>“Board meeting” means a meeting referred to in rule Error! Reference source not found.;</p> <p>“Board member” means person referred to in rule 1.35;</p> <p>“Books of the Association” has the meaning given to it in section 3 of the Act and includes all registers; financial records, financial statements or financial reports, as each of those terms is defined in section 62 of the Act, however compiled, stored or recorded; minute books and documents and securities of the Association.</p> <p>“By-laws” are additional arrangements or processes adopted by members by Ordinary Resolution of the Association to supplement these Rules. They do not form part of the rules and are not required to be lodged with the Commissioner.</p> <p>“General Manager (GM)” means the person employed by the Association in that capacity;</p> <p>“Chairperson” means, in relation to the proceedings at a Board meeting or General Meeting, the person presiding at the</p>	1.1, 1.2	<p>Definitions</p> <p>In this constitution, unless the contrary intention appears:</p> <p>Act means the <i>Associations Incorporation Act 2015</i> (WA);</p> <p>Affiliate means a not-for-profit company or incorporated association:</p> <ul style="list-style-type: none"> (i) with objects or purposes which include: <ul style="list-style-type: none"> (A) promoting and developing water polo in Western Australia; and (B) becoming a member of and/or affiliating and cooperating with the Association and complying with the Association’s constitution, policies and procedures; and (ii) which has nominated, or will nominate, water polo teams to participate and compete in water polo competitions in Western Australia governed and managed by the Association; <p>associate member means a member of a class of associate membership provided for under rule 1.10(c);</p> <p>Association means Water Polo Western Australia Incorporated, Incorporated Association Reference Number A0800026H;</p> <p>board means the management board of the Association;</p> <p>board meeting means a meeting of the board;</p> <p>director means a member of the board;</p>

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	<p>Board meeting or General Meeting in accordance with rule 1.40;</p> <p>“Commissioner” means the person designated as the “Commissioner” from time to time under the Act.</p> <p>“Committee” means the Management Committee required by the Act which is the body responsible for the management of the affairs of the Association;</p> <p>“Committee Meeting” means a meeting referred to in rule 1.60</p> <p>“Delegate” means an Affiliated Club/Association sanctioned representative;</p> <p>“Financial Records:” has the meaning given to it in section 62 of the Act and includes:</p> <p>(a) Invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers;</p> <p>(b) Documents of prime entry; and</p> <p>(c) Working papers and other documents needed to explain:</p> <p>(i) the methods by which financial statements are prepared; and</p> <p>(ii) adjustments to be made in preparing financial statements;</p> <p>“Financial Report” has the meaning given to it in sections 62 and 63 of the Act;</p> <p>“Financial Statements” has the meaning given to it in section 62 of the Act;</p> <p>“Financial Year” has the meaning given to it in rule 0.</p>		<p>books means the Association’s:</p> <p>(i) registers;</p> <p>(ii) financial records, financial statements or financial reports, however compiled, recorded or stored;</p> <p>(iii) documents;</p> <p>(iv) any other records of information;</p> <p>CEO means the chief executive officer or general manager of the Association;</p> <p>chairperson means the director holding office as the chairperson of the Association;</p> <p>Commissioner means the person for the time being designated as the Commissioner under section 153 of the Act;</p> <p>constitution means this constitution of the Association, as in force for the time being;</p> <p>delegate means the individuals:</p> <p>(i) appointed as a “delegate” by that Affiliate pursuant to rule 1.8(a); or</p> <p>(ii) deemed to be a “delegate” pursuant to rule 1.8(b),</p> <p style="text-align: right;">and having the rights and powers described in</p>

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	<p>“Member” means a person (including a body corporate) who becomes a Member of the Association under these rules;</p> <p>“Ordinary Resolution” means a resolution to decide a question, matter of resolution at a General Meeting that is not a Special Resolution;</p> <p>“Poll” means voting conducted in written form which may include, but is not limited to a secret ballot (as opposed to general agreement or a show of hands);</p> <p>“Rules” mean these rules of the Association as amended from time to time under rule 1.102;</p> <p>“Special Resolution” is a resolution of the Association passed in accordance with rule 1.85;</p> <p>“Surplus Property” has the meaning given to it in the Act and means the property remaining when the association is wound up or cancelled after satisfying;</p> <p>(a) The debts and liabilities of the Association; and</p> <p>(b) The costs, charges and expenses of winding up the Association</p> <p>but does not include books pertaining to the management of the Association;</p> <p>“Tier 1 Association” has the meaning given to in section 62 of the Act;</p> <p>“Tier 2 Association” has the meaning given to in section 62 of the Act;</p> <p>“Tier 3 Association” has the meaning given to in section 62 of the Act;</p>		<p>rule 1.8(c);</p> <p>financial records includes:</p> <p>(i) invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers; and</p> <p>(ii) documents of prime entry; and</p> <p>(iii) working papers and other documents needed to explain:</p> <p>(A) the methods by which financial statements are prepared; and</p> <p>(B) adjustments to be made in preparing financial statements;</p> <p>financial report, of a tier 2 association or a tier 3 association, has the meaning given in section 63 of the Act;</p> <p>financial statements means the financial statements in relation to the Association required under Part 5 Division 3 of the Act;</p> <p>financial year means the Association’s financial year specified in rule 0;</p> <p>general meeting means a meeting of the Association that all members are entitled to receive notice of and to attend;</p> <p>member means a person (including a body corporate) who is an ordinary member or an associate member of the Association;</p> <p>ordinary director means a director who is not an office holder</p>

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	<p>“WPAL” means Water Polo Australia Limited.</p>		<p>of the Association under rule 1.35(c);</p> <p>ordinary member means a member of a class of ordinary membership provided for under rule 1.10(b) (otherwise known as “affiliates” of the Association);</p> <p>ordinary resolution means a resolution passed by a simple majority of the ordinary members;</p> <p>policies means policies made by the Association under rule 0;</p> <p>Premiership Club means an Affiliate that has both men’s and women’s teams participating in the highest grade of Association’s senior water polo competition;</p> <p>register of members means the register of members referred to in section 53 of the Act;</p> <p>resolution means an ordinary resolution unless the context requires that it be a special resolution;</p> <p>special general meeting means a general meeting of the Association other than the annual general meeting;</p> <p>special resolution means a resolution passed in accordance with section 51 of the Act, being a resolution passed by the ordinary members:</p> <ul style="list-style-type: none"> (iv) at a general meeting; and (v) by the votes of not less than three-fourths of the members who cast a vote at the meeting. <p>subcommittee means a subcommittee appointed by the committee under rule 1.68(a)(i);</p> <p>tier 1 association means an incorporated association to which</p>

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			<p>section 64(1) of the Act applies;</p> <p>tier 2 association means an incorporated association to which section 64(2) of the Act applies;</p> <p>tier 3 association means an incorporated association to which section 64(3) of the Act applies;</p> <p>WPAL means Water Polo Australia Ltd. ACN 159 573 403.</p> <p>Interpretation</p> <p>In this constitution, unless the contrary intention appears:</p> <p>(a) words in the singular include the plural and vice versa;</p> <p>(b) if a word or phrase is defined its other grammatical forms have corresponding meanings;</p> <p>(c) 'includes' means includes without limitation; and</p> <p>(d) a reference to:</p> <p>(i) a person includes a natural person, corporation and incorporated association; and</p> <p>(ii) writing includes:</p> <p>(A) any mode of representing or reproducing words in tangible and permanently visible form; and</p> <p>(B) words created or stored in any electronic medium and retrievable in perceivable form.</p>

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2.2	<p>Notices</p> <p>(a) A notice or other communication connected with the these rules has no legal effect unless it is in writing and given as follows:</p> <p>(i) delivered by hand to the nominated address of the addressee;</p> <p>(ii) sent by post to the nominated postal address of the addressee; or</p> <p>(iii) sent by email or any other method of electronic communication (including facsimile) to the nominated electronic address of the addressee.</p> <p>(b) Any notice given to a Member under these rules, must be sent to Member's address as set out in the Register referred to in rule 1.26.</p>	13.3	<p>Giving notices to members</p> <p>(a) In this rule 0, recorded means recorded in the register of members.</p> <p>(b) A notice or other document that is to be given to a member under this constitution is taken not to have been given to the member unless it is in writing and:</p> <p>(i) delivered by hand to the recorded address of the member; or</p> <p>(ii) sent by prepaid post to the recorded postal address of the member; or</p> <p>(iii) sent by facsimile or electronic transmission to an appropriate recorded facsimile number or electronic email address of the member.</p>
1.1	<p>Name of Association</p> <p>The name of the Association is Water Polo Western Australia Incorporated, herein after referred to as "the Association".</p>	2.1	<p>Name of the Association</p> <p>The Association's name is "Water Polo Western Australia Incorporated".</p>
1.2	<p>Objects of Association</p> <p>The Objects of the Association are:</p> <p>(c) The governance, development, management and representation of water polo within the State of Western Australia;</p> <p>(d) To affiliate with and be a member of WPAL;</p> <p>(e) The doing of all acts and deeds which may be considered conducive to its interests.</p>	2.2	<p>Objects of the Association</p> <p>The objects of the Association are:</p> <p>(f) the governance, development, management and representation of water polo within Western Australia;</p> <p>(g) to affiliate with and be a member of WPAL; and</p> <p>(h) the doing of all acts and deeds which are conducive to its interests.</p>

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1.3	<p>Quorum for Board Meetings</p> <p>Any 50% of Board members constitute a quorum for the conduct of the business at a Board meeting.</p>	9.6	<p>Quorum for board meetings</p> <ul style="list-style-type: none"> (i) The quorum for board meetings is at least half of the directors. (j) Subject to rule 1.55(c), no business is to be conducted at a board meeting unless a quorum is present. (k) If a quorum is not present within 30 minutes after the notified commencement time of a board meeting: <ul style="list-style-type: none"> (i) in the case of a special board meeting, the meeting lapses; or (ii) otherwise, the meeting is adjourned to the same time, day and place in the following week. (l) If: <ul style="list-style-type: none"> (i) a quorum is not present within 30 minutes after the commencement time of a board meeting held under rule 1.2(k)(ii); and (ii) at least 2 directors are present at the meeting, those members present are taken to constitute a quorum.
1.4	<p>Quorum for General Meetings</p> <p>At a General Meeting at least sixty percent (60%) of the maximum number of possible votes, as calculated by rule 1.12, are available to be cast by either Delegates or proxies to constitute a quorum.</p>	11.7	<p>Quorum for general meetings</p> <ul style="list-style-type: none"> (a) The quorum for general meetings is at least half of the ordinary members. (b) Subject to rule 1.2(d), no business is to be conducted at a general meeting unless a quorum is present. (c) If a quorum is not present within 30 minutes after the notified commencement time of a general meeting:

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			<ul style="list-style-type: none"> (i) in the case of a special general meeting, the meeting lapses; or (ii) in the case of the annual general meeting, the meeting is adjourned to the same: <ul style="list-style-type: none"> (A) time and day in the following week; and (B) place, unless the chairperson specifies another place at the time of the adjournment or written notice of another place is given to the members before the day to which the meeting is adjourned. (d) If: <ul style="list-style-type: none"> (i) a quorum is not present within 30 minutes after the commencement time of a general meeting held under rule 1.2(c)(ii); and (ii) at least 4 ordinary members are present at the meeting, <p>those members present are taken to constitute a quorum.</p>
1.5	<p>Financial Year</p> <p>The Association's Financial Year will be the period of 12 months commencing on 1st July and ending on 30th June of each year.</p>	2.3	<p>Financial year</p> <p>The Association's financial year will be the period of 12 months commencing on 1 July and ending on 30 June, each year.</p>

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3	<p>POWERS OF ASSOCIATION</p> <p>The powers conferred on the Association are the same as those conferred by section 13 of the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, the Association may do all things necessary or convenient for carrying out its Objects, and in particular, may:</p> <ul style="list-style-type: none"> (a) Acquire, hold, deal with, and dispose of any real or personal property; (b) Open and operate bank accounts; (c) Invest its money: <ul style="list-style-type: none"> (i) in any security in which trust monies may lawfully be invested; or (ii) in any other manner authorised by the rules of the Association; (d) Borrow money upon such terms and conditions as the Association thinks fit; (e) Give such security for the discharge of liabilities incurred by the Association as the Association thinks fit; (f) Appoint agents to transact any business of the Association on its behalf; (g) Enter into any other contract it considers necessary or desirable; (h) May act as trustee and accept and hold real and personal property upon trust, but does not have power to do any act of thing as a trustee that, if done otherwise as a trustee, would contravene this Act or the rules of the Association. 	2.5	<p>Powers of Association</p> <p>The Association has the power to do all things necessary or convenient for carrying out its objects and purposes in accordance with section 14 of the Act.</p>

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4	<p>NOT FOR PROFIT</p> <p>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.</p>	2.4	<p>Not-for-profit body</p> <p>(a) The property and income of the Association must 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 any member, except in good faith in the promotion of those objects or purposes.</p> <p>(b) A payment may be made to a member out of the funds of the Association only if it is authorised under rule 1.2(c).</p> <p>(c) A payment to a member out of the funds of the Association is authorised if it is:</p> <ul style="list-style-type: none"> (i) the payment in good faith to the member as reasonable remuneration for any services provided to the Association, or for goods supplied to the Association, in the ordinary course of business; (ii) the payment of interest, on money borrowed by the Association from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; (iii) the payment of reasonable rent to the member for premises leased by the member to the Association; or (iv) the reimbursement of reasonable expenses properly incurred by the member on behalf of the Association.

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5.1	<p>Minimum Number of Members</p> <p>The Association must have at least six (6) members with full voting rights.</p>	3.1	<p>Minimum number of members</p> <p>The Association must have at least 6 ordinary members.</p>
5.2	<p>Qualifications for Membership</p> <p>Application for Membership of the Association is open to any individual, metropolitan club or regional association who is interested in furthering the aims of water polo in Western Australia.</p>	3.2	<p>Eligibility for membership</p> <p>(a) Any person who supports the objects or purposes of the Association described in rule 0 is eligible to apply to become a member.</p> <p>(b) Only Affiliates are eligible to be ordinary members.</p>
5.3	<p>Applications for Membership of Association</p> <p>A metropolitan club or regional association that wishes to become a Member must apply in writing on the prescribed form to the Board and include a copy of the Club's/Association's current constitution and by payment of the appropriate fee, if any.</p>	3.3	<p>Applying for membership</p> <p>(a) Subject to rule 1.8(b), a person who wants to become a member must:</p> <ul style="list-style-type: none"> (i) apply in writing to the Association in the form determined by the Association from time to time; and (ii) agree in writing to comply with this constitution and the policies and procedures of the Association and WPAL from time to time, upon becoming a member. <p>(b) An application for membership of the Association as an Affiliate must include:</p> <ul style="list-style-type: none"> (i) a copy of the applicant's current constitution or rules of association; and (ii) payment of the application fee determined by the Association from time to time.

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5.4	<p>Deciding Membership Applications</p> <p>(a) The Board must consider each application made under rule 1.7 at a Board meeting and at that Board meeting or the next Board meeting must accept or reject that application.</p> <p>(b) An applicant whose application for membership of the Association is rejected under rule 1.8(a) must, if they wish to appeal against that decision, give notice to the GM of their intention to do so within a period of 14 days from the date they are advised of the rejection.</p> <p>(c) When notice is given under rule 1.8(b), the Association in a General Meeting no later than the next Annual General Meeting, must either confirm or set aside the decision of the Board to reject the application, after having afforded the applicant who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the General Meeting.</p>	3.4	<p>Dealing with membership applications</p> <p>(a) The board must consider each application made under rule 1.8 and decide whether to accept or reject the application.</p> <p>(b) Subject to rule 1.8(c), the board must consider applications in the order in which they are received by the Association.</p> <p>(c) The board may delay its consideration of an application if the board considers that any matter relating to the application needs to be clarified by the applicant or that the applicant needs to provide further information in support of the application.</p> <p>(d) The board must not accept an application unless the applicant:</p> <ul style="list-style-type: none"> (i) is eligible under rule 1.6; and (ii) has applied under rule 1.8. <p>(e) The board may reject an application even if the applicant:</p> <ul style="list-style-type: none"> (i) is eligible under rule 1.6; and (ii) has applied under rule 1.8. <p>(f) The board must notify the applicant of the board's decision to accept or reject the application as soon as practicable after making the decision.</p> <p>(g) If the board rejects the application:</p> <ul style="list-style-type: none"> (i) the board must provide the applicant with its reasons for doing so; and

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			<p>(ii) if the applicant is an Affiliate, then within 14 days of receiving notice of the rejection from the board, the applicant may, by notice to the board, request that the application be determined instead by the Association in general meeting.</p> <p>(h) If the board receives a notice from an applicant made pursuant to rule 1.8(g)(ii), then the board must, by no later than three months from the board's receipt of the applicant's notice, arrange a general meeting which puts the applicant's application to the members for their determination.</p>
5.5	<p>Becoming a member</p> <p>(a) All clubs and associations when accepted as Members of the Association and all their members and officials will be bound by and conform to these Rules.</p> <p>(b) Each Affiliated Club/Association will advise the Association of a Club/Association Delegate name and contact details and that Delegate will represent the Member at any General Meeting and be entitled to vote.</p> <p>(c) Each Affiliated Club/Association must provide the Association with a copy of its annual report and financial statements within three months of conducting their own Annual General Meetings.</p>	3.5	<p>Becoming a member</p> <p>(a) An applicant for membership of the Association becomes a member when:</p> <p>(i) the board accepts the application; or</p> <p>(ii) the members determine to accept an applicant's application under rule (h),</p> <p>and the applicant pays any membership fees payable to the Association under rule 1.32.</p> <p>(b) Associate members' membership of the Association becomes effective, in respect of:</p> <p>(i) "Life Members", upon appointment by the Association;</p> <p>(ii) "Club Members", upon joining an Affiliate, in accordance with that Affiliate's constitution or rules of association, provided that the Affiliate remits the relevant memberships fees to the</p>

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			<p>Association within one month after the due date; and</p> <p>(iii) “Administration Members” on appointment by an Affiliate to the role at referred to in rule 1.10(c)(iii).</p> <p>(c) The CEO must enter a member’s name and details into the register of members within 28 days of that member becoming a member.</p>
		3.6	<p>Ordinary members to be represented by delegates</p> <p>(a) Ordinary members may at any time by notice to the Association:</p> <p>(i) appoint one individual as their “delegate”; or</p> <p>(ii) cancel their appointment of a “delegate”.</p> <p>(b) If an ordinary member has no appointed “delegate” under rule 1.8(a), its delegate will be deemed to be its president of that ordinary member, or its director appointed first in time, as appropriate.</p> <p>(c) Delegates are authorised to exercise all the rights and powers conferred by this constitution and the Act of the ordinary member they represent, including voting on their behalf at general meetings.</p> <p>(d) Ordinary members must:</p> <p>(i) undertake all reasonable endeavours to ensure that their own members and officers comply with this constitution and the policies and procedures of the Association from time to time; and</p>

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			(ii) provide the Association with a copy of their annual report and financial statements and/or Information Statement within three months of their annual general meeting, or if an annual general meeting is not held, by 30 September of the relevant year.
5.6	<p>Recording Membership in the Register</p> <p>The Secretary must enter a person's name in the Register within 28 days after the person becomes a member.</p>		See rule 3.13
6.1	<p>Classes of Members</p> <p>(a) Affiliated Metropolitan Clubs which, subject to this constitution, shall be represented by a Club Delegate, and have the right to debate at General Meetings;</p> <p>(b) Affiliated Regional Associations which, subject to this constitution, shall be represented by an Association Delegate, and have the right to debate at General Meetings;</p> <p>(c) Life Members, who subject to the WPWAI Life Member Policy, shall have the right to be present and to debate at General Meetings;</p> <p>(d) Individual Members of Affiliated Clubs who shall have the right to be present at General Meetings, but shall have no debating rights;</p> <p>(e) Associate Members, who shall have the right to be present at General Meetings but shall have no debating rights. Associate Members are those persons who administrate, coach or officiate in competitions conducted by or approved by the Association and any</p>	3.7	<p>Classes of membership</p> <p>(a) The Association consists of ordinary members provided for under rule 1.10(b) and any associate members provided for under rule 1.10(c).</p> <p>(b) Only Affiliates may be ordinary members of the Association.</p> <p>(c) The Association may have any class of associate membership approved by resolution at a general meeting, which at the date that this constitution was adopted, include:</p> <p>(i) "Life Members", being individuals who have been appointed by the Association as a life member;</p> <p>(ii) "Club Members", being individuals who are members of an Affiliate;</p> <p>(iii) "Administration Members", being individuals who are not members of an Affiliate but who:</p> <p>(A) perform roles or occupy positions as administrators, coaches or officials in</p>

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	<p>official of the Association, who are not registered as a member or any affiliated club or association, can be accepted as an Associate Member under such conditions as may be determined by the Board from time to time;</p> <p>(f) Such new categories of Members, created in accordance with rule 1.11 below.</p>		<p>water polo competitions governed and managed by the Association; or</p> <p>(B) are members of a group or sub-committee formed by the Association to assist and support its functions.</p> <p>(d) An individual can only belong to one class of associate membership.</p> <p>(e) The number of members of any class is not limited unless otherwise approved by resolution at a general meeting.</p>
6.2	<p>Creation of New Categories</p> <p>The Board has the right and power from time to time to create new categories of Members with such rights, privileges and obligations as are determined applicable.</p>		See rule 3.7(c)
6.3	<p>Membership Voting Rights</p> <p>(a) Each Affiliated Club/Association shall be represented by at least one Delegate and be entitled to at least one vote.</p> <p>(b) Those clubs that have both men's and women's Premier League teams shall be entitled to three votes.</p> <p>(c) In the case where a previously advised Delegate is not able to attend a General Meeting, then a replacement Delegate or proxy may be appointed by the Affiliated Club/Association to attend and vote on behalf of the Affiliated Club/Association provided that written notification is given to the Association before the meeting (see rule 1.88).</p>	3.8	<p>Voting rights of members</p> <p>(a) Each ordinary member has one vote at a general meeting of the Association, unless rule 1.13(b) applies to that ordinary member.</p> <p>(b) If, at the time of a general meeting of the Association, an ordinary member is a Premiership Club, then that ordinary member has three votes at that general meeting.</p> <p>(c) Associate members may attend general meetings of the Association but have no votes.</p> <p>(d) Ordinary members must vote via their delegates.</p>

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	(d) No Delegate shall be entitled to accept acting as a Proxy Delegate for more than one other Affiliated Club/Association at any meeting.		(e) Ordinary members are only entitled to exercise their voting rights if all fees payable to the Association have been paid as at the date that the notice of meeting is issued.
6.4	<p>Liability of Members</p> <p>(a) The annual membership subscription (if any) and fees payable by Members to the Association, the time for and manner of payment shall be determined by the Board from time to time.</p> <p>(b) A person exercises all the rights and obligations of a Member for the purposes of these rules if their subscription is paid on or before the relevant date fixed under rule 1.14(a) or within 3 months thereafter, or such other time as the Board allows.</p>		
6.5	<p>Payment to Members</p> <p>(a) Subject to rule 1.15(b), no portion of the income or property of the Association may be paid directly or indirectly, by way of dividend, bonus or otherwise to the Members.</p> <p>(b) Rule 1.15(a) does not prevent:</p> <p>(i) the payment in good faith of remuneration to any officer, employee or Member in return for any services actually rendered to the Association or for goods supplied in the ordinary and usual course of business;</p> <p>(ii) the payment of interest at a rate not exceeding the prevailing market rate published by the Reserve Bank of Australia as the "Cash Rate Target" from</p>		

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	<p>time to time on money borrowed from any Member;</p> <p>(iii) the payment of reasonable and proper rent by the Association to a Member for premises leased by the Member to the Association; or</p> <p>(iv) the reimbursement of expenses incurred by any Member or any committee Member on behalf of the Association.</p>		
6.6	<p>Membership Entitlements not Transferable</p> <p>A right, privilege or obligation that a person has because he or she is a Member of the Association:</p> <p>(a) Is not capable of being transferred to any other person; and</p> <p>(b) Ends when the person's membership ceases.</p>	3.11	<p>Rights not transferable</p> <p>The rights of a member are not transferable and end when membership ceases.</p>
7.1	<p>Ending Membership</p> <p>(a) A person's membership ends, if the person:</p> <p>(i) dies;</p> <p>(ii) cease to be a member under rule 1.18</p> <p>(iii) resigns as a Member under rule 1.20</p> <p>(iv) is expelled from the Association under rule 1.22</p> <p>(b) Non-payment by a Member of their subscription within two months of the date fixed by the Board for subscriptions to be paid, unless the Board decides otherwise in accordance with rule 1.31; or</p> <p>(c) Expulsion of a Member in accordance with rule 1.22.</p>	3.9	<p>When membership ceases</p> <p>(a) A person ceases to be a member when any of the following takes place:</p> <p>(i) for a member who is an individual, the individual dies;</p> <p>(ii) for a member who is a body corporate, the body corporate is wound up;</p> <p>(iii) the person resigns from the Association under rule 1.21;</p> <p>(iv) the person is expelled from the Association under rule 0;</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>(d) For a period of one year after a person's membership ends, the Secretary must keep a record of:</p> <ul style="list-style-type: none"> (i) the date on which a person cease to be a member under rule 1.18(a); (ii) the reason why the person ceases to be a member. 		<ul style="list-style-type: none"> (v) the person ceases to be a member under rule 1.32(d); or (vi) in the case of an "Administration Member", that person no longer holds a role, position or membership referred to in rule 1.10(c)(iii). <p>(b) The CEO must keep a record, for at least one year after a person ceases to be a member, of the:</p> <ul style="list-style-type: none"> (i) date on which the person ceased to be a member; and (ii) reason why the person ceased to be a member.
7.2	<p>Resigning as a member</p> <p>Receipt by the GM of a notice in writing from a Member of their resignation from the Association. Such person remains liable to pay to the Association the amount of any subscription due and payable by that person to the Association but unpaid at the date of termination.</p>	3.10	<p>Resignation</p> <ul style="list-style-type: none"> (a) A member may resign from membership of the Association by giving written notice of the resignation to the CEO. (b) The resignation takes effect: <ul style="list-style-type: none"> (i) when the CEO receives the notice; or (ii) if a later time is stated in the notice, at that later time. (c) A person who has resigned from membership of the Association remains liable for any fees that are owed to the Association (the owed amount) at the time of resignation. (d) The owed amount may be recovered by the Association in a court of competent jurisdiction as a debt due to the Association.

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
7.3, 7.4, 7.5, 7.6	<p>Suspension or Expulsion of Members of Association</p> <p>(a) If the Board considers that a Member should be suspended or expelled from membership of the Association because their conduct is detrimental to the Objects of the Association, the Board must communicate, either orally or in writing, to the Member:</p> <p>(i) Notice of the proposed suspension or expulsion and of the time, date and place of the Board meeting at which the question of that suspension or expulsion will be decided; and</p> <p>(ii) Particulars of that conduct, not less than 30 days before the date of the Board meeting referred to in sub-rule 1.22(a)(i).</p> <p>(b) At the Board meeting referred to in a notice communicated under sub-rule 1.22(a)(i), the Board may, having afforded the Member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Board, suspend or expel or decline to suspend or expel that Member from membership of the Association.</p> <p>(c) A Member has their membership suspended or ceases to be a member 14 days after the day on which the decision to suspend or expel a member is communicated to them under sub-rule 1.22(b).</p> <p>(d) The Secretary must inform the Member in writing of the decision of the Committee and the reasons for the decision, within 7 days of the committee Meeting referred to in sub-rule 1.22(a)(i).</p>	4.1, 4.2, 4.3	<p>Disciplinary action</p> <p>Definition</p> <p>In this rule 0, member, in relation to a member who is expelled from the Association, includes a former member;</p> <p>Suspension or expulsion</p> <p>(a) The board may decide to suspend a member's membership or to expel a member from the Association if the member:</p> <p>(i) contravenes any of this constitution; or</p> <p>(ii) acts detrimentally to the interests of the Association.</p> <p>(b) The CEO must give the member written notice of the proposed suspension or expulsion at least 28 days before the board meeting at which the proposal is to be considered by the board.</p> <p>(c) The notice given to the member under rule 1.25(b) must state:</p> <p>(i) when and where the board meeting is to be held;</p> <p>(ii) the grounds on which the proposed suspension or expulsion is based; and</p> <p>(iii) that the member, or the member's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the board about the proposed suspension or expulsion.</p>

<p>Right of Appeal against Suspension or Expulsion</p> <p>A Member who is suspended or expelled under rule 1.22 must, if they wish to appeal against that suspension or expulsion, follow the procedure for such appeals as outlined in the Constitution of WPAL.</p> <p>Reinstatement of a Member</p> <p>If the Committee's Decision to suspend or expel a Member is revoked under these Rules, any act performed by the Committee or Members in General Meeting during the period that the Member was suspended or expelled from Membership under rule 1.22, is deemed to be valid, notwithstanding the Member's inability to exercise their rights or privileges of Membership, including voting rights, during the period.</p> <p>When a Member is Suspended</p> <p>(a) If a member's membership is suspended under sub-rule 1.22(b), the Secretary must record in the Register:</p> <ul style="list-style-type: none"> (i) the name of the Member that has been suspended from membership; (ii) the date on which the suspension takes effect; and (iii) the length of the suspension as determined by the Committee under sub-rule 1.22(b). <p>(b) A Member that has been suspended under rule 1.22 cannot exercise any rights or privileges of membership, including voting rights, during the period they are suspended from membership.</p> <p>(c) Upon the expiry of the period of a Member's suspension, the Secretary must record in the Register that the Member is no longer suspended.</p>	<ul style="list-style-type: none"> (d) At the board meeting, the board must: <ul style="list-style-type: none"> (i) give the member, or the member's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the board about the proposed suspension or expulsion; (ii) give due consideration to any submissions so made; and (iii) decide whether or not to: <ul style="list-style-type: none"> (A) suspend the member's membership and, if the decision is to suspend the membership, the period of suspension; or (B) expel the member from the Association. (e) A decision of the board to suspend the member's membership or to expel the member from the Association takes immediate effect. (f) The board must give the member written notice of the board's decision, and the reasons for the decision, within seven days after the board meeting at which the decision is made. (g) A member whose membership is suspended or who is expelled from the Association may, within 14 days after receiving notice of the Board's decision under rule 1.25(f), give written notice to the CEO requesting the appointment of a mediator under rule 1.112. (h) If notice is given under rule 1.25(g), the member who gives the notice and the board are the parties to the mediation.
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Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			<p>Consequences of suspension</p> <p>(a) During the period a member's membership is suspended, the member:</p> <ul style="list-style-type: none"> (i) loses any rights (including voting rights) arising as a result of membership; and (ii) is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Association. <p>(b) When a member's membership is suspended, the CEO must record in the register of members:</p> <ul style="list-style-type: none"> (i) that the member's membership is suspended; (ii) the date on which the suspension takes effect; and (iii) the period of the suspension. <p>When the period of the suspension ends, the CEO must record in the register of members that the member's membership is no longer suspended.</p>
8.1, 8.2, 8.3	<p>Register of Members of Association</p> <p>(a) The Secretary or a person authorised by the Committee from time to time must maintain a register of Members and make sure that the Register is up to date.</p> <p>(b) The register must contain:</p> <ul style="list-style-type: none"> (i) the full name of each Member (ii) a contact postal, residential addresses or email address of each Member (iii) the class of membership held by the Member; and 	3.13	<p>Register of members</p> <p>(a) The CEO, or another person authorised by the board, is responsible for the requirements imposed on the Association under section 53 of the Act to maintain the register of members and record in that register any change in the membership of the Association.</p> <p>(b) In addition to the matters referred to in section 53(2) of the Act, the register of members must include the class of membership (if applicable) to which each member belongs and the date on which each member becomes a member.</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>(iv) the date on which the person became a Member;</p> <p>(c) Any change in membership of the Association must be recorded in the Register within 28 days after the change occurs.</p> <p>(d) The register must be so kept and maintained at the GM's place of residence or at such other place as the members at a general meeting decide.</p> <p>Inspecting the Register</p> <p>(a) Any Member is able to inspect the Register free of charge, at such time and place as is mutually convenient to the Association and the member.</p> <p>(b) A member must contact the Secretary to request to inspect the Register</p> <p>(c) The Member may make a copy of or take an extract from the Register but shall have no right to remove the Register for that purpose.</p> <p>Copy of the Register</p> <p>(a) A member may make a request in writing for a copy of the Register</p> <p>(b) The Committee may require a Member who requests a copy of the Register to provide a statutory declaration setting out the purpose of the request and declaring that the purpose is connected with the affairs of the Association.</p> <p>(c) The Association may charge a reasonable fee to the Member for providing a copy of the Register, the amount to be determined by the Committee from time to time.</p>		<p>(c) The register of members must be kept at the CEO's place of residence, or at another place determined by the board.</p> <p>(d) A member who wishes to inspect the register of members must contact the CEO to make the necessary arrangements.</p> <p>(e) If:</p> <p>(i) a member inspecting the register of members wishes to make a copy of, or take an extract from, the register under section 54(2) of the Act; or</p> <p>(ii) a member makes a written request under section 56(1) of the Act to be provided with a copy of the register of members,</p> <p>the board may require the member to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of the Association.</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
8.4	<p>When Using the Information in the Register is Prohibited</p> <p>A Member must not use or disclose the information on the Register:</p> <ul style="list-style-type: none"> (a) To gain access to information that a Member has deliberately denied them (that is, in the case of social, family or legal differences or disputes); (b) To contact, send material to the Association or a Member for the purpose of advertising for political, religious, charitable or commercial purposes, or (c) For any other purpose unless the use of the information is approved by the Committee and for a purpose: <ul style="list-style-type: none"> (i) that is directly connected with the affairs of the Association; or (ii) related to the provision of the information to the Commissioner in accordance with a requirement of the Act. 		
9.1	<p>Entrance Fees</p> <p>The Committee may from time to time determine the amount of the entrance fee, if any, to be paid by each Member or each class of Members upon becoming a Member.</p>		
9.2	<p>Annual Membership Fee</p> <ul style="list-style-type: none"> (a) The Committee may from time to time determine the amount of the annual membership fee, if any, to be paid by each Member or each class of Members. (b) Each Member must pay the Member’s annual membership fee determined under rule 1.31(a) to the Treasurer, or a person authorised by the Committee to 	3.12	<p>Membership fees</p> <ul style="list-style-type: none"> (a) The board must determine the application fees, the annual membership fees (otherwise known as “affiliation fees” in respect of ordinary members and “capitation fees” in respect of “Club Members”) and any other fees to be paid for membership of the Association.

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>receive payments, as and when decided by the Committee.</p> <p>(c) If a Member pays the annual membership fee within 2 months after the due date, the Member retains all the rights and privileges of a Member for the purposes of these Rules during that time, including the right to vote.</p> <p>(d) Subject to rule 1.31(d), if a person fails to pay the annual Membership fee within 2 months after the due date, the person ceases to be a Member.</p> <p>(e) If a person ceases to be a Member under rule 1.31(d), and subsequently pays to the Association all the Member's outstanding fees, the Committee may, if it thinks fit, reinstate the Member's rights and privileges from the date on which the outstanding fees are paid, including the right to vote.</p>		<p>(b) The fees determined under rule 1.32(a) may be different for different classes of membership.</p> <p>(c) A member must pay the annual membership fee to the CEO, or another person authorised by the board to accept payments, by the date (the due date) determined by the board.</p> <p>(d) If a member has not paid the annual membership fee within the period of one month after the due date, the member ceases to be a member on the expiry of that period.</p> <p>(e) If a person who has ceased to be a member under rule 1.32(d) offers to pay the annual membership fee after the period referred to in that subrule has expired:</p> <p>(i) the board may, at its discretion, accept that payment; and</p> <p>(ii) if the payment is accepted, the person's membership is reinstated from the date the payment is accepted.</p>
10.1	<p>Powers of the Committee</p> <p>(a) The affairs of the Association will be managed exclusively by a Board consisting of at least six and not more than eight elected persons, all of whom must be Members of the Association.</p> <p>(b) Half of the Board Members shall be elected at each Annual General Meeting for a term of two years.</p>	7.1	<p>Powers and duties of the board</p> <p>(a) The directors are the persons who, as the management board of the Association, have the power to manage the affairs of the Association.</p> <p>(b) Subject to the Act, this constitution, the by-laws (if any) and any resolution passed at a general meeting, the board has power to do all things necessary or convenient to be done for the proper management of the affairs of the Association.</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			(c) The board must take all reasonable steps to ensure that the Association complies with the Act, this constitution and the by-laws (if any).
10.2	<p>Committee Members</p> <p>(a) The Committee is to consist of:</p> <ul style="list-style-type: none"> (i) the office holders of the Association; and (ii) not less than one other member <p>(b) The maximum number of other Members of the Committee is to be determined by the Committee.</p> <p>(c) The office holders of the Association are:</p> <ul style="list-style-type: none"> (i) the Chairperson (ii) the Deputy – Chairperson (iii) the Secretary <p>(d) A Committee Member must be;</p> <ul style="list-style-type: none"> (i) a natural person; (ii) over 18 years in age; and (iii) a Member. <p>(e) No person shall be entitled to hold more than one of the positions set out in rule 1.35(c) at any time.</p> <p>(f) No person shall be entitle to hold a position on the Committee if the person has been convicted of, or imprisoned in the previous five years for:</p> <ul style="list-style-type: none"> (i) An indictable offence in relation to the promotion, formation or management of a body corporate; 	7.2, 7.3	<p>Composition of board</p> <p>(a) The directors consist of:</p> <ul style="list-style-type: none"> (i) the office holders of the Association; and (ii) at least three ordinary directors. <p>(b) The board must consist of at least five elected directors and not more than four appointed directors.</p> <p>(c) The office holders of the Association are the:</p> <ul style="list-style-type: none"> (i) chairperson; and (ii) deputy chairperson. <p>Eligibility requirements for directors</p> <p>(a) A person may be a director if the person is:</p> <ul style="list-style-type: none"> (i) an individual who has reached 18 years of age; (ii) a member of the Association; and (iii) not restricted from being a director under rule 1.35(c). <p>(b) A person must not hold more than one of the offices mentioned in rule 1.35(c) at the same time.</p> <p>(c) A person is not entitled to be a director if that person:</p> <ul style="list-style-type: none"> (i) subject to rule 0(d) has held a position as a director for six consecutive years until that person does not hold a position as a director for

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>(ii) An offence involving fraud or dishonesty punishable by imprisonment for a period of not less than three months</p> <p>(iii) An offence under Part 4 Division 3 or section 127 of the Act</p> <p style="padding-left: 40px;">Unless the person has obtained the consent of the Commissioner.</p> <p>(g) No person shall be entitled to hold a position on the Committee if the person is, according to the Interpretation Act section 13D, a bankrupt or a person whose affairs are under insolvency laws unless the person has obtained the consent of the Commissioner.</p> <p>(h) A person shall not be eligible for appointment as a Director if they hold the position of Club President with a member club and or association.</p> <p>(i) If a person holding a Disqualifying Position as above, is appointed as a Director then that person must resign from the Disqualifying Position within seven (7) days, otherwise the appointment of the person as a Director is void.</p>		<p>at least two years after the end of the six consecutive years as a director;</p> <p>(ii) is a bankrupt or person whose affairs are under insolvency laws according to section 13D of the Interpretation Act 1984 (WA); or</p> <p>(iii) has been convicted within or outside Western Australia, of an:</p> <p style="padding-left: 40px;">(A) indictable offence in relation to the promotion, formation or management of a body corporate;</p> <p style="padding-left: 40px;">(B) offence involving fraud or dishonesty punishable by imprisonment for a period of not less than three months; or</p> <p style="padding-left: 40px;">(C) offence under Part 4 Division 3 or section 127 of the Act,</p> <p>and their application to become a director falls within the period of five years from the time of that person's conviction, or if the conviction results in a term of imprisonment, from the time of that person's release from custody, except with the leave of the Commissioner.</p> <p>(d) The chief executive officer or general manager is entitled to hold the position of CEO for as many years as that person is employed by the Association in the role of chief executive officer or general manager.</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
11.1	<p>Obligations of the Committee</p> <p>The Committee must take all reasonable steps to ensure the Association complies with its obligations under the Act and these Rules.</p>		See rule 7.1
11.2	<p>Responsibilities of Committee Members</p> <p>(a) A Committee Member must exercise his or her powers and discharge his or her duties with a degree of care and diligence that a reasonable person would exercise in the circumstances</p> <p>(b) A Committee Member must exercise his or her powers and discharge his or her duties in good faith in the best interests of the Association and for a proper purpose</p> <p>(c) A Committee Member or former Committee Member must not improperly use information obtained because he or she is a Committee member to:</p> <p>(i) gain an advantage for himself or herself or another person; or</p> <p>(ii) cause detriment to the Association</p> <p>(d) A Committee Member or former Committee Member must not improperly use his or her position to:</p> <p>(i) gain an advantage for himself or herself or another person; or</p> <p>(ii) cause detriment to the Association</p> <p>(e) A Committee Member having any material personal interest in a matter being considered at a Committee Meeting must:</p>	7.4, 8.11, 9.4	<p>Directors' role</p> <p>A director:</p> <p>(a) must exercise their powers and discharge their duties:</p> <p>(i) with a degree of care and diligence that a reasonable person would exercise it that person:</p> <p>(A) were an officer of the Association in the Association's circumstances; and</p> <p>(B) occupied the office held by, and had the same responsibilities within the Association as, the officer;</p> <p>(ii) in good faith in the best interests of the Association; and</p> <p>(iii) for a proper purpose;</p> <p>(b) must not improperly use their position to:</p> <p>(i) gain an advantage for the officer or another person; or</p> <p>(ii) cause detriment to the Association; and</p> <p>(c) who obtains information because they are, or have been, a director of an office holder must not improperly use the information to:</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<ul style="list-style-type: none"> (i) as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee; (ii) disclose the nature and extent of the interest at the next General Meeting of the Association; and (iii) must not be present while the matter is being considered at the Committee Meeting or vote on the matter. <p>(f) Rule 1.37(e) does not apply in respect of a material personal interest that:</p> <ul style="list-style-type: none"> (i) exists only because the Committee Member belongs to a class of persons for whose benefit the Association is established; or (ii) that the Committee Member has in common with all, or a substantial proportion of, the members of the Association. <p>(g) The Secretary must record every disclosure made by a Committee Member under rule 1.37(e) in the minutes of the Committee Meeting at which the disclosure is made.</p> <p>(h) No committee Member shall make any public statement or comment or cause to be published any words or article concerning the conduct of the Association unless the person is authorised by the Committee to do so and such authority is recorded in the minutes of the Committee Meeting.</p>		<ul style="list-style-type: none"> (i) gain an advantage for the person or another person; or (ii) cause detriment to the Association. <p>Directors must not publish statements about the Association's business</p> <p>(a) A director must not publish, or cause to be published, any statement about the business conducted by the Association at a general meeting or board meeting unless:</p> <ul style="list-style-type: none"> (i) the director has been authorised to do so at a board meeting; and (ii) the authority given to the director has been recorded in the minutes of the board meeting at which it was given. <p>Material personal interests of Directors</p> <p>(a) A director who has a material personal interest in a matter being considered at a board meeting must:</p> <ul style="list-style-type: none"> (i) as soon as they become aware of that interest, disclose the nature and extent of their interest to the board; and (ii) disclose the nature and extent of the interest at the next general meeting. <p>(b) Rule 1.39(a) does not apply in respect of a material personal interest that:</p> <ul style="list-style-type: none"> (i) exists only because the member is: <ul style="list-style-type: none"> (A) an employee of the Association; or

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			<p>(B) a member of a class of persons for whose benefit the Association is established; or</p> <p>(ii) the member has in common with all, or a substantial proportion of, the members of the Association.</p> <p>(c) A director who has a material personal interest in a matter being considered at a board meeting must not:</p> <p>(i) be present while the matter is being considered at the meeting; or</p> <p>(ii) vote on the matter.</p> <p>(d) The board must record every disclosure made by a director of a material personal interest in the minutes of the board meeting at which the disclosure is made.</p>
11.3	<p>Chairperson</p> <p>The Chairperson will be elected by the Committee at the earliest possible convenience, normally, the first Board meeting following the Annual General Meeting.</p> <p>The Chairperson:</p> <p>(a) Must consult with the Secretary regarding the business to be conducted at each Committee Meeting and each General Meeting;</p> <p>(b) May convene special meetings of the Committee under rule 1.81;</p> <p>(c) May preside over Committee Meetings under rule 1.64;</p> <p>(d) May preside over General Meetings under rule 1.78; and</p>	7.5, 8.9	<p>Chairperson's role</p> <p>(a) It is the duty of the chairperson to consult with the CEO regarding the business to be conducted at each board meeting and general meeting.</p> <p>(b) The chairperson has the powers and duties relating to convening and presiding at board meetings and presiding at general meetings provided for in this constitution.</p> <p>(c) The deputy chairperson will fill the role of the chairperson in the absence of the chairperson.</p> <p>Election of chairperson and deputy chairperson</p> <p>(a) If the office of chairperson or deputy chairperson becomes vacant, the board must elect a director to fill each vacancy, and the elected chairperson and deputy</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>(e) Must ensure that the minutes of a General Meeting or Committee Meeting are reviewed and signed as correct under rule 1.90(b).</p>		<p>chairperson will each hold office for the balance of their respective current term as a director.</p> <p>(b) The process for the election of the chairperson and deputy chairperson will be determined by the board.</p> <p>(c) The chairperson may resign as chairperson (but not as director) by giving notice in writing to the CEO.</p> <p>(d) The deputy chairperson may resign as deputy chairperson (but not as director) by giving notice in writing to the chairperson.</p> <p>(e) The chairperson or deputy chairperson may be removed as chairperson by a written resolution of a majority of the directors.</p>
11.4	<p>Deputy Chairperson</p> <p>(a) The Deputy Chairperson will be elected by the Committee at the earliest possible convenience, normally, the first Board meeting following the Annual General Meeting.</p> <p>(b) The Deputy Chairperson will fill the role of the Chairperson in the absence of the Chairperson.</p>		See 7.5 and 8.9
11.5	<p>Secretary Refer to Rule 31.2</p>		N/A
11.6	<p>Record of Office Holders</p> <p>(a) The Secretary or a person authorised by the Committee from time to time must maintain a record of office holders.</p> <p>(b) The record of office holders must include:</p>	13.5	<p>Record of office holders</p> <p>(a) The Association must maintain a record of the names and addresses of the persons:</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<ul style="list-style-type: none"> (i) the full name of each office holder; (ii) the office held and the dates of appointment and (if applicable) cessation of the appointment; and (iii) a current contact postal, residential or email address of each office holder. <p>(c) The record of office holders must be kept and maintained at the Secretary's place of residence, or at such other place as the Committee decides.</p>		<ul style="list-style-type: none"> (i) who are members of the board; or hold other offices of the Association provided for by its constitution; (ii) authorised to use the common seal of the association (if it has a common seal); and (iii) who are appointed or act as a trustee on behalf of the Association. <p>(b) The record in rule 1.44(a) must be kept in the CEO's custody or under the CEO's control.</p>
11.7	<p>Inspecting the Record of Office Holders</p> <ul style="list-style-type: none"> (a) Any Member is able to inspect the record of office holders free of charge, at such time and place as is mutually convenient to the Association and the Member. (b) The Member may make a copy of details from the record of office holders but has no right to remove the record for that purpose. 		
12.1	<p>Appointment to the Committee</p> <p>Committee members are appointed to the Committee by</p> <ul style="list-style-type: none"> (a) Election at an AGM; or (b) Appointed under rule 1.49. 	8.1	<p>How members become directors</p> <p>A member becomes a director if the member is:</p> <ul style="list-style-type: none"> (a) elected to the board at an annual general meeting; or (b) appointed to the board by the board under rule 1.55(a).
12.2	<p>Nominating for Membership of the Committee</p> <p>Except for nominees under sub-rule 1.49, a person is not eligible for election to the Board unless a Member has nominated them for election by delivering notice in writing and</p>	8.2	<p>Nomination of directors</p> <ul style="list-style-type: none"> (a) At least 28 days before an annual general meeting, the CEO must send written notice to all the members: <ul style="list-style-type: none"> (i) calling for nominations for election to the board; and

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>undertaking the nomination process, as defined by Water Polo WA Inc. The prescribed form must be signed by:</p> <p>(a) The nominator; and</p> <p>(b) The nominee to signify their willingness to stand for election,</p> <p>This form must be returned to the Secretary no less than 14 days before the day on which the Annual General Meeting concerned is to be held, and must be listed on the agenda. After that deadline passes the Secretary shall provide all nomination documents to the Nominations Committee. The Secretary shall, not less than seven (7) days prior to the Annual General Meeting at which the election shall take place, give notice to all Voting Members of the names of all the nominated candidates and the Committee's recommendations.</p>		<p>(ii) stating the date by which nominations must be received by the CEO to comply with rule 1.48(b).</p> <p>(b) A member who wishes to be considered for election to the board at the annual general meeting must nominate for election by sending written notice of the nomination to the CEO at least 14 days before the annual general meeting.</p> <p>(c) The written notice must include a statement by another member in support of the nomination.</p> <p>(d) A member whose nomination does not comply with this rule is not eligible for election to the board unless the member is nominated under rule 1.49(a)(ii).</p>
12.3	<p>Electing Committee Members</p> <p>If the number of nominations received are equal to or less than the number of vacancies to be filled, the persons nominated shall be deemed elected. The Chairperson shall declare this at the Annual General Meeting concerned.</p> <p>If vacancies remain on the Board after the declaration under rule 1.50, additional nominations of Board members may be accepted from the floor of the Annual General Meeting.</p> <p>If such nominations from the floor do not exceed the number of vacancies the Chairperson must declare those persons to be duly elected as members of the Board.</p> <p>Where the number of nominations from the floor exceeds the remaining number of vacancies on the Board, elections for those positions must be conducted. Refer rule 1.50.</p>	8.3	<p>Election of ordinary directors</p> <p>(a) If the number of members nominating for the position of director is not greater than the number to be elected, the chairperson of the meeting:</p> <p>(i) must declare each of those members to be elected to the position; and</p> <p>(ii) may call for further nominations from the ordinary members at the meeting to fill any positions remaining unfilled after the elections under rule 1.49(a)(i).</p> <p>(b) If:</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>If a vacancy remains on the Board after the application of rule 1.50, or when a casual vacancy within the meaning of rule Error! Reference source not found. occurs in the membership of the Board:</p> <p>(a) The Board may appoint a Member to fill that vacancy; and</p> <p>(b) A Member appointed under this sub-rule will hold office until the conclusion of the Annual General Meeting at which the term of the previous Board member would have expired.</p> <p>(c) The Board may at its discretion, in addition to the elected Board members, appoint up to two additional members to the Board where it is deemed essential to seek additional skill sets for the Board.</p> <p>(i) the term of any such person will expire at the next Annual General Meeting or for a limited term as determined by the Board. Such appointed Board members shall have a deliberative vote.</p>		<p>(i) the number of members nominating for the position of director is greater than the number to be elected; or</p> <p>(ii) the number of members nominating under rule 1.49(a)(ii) is greater than the number of positions remaining unfilled,</p> <p>the ordinary members at the meeting must vote in accordance with procedures set out in rule 1.51 to decide the members who are to be elected to the position of director.</p>
12.4	<p>Voting in Elections for Membership of the Committee</p> <p>(a) Subject to rule 1.12(b), each Member present and eligible to vote at the AGM may vote for one candidate for each vacant position on the Committee.</p> <p>(b) A Member who nominates for election or re-election may vote for himself or herself.</p> <p>(c) Voting for Board member positions shall be on the preferential method, as defined by the West Australian Electoral Commission, with the first choice given one vote, the second two votes and so on until all nominees</p>	8.4	<p>Voting procedures</p> <p>Voting for the election of a position as an director shall be by ballot unless there are more than two candidates for any one position, in which case, the preferential voting system defined by the Western Australian Electoral Commission will be used.</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>have been collected. Those nominees required to fill the vacancies, with the lowest totals shall be elected. In the case of an equality of votes, a second vote is to take place for the tied positions only, not including the newly elected members.</p>		
12.5	<p>Term of Office of Committee Members</p> <p>(a) Subject to rule 1.53(a), a Committee Member’s term will commence on the date of his or her:</p> <ul style="list-style-type: none"> (i) election at an AGM; or (ii) appointment to fill a casual vacancy that arises under rule Error! Reference source not found.. <p>(b) All retiring Committee Members are eligible, on nomination under rule 1.48, and subject to rule 1.53(c) for re-election at the conclusion of their elected term;</p> <p>(c) Board members reaching 6 consecutive years, under rule 1.53, shall not be permitted to nominate for an elected Board position or be in an appointed Board position for a two (2) year period from the end of the six (6) year consecutive Board role.</p> <p>(d) The Committee Members appointed to the Association will hold office until the next AGM of the Association and will be eligible for election.</p>	8.5	<p>Term of office</p> <p>(a) The term of office of a director begins when that member is:</p> <ul style="list-style-type: none"> (i) elected at an annual general meeting or under rule 1.57(c)(ii); or (ii) appointed under rule 1.55(a). <p>(b) Subject to rule 0, an elected director holds office until the positions on the board are declared vacant at the annual general meeting two years after the director was elected.</p> <p>(c) A person who held a position as a director prior to that position being declared vacant at an annual general meeting may be re-elected at that meeting, subject to that person being eligible to become a director under rule 0.</p> <p>(d) An appointed director holds office until the second annual general meeting after the director was appointed.</p>
13.1	<p>Vacant Positions on the Committee</p> <p>A casual vacancy occurs in the office of a Board member and that office becomes vacant if the Board member:</p>	8.8	<p>Appointment of directors</p> <p>(a) The board may appoint up to four members (who must be eligible to become a director under rule 0) to fill a position on the board:</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<ul style="list-style-type: none"> (a) Dies; (b) Is convicted of an offence under the Act; (c) Holds any office of employment with the Association; (d) Is absent from more than: <ul style="list-style-type: none"> (i) three consecutive Board meetings; or (ii) three Board meetings in the same financial year without tendering an apology to the person presiding at each of those Board meetings; <ul style="list-style-type: none"> of which meetings the member received notice, and the Board has resolved to declare the office vacant; (e) Is directly or indirectly interested in any contract or proposed contract with the Association and fails to declare the nature of his interest; Refer rule 0. (f) Ceases to be a member of the Association; or (g) Is the subject of a resolution passed by a General Meeting of Members terminating their appointment as a Board member. 		<ul style="list-style-type: none"> (i) if the board considers that the proposed appointee has skills or experience that means that person would make a valuable contribution to the board; (ii) that has become vacant under rule 0; or (iii) that was not filled by election at the most recent annual general meeting or under rule 1.57(c)(ii). (b) Subject to the requirement for a quorum under rule 0, the board may continue to act despite any vacancy in its membership. (c) If there are fewer directors than required for a quorum under rule 0, the board may act only for the purpose of: <ul style="list-style-type: none"> (i) appointing directors under this rule; or (ii) convening a general meeting.
13.2	<p>Resigning from the Committee</p> <p>Resigns by notice in writing delivered to the Chairperson or, if the Board member is the Chairperson, to the GM and that resignation is accepted by resolution of the Board;</p>	8.6	<p>Resignation and removal from office</p> <ul style="list-style-type: none"> (a) A director may resign from the board by written notice given to the CEO or, if the resigning member is the CEO, given to the chairperson. (b) The resignation takes effect: <ul style="list-style-type: none"> (i) when the notice is received by the CEO or chairperson; or

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			<ul style="list-style-type: none"> (ii) if a later time is stated in the notice, at the later time. (c) At a general meeting, the Association may by resolution: <ul style="list-style-type: none"> (i) remove a director from office; and (ii) elect a member who is eligible under rule 0 to fill the vacant position. (d) A director who is the subject of a proposed resolution under rule 1.57(c)(i) may make written representations (of a reasonable length) to the CEO or chairperson and may ask that the representations be provided to the members. (e) The CEO or chairperson may give a copy of the representations to each member or, if they are not so given, the director may require them to be read out at the general meeting at which the resolution is to be considered.
13.3	<p>Removal from Committee</p> <p>The Association may by Special Resolution remove any Board member before the expiration of their period of office, and may by Ordinary Resolution appoint another eligible person, provided that the person so appointed shall hold office until the conclusion of the Annual General Meeting at which the term of the previous Board member would have expired.</p>		See 8.6(c) – 8.6(e)
		8.7	<p>When membership of board ceases</p> <p>A person ceases to be a director if that person:</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			<ul style="list-style-type: none"> (a) dies or otherwise ceases to be a member; (b) resigns from the board or is removed from office under rule 1.57; (c) becomes ineligible to accept an appointment or act as a director under section 39 of the Act; (d) becomes permanently unable to act as a director because of a mental or physical disability; or (e) fails to attend 3 consecutive board meetings, of which the person has been given notice, without having notified the board that the person will be unable to attend.
14.1	<p>Meetings of the Committee</p> <p>The Board must meet together at least eight times per year.</p>	9.1	<p>Board meetings</p> <ul style="list-style-type: none"> (a) The board must meet at least eight times in each year on the dates and at the times and places determined by the board. (b) Special board meetings may be convened by the chairperson or any four directors.
14.2	<p>Notice of Committee Meetings</p> <p>Subject to these rules, the agenda to be followed at a Board meeting must be distributed to the Board members prior to the Board meeting.</p>	9.2	<p>Notice of board meetings</p> <ul style="list-style-type: none"> (a) Notice of each board meeting must be given to each director at least 48 hours before the time of the meeting. (b) The notice must state the date, time and place of the meeting and must describe the general nature of the business to be conducted at the meeting.

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			<p>(c) Unless subrule 1.63(d) applies, the only business that may be conducted at the meeting is the business described in the notice.</p> <p>(d) Urgent business that has not been described in the notice may be conducted at the meeting if the directors at the meeting unanimously agree to treat that business as urgent.</p>
14.3	<p>Chairing at Committee Meetings</p> <p>(a) Subject to this rule, the Chairperson must preside at all General Meetings and Board meetings.</p> <p>(b) In the event of the absence from a General Meeting of the Chairperson, the Deputy Chairperson shall preside at that General Meeting.</p> <p>(c) In the event that both the Chairperson and the Deputy Chairperson are absent or unwilling to act, the remaining Board members must choose one of their number to preside as chairperson at the Board Meeting.</p>		
14.4	<p>Procedure of the Committee Meetings</p> <p>(a) The quorum for a Committee Meeting is specified at rule 0. The committee cannot conduct business unless a quorum is present.</p> <p>(b) In the event of a casual vacancy or vacancies in the office of a Board member or Board members, the remaining Board members may act. If the number of remaining Board members is not sufficient to constitute a quorum at a meeting of the Board, they may act only for</p>	9.3	<p>Procedure and order of business</p> <p>(a) The chairperson or, in the chairperson's absence, the deputy chairperson, must preside as chairperson of each board meeting.</p> <p>(b) If the chairperson and deputy chairperson are absent or are unwilling to act as chairperson of a meeting, the directors at the meeting must choose one of them to act as chairperson of the meeting.</p> <p>(c) The procedure to be followed at a board meeting may be determined from time to time by the board.</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>the purpose of increasing the number of Board members to a number sufficient to constitute a quorum.</p>		<p>(d) The order of business at a board meeting may be determined by the directors at the meeting.</p> <p>(e) A member or other person who is not a director may attend a board meeting if invited to do so by the board.</p> <p>(f) A person invited under rule 1.65(e) to attend a board meeting:</p> <ul style="list-style-type: none"> (i) has no right to any agenda, minutes or other document circulated at the meeting; (ii) must not comment about any matter discussed at the meeting unless invited by the board to do so; and (iii) cannot vote on any matter that is to be decided at the meeting.
		9.5	<p>Use of technology to be present at board meetings</p> <p>(a) Directors may attend a board meeting:</p> <ul style="list-style-type: none"> (i) in person; or (ii) in any other manner which allows them to be in simultaneous contact with the other directors attending that board meeting, including by telephone, video or other means of instantaneous communication. <p>(b) A director who participates in a board meeting as allowed under rule 1.66(a) is taken to be present at the meeting and, if the member votes at the meeting, the member is taken to have voted in person.</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
14.5	<p>Voting at Committee Meetings</p> <p>(a) Each Board member has a deliberative vote, including appointed Board members.</p> <p>(b) A question arising at a Board meeting must be decided by a majority of votes, but, if there is no majority, the Chairperson at the Board meeting will have a casting vote in addition to their deliberative vote.</p>	9.7, 9.8	<p>Voting at board meetings</p> <p>(a) Each director present at a board meeting has one vote on any question arising at the meeting.</p> <p>(b) A motion is carried if a majority of the directors present at the board meeting vote in favour of the motion.</p> <p>(c) If the votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.</p> <p>(d) A vote may take place by the directors present indicating their agreement or disagreement or by a show of hands, unless the board decides that a secret ballot is needed to determine a particular question.</p> <p>(e) If a secret ballot is needed, the chairperson of the meeting must decide how the ballot is to be conducted.</p> <p>Circulating resolutions</p> <p>(a) The directors may pass a resolution without a directors' meeting being held if notice in writing (including by email) of the resolution is given to all directors and a majority of the directors entitled to vote on the resolution (not being less than the number required for a quorum at a meeting of directors) sign a document containing a statement that they are in favour of the resolution set out in the document.</p> <p>(b) A document produced by electronic means under the name of a director with the director's authority is taken to be a document signed by the director for the purposes of rule 0(a) and is taken to be signed when received by the CEO or chairperson.</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			(c) The resolution is passed when the last director signs.
14.6	Subject to these rules, the agenda to be followed at a Board meeting must be distributed to the Board members prior to the Board meeting.		
14.7	<p>As required under sections 21 and 22 of the Act, a Board member having any direct or indirect pecuniary interest in a contract, or proposed contract, made by, or in the contemplation of, the Board (except if that pecuniary interest exists only by virtue of the fact that the member of the Board is a member of a class of persons for whose benefit the Association is established), must:</p> <p>(a) As soon as he becomes aware of that interest, disclose the nature and extent of their interest to the Board; and</p> <p>(b) Not take part in any deliberations or decision of the Board with respect to that contract.</p>		
14.8	The GM must cause every disclosure made under rule 1.67(a) by a member of the Board to be recorded in the minutes of the meeting of the Board at which it is made.		
15	<p>REMUNERATION OF COMMITTEE MEMBERS</p> <p>(a) The Association may pay a Committee Member's travelling and other expenses as properly incurred:</p> <p>(i) in attending Committee Meetings or sub-committee meetings;</p> <p>(ii) in attending any General Meetings of the Association; and</p> <p>(iii) in connection with the Association's business.</p>		

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	(b) Committee Members must not receive any remuneration for their services as Committee Members other than as described at rule 1.67(a) .		
16.1	<p>Appointment of Sub-Committees</p> <p>The Board may delegate, in writing, to any sub-committees, the duties and functions, and with such powers, as the Board determines, other than:</p> <p>(a) This power of delegation; and</p> <p>(b) A function imposed on the Board by the Act, any other law or this Constitution</p>	10.1	<p>Subcommittees and subsidiary offices</p> <p>(a) To help the committee in the conduct of the Association’s business, the committee may, in writing, do either or both of the following:</p> <p>(i) appoint one or more subcommittees; or</p> <p>(ii) create one or more subsidiary offices and appoint people to those offices.</p> <p>(b) A subcommittee may consist of the number of people, whether or not members, that the committee considers appropriate.</p> <p>(c) A person may be appointed to a subsidiary office whether or not the person is a member.</p> <p>(d) Subject to any directions given by the board:</p> <p>(i) a subcommittee may meet and conduct business as it considers appropriate; and</p> <p>(ii) the holder of a subsidiary office may carry out the functions given to the holder as the holder considers appropriate.</p>
16.2	<p>Delegation by Committee to Sub-Committee</p> <p>Any delegation under rule 1.68 will be subject to those conditions and limitations within the delegation. The Board may continue to exercise any function delegated.</p>	10.2	<p>Delegation to subcommittees and holders of subsidiary offices</p> <p>(a) In this rule 10.2, non-delegable duty means a duty imposed on the board by the Act or another written law.</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>The Board may, in writing, revoke wholly or in part any delegation under sub-rule 1.68.</p>		<p>(b) The board may, in writing, delegate to a subcommittee or the holder of a subsidiary office the exercise of any power or the performance of any duty of the board other than:</p> <ul style="list-style-type: none"> (i) the power to delegate; and (ii) a non-delegable duty. <p>(c) A power or duty, the exercise or performance of which has been delegated to a subcommittee or the holder of a subsidiary office under this rule, may be exercised or performed by the subcommittee or holder in accordance with the terms of the delegation.</p> <p>(d) The delegation may be made subject to any conditions, qualifications, limitations or exceptions that the board specifies in the document by which the delegation is made.</p> <p>(e) The delegation does not prevent the board from exercising or performing at any time the power or duty delegated.</p> <p>(f) Any act or thing done by a subcommittee or by the holder of a subsidiary office, under the delegation has the same force and effect as if it had been done by the board.</p> <p>The board may, in writing, amend or revoke the delegation.</p>
16.3	<p>WPAL Delegate</p> <p>The Board shall elect from amongst its members at the first Board Meeting after the Annual General Meeting a delegate to WPAL. In the event that the Delegate so elected is unable to attend a conference of the WPAL, the Board shall elect a proxy</p>		

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>delegate for that conference, also from amongst its own members.</p> <p>The delegate to the WPAL shall represent the Association at the conferences of the WPAL and shall convey the views of the Association as determined by the Board at such conferences and on other WPAL matters which arise from time to time.</p>		
		8.10	<p>Validity of acts</p> <p>The acts of a board or subcommittee, or of a director or member of a subcommittee, are valid despite any defect that may afterwards be discovered in the election, appointment or qualification of a director or member of a subcommittee.</p>
17.1	<p>Procedure for General Meetings</p> <p>(a) General Meetings may take place:</p> <ul style="list-style-type: none"> (i) where the Members are physically present together; or (ii) where the Members are able to communicate by using any technology that reasonably allows the Member to participate fully in discussions as they happen in the General Meeting and in making any decisions, provided that the participation of the Member in the General Meeting must be made known to all other Members. <p>(b) A Member who participates in a meeting as set out in rule 1.74(a)(ii):</p> <ul style="list-style-type: none"> (i) is deemed to be present at the General Meeting; and 	11.5	<p>Use of technology to be present at general meetings</p> <p>(a) Members may attend a general meeting:</p> <ul style="list-style-type: none"> (i) in person; or (ii) in any other manner which allows them to be in simultaneous contact with the other members attending that general meeting, including by telephone, video or other means of instantaneous communication. <p>(b) A member who participates in a board meeting as allowed under rule 1.74(a) is taken to be present at the meeting and, if the member votes at the meeting, the member is taken to have voted in person.</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>(ii) continues to be present at the meeting for the purposes of establishing a quorum,</p> <p>until the Member notifies the other Members that he or she is no longer taking part in the General Meeting.</p>		
17.2	<p>Quorum for General Meetings</p> <p>(a) The quorum for a General Meeting is specified at rule 0.</p> <p>(b) Subject to rules 1.75(c) and 1.75(d), no business is to be conducted at a General Meeting unless a quorum of Members entitled to vote under these rules is present at the time when the meeting is considering that item.</p> <p>(c) If within 30 minutes after the time specified for the holding of a General Meeting in a notice given under rule 1.81 or 1.82</p> <p>(i) as a result of a request or notice referred to in sub-rule 1.81 (d) or as a result of action taken under rule 1.76 a quorum is not present, the General Meeting lapses; or</p> <p>(ii) otherwise than as a result of a request, notice or action referred to in paragraph (i), the General Meeting stands adjourned to the following week.</p> <p>(d) If within 30 minutes of the time appointed by sub-rule 1.75(c)(ii) for the resumption of an adjourned General Meeting a quorum is not present, the Members who are present in person or by proxy may proceed with the business of that General Meeting as if a quorum were present.</p> <p>(e) The Chairperson may, with the consent of Members at a General Meeting at which a quorum is present, and</p>		

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>must, if so directed by such a General Meeting, adjourn that General Meeting from time to time and from place to place.</p> <p>(f) There must not be transacted at an adjourned General Meeting any business other than business left unfinished or on the agenda at the time when the General Meeting was adjourned.</p> <p>(g) When a General Meeting is adjourned for a period of 30 days or more, the GM must give notice under rule Error! Reference source not found. of the adjourned General Meeting as if that General Meeting were a fresh General Meeting.</p>		
17.3	<p>Notice of General Meetings and Motions</p> <p>(a) Subject to Rule 1.83, the GM must give to all Members not less than 14 days notice of a General Meeting and that notice must specify:</p> <p>(b) When and where the General Meeting concerned is to be held; and</p> <p>(c) Particulars of the business to be transacted at the General Meeting concerned and of the order in which that business is to be transacted.</p> <p>(d) Must, after receiving a notice under rule 1.8(b) convene a General Meeting, no later than the next Annual General Meeting, at which the appeal referred to in the notice will be dealt with. Failing that, the applicant is entitled to address the Association at that next Annual General Meeting in relation to the Board's rejection of</p>	11.3	<p>Notice of general meetings</p> <p>(a) The CEO or, in the case of a special general meeting convened under rule 1.84(e), the members convening the meeting, must give to each member:</p> <p>(i) at least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or</p> <p>(ii) at least 14 days' notice of a general meeting in any other case.</p> <p>(b) The notice must:</p> <p>(i) specify the date, time and place of the meeting;</p> <p>(ii) indicate the general nature of each item of business to be considered at the meeting;</p> <p>(iii) if the meeting is the annual general meeting, include the names of the members who have</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	their application and the Association at that meeting must confirm or set aside the decision of the Board.		nominated for election to the board under rule 1.48(b); and (iv) if a special resolution is proposed: (A) set out the wording of the proposed resolution as required by section 51(4) of the Act; and (B) state that the resolution is intended to be proposed as a special resolution.
17.4	<p>Presiding Member</p> <p>(a) The Chairperson or, in the Chairperson's absence, the Deputy- Chairperson is to preside as chairperson of each General Meeting.</p> <p>(b) If the Chairperson and the Deputy-Chairperson are absent or unwilling to act, the remaining Committee Members must choose one of their number to preside as chairperson at the General Meeting.</p>	11.6	<p>Chairperson for general meetings</p> <p>(a) The chairperson or, in the chairperson's absence, the deputy chairperson must preside as chairperson of each general meeting.</p> <p>(b) If the chairperson and deputy chairperson are absent or are unwilling to act as chairperson of a general meeting, the directors at the meeting must choose one of them to act as chairperson of the meeting.</p>
17.5	<p>Adjournment of General Meetings</p> <p>(a) The person presiding over a General Meeting, at which a quorum is present, may adjourn the meetings from time to time and place to place with the consent of a majority of Members present at the meeting.</p> <p>(b) No business is to be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.</p> <p>(c) When a General Meeting is adjourned for 14 days or more, the Secretary must give notice of the adjourned</p>	11.8	<p>Adjournment of general meeting</p> <p>(a) The chairperson of a general meeting at which a quorum is present may, with the consent of a majority of the ordinary members present at the meeting, adjourn the meeting to another time at the same place or at another place.</p> <p>(b) Without limiting rule 1.80(a), a meeting may be adjourned:</p> <p>(i) if there is insufficient time to deal with the business at hand; or</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	meeting in accordance with rules 1.2 and 1.74 as if that General Meeting was a new General Meeting.		<ul style="list-style-type: none"> (ii) to give the members more time to consider an item of business. (c) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned. (d) Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 1.77.
18.1, 18.2, 18.3	<p>Special General Meeting</p> <ul style="list-style-type: none"> (a) The committee may at any time convene a Special General Meeting of the Association. (b) Receiving a request in writing to do so from not less than two Affiliated Clubs/Associations, convene a Special General Meeting for the purpose specified in that request within 28 days of receiving the written request. <p>Request for a Special General Meeting</p> <p>A request by the Members for a Special General Meeting must:</p> <ul style="list-style-type: none"> (a) State the purpose for which the Special General Meeting concerned is required; and (b) Sign that request. (c) Be lodged with the Secretary <p>Failure to Convene a Special General Meeting</p> <ul style="list-style-type: none"> (a) If a Special General Meeting is not convened within the relevant period of 28 days referred to in rule 1.81(b) the Members who made the request concerned may themselves convene a Special General Meeting within 3 	11.2	<p>Special general meetings</p> <ul style="list-style-type: none"> (a) The board may convene a special general meeting. (b) The board must convene a special general meeting if at least 51% of ordinary members require that a special general meeting be convened. (c) The members requiring a special general meeting to be convened must: <ul style="list-style-type: none"> (i) make the requirement by written notice given to the CEO; (ii) state in the notice the business to be considered at the meeting; and (iii) each sign the notice. (d) The special general meeting must be convened within 28 days after notice is given under rule 1.84(c)(i). (e) If the board does not convene a special general meeting within 28 days after notice is given under rule 1.84(c)(i), then the members who issued the notice may convene the special general meeting.

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>months after the original request was lodged as if the Members were the Committee.</p> <p>(b) When a Special General Meeting is convened under rule 1.81(a) the Association must pay the reasonable expenses of convening and holding the Special General Meeting.</p>		<p>(f) A special general meeting convened by members under rule 1.84(e):</p> <p>(i) must be held within 3 months after the date the original requirement was made; and</p> <p>(ii) may only consider the business stated in the notice by which the requirement was made.</p>
19.1	<p>Special Resolutions</p> <p>(a) A Special Resolution may be moved either at a Special General Meeting or at an Annual General Meeting where notice of the Special Resolution has been given under rule 1.85(c).</p> <p>(b) A Special Resolution of the Association is required to:</p> <p>(i) amend the name of the Association;</p> <p>(ii) amend the Rules, under rule 1.102;</p> <p>(iii) affiliate the Association with another body;</p> <p>(iv) transfer the incorporation of the Association;</p> <p>(v) amalgamate the Association with one or more other incorporated associations;</p> <p>(vi) voluntarily wind up the association;</p> <p>(vii) cancel incorporation; or</p> <p>(viii) request that a statutory manager be appointed.</p> <p>(c) Notice of a Special Resolution must:</p> <p>(i) be in writing;</p> <p>(ii) include the place, date and time of the meeting;</p>	11.10	<p>When special resolutions are required</p> <p>(a) A special resolution is required if it is proposed at a general meeting to:</p> <p>(i) affiliate the Association with another body; or</p> <p>(ii) request the Commissioner to apply to the State Administrative Tribunal under section 109 of the Act for the appointment of a statutory manager.</p> <p>(iii) alter its constitution, including changing the Association's name;</p> <p>(iv) decide to apply for registration or incorporation as a prescribed body corporate;</p> <p>(v) approve the terms of an amalgamation with one or more other incorporated associations;</p> <p>(vi) be wound up voluntarily or by the Supreme Court of Western Australia; or</p> <p>(vii) cancel its incorporation;</p> <p>(b) Rule 1.85(a) does not limit the matters in relation to which a special resolution may be proposed.</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<ul style="list-style-type: none"> (iii) give to all Members not less than 21 days notice of the meeting at which a Special Resolution is to be proposed; (iv) include the intention to propose a Special Resolution; (v) set out the wording of the proposed Special Resolution; and (vi) be given in accordance with rule 1.2. <p>(d) The GM must give a notice under sub-rule 1.85(c) by:</p> <ul style="list-style-type: none"> (i) serving it on a Member personally; or (ii) sending it by post to a Member at the address of the Member appearing in the register of Members kept and maintained under rule Error! Reference source not found.; or (iii) electronic methods, which may include, but not limited to email and facsimile. <p>(e) When a notice is sent by post under sub-rule 1.85(d)(ii) the sending of the notice will be deemed to be properly effected if the notice is sufficiently addressed and posted to the Member concerned by ordinary prepaid mail. Service of the notice is deemed to have been effected three days after posting.</p> <p>(f) When a notice is sent by electronic methods under sub-rule 1.85(d)(iii), the sending of the notice will be deemed to be properly effected upon receipt of a confirmation report confirming the electronic mail message was received at the electronic mail address to which it was sent.</p>		

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>(g) If notice is not given in accordance with rule 1.85(c), the Special Resolution will have no effect.</p> <p>(h) A Special Resolution must be passed at a General Meeting at which there is a quorum and be supported by the votes of not less than three- fourths of the Members present, in person or by proxy, and eligible to cast a vote at the meeting.</p>		
19.2	<p>Ordinary Resolutions</p> <p>Subject to these rules, a majority of votes will determine an Ordinary Resolution.</p>	11.11	<p>Determining whether resolution carried</p> <p>(a) In this rule 11.11, poll means the process of voting in relation to a matter that is conducted in writing.</p> <p>(b) Subject to rule 1.86(d), the chairperson of a general meeting may, on the basis of general agreement or disagreement or by a show of hands, declare that a resolution has been:</p> <ul style="list-style-type: none"> (i) carried; or (ii) carried unanimously; or (iii) carried by a particular majority; or (iv) lost. <p>(c) If the resolution is a special resolution, the declaration under rule 1.86(b) must identify the resolution as a special resolution.</p> <p>(d) If a poll is demanded on any question by the chairperson of the meeting or by at least three other ordinary members present, the:</p> <ul style="list-style-type: none"> (i) poll must be taken at the meeting in the manner determined by the chairperson;

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			<ul style="list-style-type: none"> (ii) chairperson must declare the determination of the resolution on the basis of the poll. (e) If a poll is demanded on the election of the chairperson or on a question of an adjournment, the poll must be taken immediately. (f) If a poll is demanded on any other question, the poll must be taken before the close of the meeting at a time determined by the chairperson. (g) A declaration under constitution 1.86(b) or 1.86(d) must be entered in the minutes of the meeting, and the entry is, without proof of the voting in relation to the resolution, evidence of how the resolution was determined.
19.3	<p>Voting at meetings</p> <ul style="list-style-type: none"> (a) Subject to these rules, each Delegate present in person or by proxy, at a General Meeting, is entitled to a deliberative vote on behalf of the Affiliated Club/Association. Refer rule 1.12. (b) Life Members, Individual members of Affiliated Clubs/Associations and Associate Members shall have no voting rights. 	11.9	<p>Voting at general meeting</p> <ul style="list-style-type: none"> (a) On any question arising at a general meeting each ordinary member has one vote unless, at the time of the general meeting, that member is also a Premiership Club, in which case, it will have three votes. (b) Ordinary members will be represented by their delegate at general meetings and each of those delegates will be entitled to vote at the general meeting on behalf of the ordinary member they represent (subject to any proxies that the relevant ordinary member appointed under rule 0). (c) Except in the case of a special resolution, a motion is carried if a majority of the ordinary members present at a general meeting vote in favour of the motion.

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			<ul style="list-style-type: none"> (d) If votes are divided equally on a question, the chairperson of the meeting has a second or casting vote. (e) If the question is whether or not to confirm the minutes of a previous general meeting, only members who were present at that meeting may vote. (f) For a person to be eligible to vote at a general meeting as an ordinary member, the ordinary member must have: <ul style="list-style-type: none"> (i) been an ordinary member at the time notice of the meeting was given under rule 1.77; and (ii) must have paid any fee or other money payable to the Association by the member.
19.4	<p>Proxies</p> <p>An Affiliated Club/Association (in this rule called "the appointing member") may appoint in writing another Delegate who is a natural person to be the proxy of the appointing member and to attend, and vote on behalf of the appointing member at, any General Meeting.</p>	11.4	<p>Proxies</p> <ul style="list-style-type: none"> (a) Subject to rule 0(b), an ordinary member may appoint an individual who is an ordinary member as his or her proxy to vote and speak on his or her behalf at a general meeting. (b) An ordinary member may be appointed the proxy for not more than one other member. (c) The appointment of a proxy must be in writing and signed by the member making the appointment. (d) The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf.

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			<ul style="list-style-type: none"> <li data-bbox="1294 231 2029 336">(e) If no instructions are given to the proxy, the proxy may vote on behalf of the member in any matter as the proxy sees fit. <li data-bbox="1294 359 2029 598">(f) If the committee has approved a form for the appointment of a proxy, the member may use that form or any other form — <ul style="list-style-type: none"> <li data-bbox="1370 480 2029 550">(i) that clearly identifies the person appointed as the member's proxy; and <li data-bbox="1370 566 1892 598">(ii) that has been signed by the member. <li data-bbox="1294 622 2029 901">(g) Notice of a general meeting given to an ordinary member under rule 1.77 must — <ul style="list-style-type: none"> <li data-bbox="1370 710 2029 815">(i) state that the member may appoint an individual who is an ordinary member as a proxy for the meeting; and <li data-bbox="1370 831 1989 901">(ii) include a copy of any form that the committee has approved for the appointment of a proxy. <li data-bbox="1294 917 2029 1023">(h) A form appointing a proxy must be given to the CEO before the commencement of the general meeting for which the proxy is appointed. <li data-bbox="1294 1038 2029 1182">(i) A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Association not later than 24 hours before the commencement of the meeting.
19.5	<p data-bbox="347 1214 1003 1246">Manner of Determining Whether Resolution Carried</p> <p data-bbox="347 1262 1064 1318">(a) A Special Resolution put to the vote will be decided in accordance with section 24 of the Act, and, if a Poll is</p>		See rule 11.11

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>demanded, in accordance with sub-rules 1.89(c) and 1.89(e).</p> <p>(b) A declaration by the Chairperson of a General Meeting that a resolution has been passed as an Ordinary Resolution at the meeting will be evidence of that fact unless, during the General Meeting at which the resolution is submitted, a Poll is demanded in accordance with sub-rule 1.89(c).</p> <p>(c) At a General Meeting, a Poll may be demanded by the Chairperson or by at least three Members present in person or by proxy and, if so demanded, must be taken in such manner as the Chairperson directs.</p> <p>(d) If a Poll is demanded and taken under sub-rule 1.89(c) in respect of an Ordinary Resolution, a declaration by the Chairperson of the result of the Poll is evidence of the matter so declared.</p> <p>(e) A Poll demanded under sub-rule 1.89(c) must be taken immediately on that demand being made.</p>		
20.1	<p>Minutes of Meetings of the Association</p> <p>(a) The GM must record proper minutes of all proceedings of all General Meetings and Board meetings within 30 days after the holding of each General Meeting or Board meeting.</p> <p>(b) The Chairperson must ensure that the minutes taken of a General Meeting or Board meeting under sub-rule 1.90(a) are checked and signed as correct by the Chairperson of the General Meeting or Board meeting to which those minutes relate or by the Chairperson of the</p>	9.8, 11.12	<p>Minutes of board meetings</p> <p>(a) The board must ensure that minutes are taken and kept of each board meeting.</p> <p>(b) The minutes must record the following:</p> <ul style="list-style-type: none"> (i) the names of the directors present at the meeting; (ii) the name of any person attending the meeting under rule 1.65(e); (iii) the business considered at the meeting; and

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>next succeeding General Meeting or Board meeting, as the case requires.</p> <p>(c) When minutes have been recorded and signed as correct under this rule, they are, until the contrary is proved, evidence that:</p> <p>(i) the General Meeting or Board meeting to which they relate (in this sub-rule called "the meeting") was duly convened and held;</p> <p>(ii) all proceedings recorded as having taken place at the meeting did in fact take place at the meeting; and</p> <p>(iii) all appointments or elections purporting to have been made at the meeting have been validly made.</p>		<p>(iv) any motion on which a vote is taken at the meeting and the result of the vote.</p> <p>(c) The chairperson must ensure that the minutes of a board meeting are reviewed and confirmed as correct by:</p> <p>(i) the chairperson of the meeting; or</p> <p>(ii) the chairperson of the next board meeting.</p> <p>(d) When the minutes of a board meeting have been confirmed as correct, they are, until the contrary is proved, evidence that:</p> <p>(i) the meeting to which the minutes relate was duly convened and held;</p> <p>(ii) the matters recorded as having taken place at the meeting took place as recorded; and</p> <p>(iii) any appointment purportedly made at the meeting was validly made.</p> <p>Minutes of general meeting</p> <p>(a) The CEO, or a person authorised by the board from time to time, must take and keep minutes of each general meeting.</p> <p>(b) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.</p> <p>(c) In addition, the minutes of each annual general meeting must record:</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			<ul style="list-style-type: none"> <li data-bbox="1375 233 2033 336">(i) the names of the ordinary members attending the meeting and the names of their delegates representing them at the meeting; <li data-bbox="1375 360 2033 496">(ii) the financial statements or financial report presented at the meeting, as referred to in constitution 1.100(b)(ii)(B) and 1.100(b)(ii)(C); and <li data-bbox="1375 520 2033 655">(iii) any report of the review or auditor's report on the financial statements or financial report presented at the meeting, as referred to in rule 1.100(b)(ii)(D). <li data-bbox="1301 679 2033 815">(d) The chairperson must ensure that the minutes of a general meeting are reviewed and confirmed as correct by the chairperson of the meeting or of the next general meeting. <li data-bbox="1301 839 2033 1206">(e) When the minutes of a general meeting have been confirmed as correct they are, in the absence of evidence to the contrary, taken to be proof that: <ul style="list-style-type: none"> <li data-bbox="1375 967 2033 1031">(i) the meeting to which the minutes relate was duly convened and held; <li data-bbox="1375 1054 2033 1118">(ii) the matters recorded as having taken place at the meeting took place as recorded; and <li data-bbox="1375 1142 2033 1206">(iii) any election or appointment purportedly made at the meeting was validly made.

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
21.1	<p>Control of Funds</p> <p>(a) The funds of the Association must be kept in an account in the name of the Association in a financial institution determined by the Committee.</p> <p>(b) The funds of the Association are to be used in pursuance of the objects of the Association.</p> <p>(c) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments of the Association must be signed by:</p> <p style="padding-left: 40px;">(i) any two persons authorised by the Board</p> <p>(d) All expenditure above the maximum amount set by the Committee from time to time must be approved or ratified at a Committee Meeting.</p>	12.2	<p>Control of funds</p> <p>(a) The Association must open an account in the name of the Association with a financial institution from which all expenditure of the Association is paid from and into which all funds received by the Association are deposited.</p> <p>(b) Subject to any restrictions imposed at a general meeting, the board may approve expenditure on behalf of the Association.</p> <p>(c) The board may authorise the CEO to expend funds on behalf of the Association up to a specified limit without requiring approval from the board for each item on which the funds are expended.</p> <p>(d) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments of the Association must be signed by:</p> <p style="padding-left: 40px;">(i) two directors; or</p> <p style="padding-left: 40px;">(ii) one director and a person authorised by the board.</p> <p>(e) All funds of the Association must be deposited into the Association's account within five working days after their receipt.</p>
21.2	<p>Source of Association Funds</p> <p>(a) The funds of the Association may be derived from entrance fees and annual membership fees of Members, donations, fund raising activities, grants, interest, and any other sources approved by the Committee.</p>	12.1	<p>Source of funds</p> <p>The funds of the Association may be derived from fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the board.</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>(b) The Association must, as soon as practicable:</p> <ul style="list-style-type: none"> (i) deposit all money received by the Association, to the credit of the Association's bank account, without deduction; and (ii) after receiving any money, issue an appropriate receipt. 		
21.3	<p>Financial Records</p> <p>(a) The Association must keep Financial Records that:</p> <ul style="list-style-type: none"> (i) correctly record and explain its transactions, financial position and performance; and (ii) enable true and fair financial statements to be prepared in accordance with Part 5 of the Act. <p>(b) The Association must retain its Financial Records for at least 7 years after the transactions covered by the records are completed.</p>	12.3	<p>Financial statements and financial reports</p> <p>(a) For each financial year, the board must ensure that the requirements imposed on the Association under Part 5 of the Act relating to the financial statements or financial report of the Association are met.</p> <p>(b) The requirements under rule 1.97(a) include:</p> <ul style="list-style-type: none"> (i) if the Association is a tier 1 association, the preparation of the financial statements; (ii) if the Association is a tier 2 association or tier 3 association, the preparation of the financial report; (iii) if required, the review or auditing of the financial statements or financial report, as applicable; (iv) the presentation to the annual general meeting of the financial statements or financial report, as applicable; and (v) if required, the presentation to the annual general meeting of the copy of the report of the review or auditor's report, as applicable, on the financial statements or financial report. <p>(c) The Association must keep financial records that:</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			<ul style="list-style-type: none"> (i) correctly record and explain its transactions and financial position and performance; and (ii) enable true and fair financial statements to be prepared in accordance with Part 5 Division 3 of the Act. (d) The Association must retain its financial records for at least 7 years after the transactions covered by the records are completed.
21.4	<p>Financial Statements and Financial Reports</p> <ul style="list-style-type: none"> (a) For each financial year, the Association must ensure that the requirements under Part 5 of the Act are met. (b) Without limiting sub-rule 1.98(a), those requirements include: <ul style="list-style-type: none"> (i) as a Tier 2 Association, the preparation of the Financial Report; (ii) if required, the review or auditing of the Financial Statements or Financial Report (whichever is applicable); (iii) if the Association is a Tier 2 Association or a Tier 3 Association, the presentation of the Financial Report to the annual general meeting of the Association (and a copy of the report of the review or auditor's report, whichever is applicable); and (iv) if required by the regulations made under the Act, the lodgement of the annual return with the Commissioner. 		See 12.3

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
21.5	<p>Review or Audit of Financial Statements or Financial Report</p> <p>The Association must ensure that a review or audit is undertaken of the Financial Statements or Financial Report of the Association if:</p> <ul style="list-style-type: none"> (a) The Association is a Tier 2 or Tier 3 Association; (b) The by-laws of the Association require a review or audit; (c) The Members require a review or audit by resolution at a General Meeting; (d) An audit or review is directed by the Commissioner; or (e) An audit or review is required as a condition of a funding arrangement; or holding of a charitable collections licence. 		
21.6	<p>Audit</p> <ul style="list-style-type: none"> (a) A properly qualified Auditor/Auditors shall be appointed by the Board and shall receive such remuneration as the Board determines from time to time. (b) The Auditor shall examine the books, accounts, receipts and the financial records of the Association in accordance with accepted standard accounting practices for the Financial Year in which they are appointed, and shall compare the same with the annual accounts submitted by the Association. 		
22	<p>FINANCIAL YEAR OF THE ASSOCIATION</p> <p>The financial year of the Association is at rule 0.</p>		
23	<p>ANNUAL GENERAL MEETINGS</p>	11.1	<p>Annual general meeting</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>Subject to rule 1.76, the GM must give to all Members not less than 21 days notice of an Annual General Meeting and that notice must specify:</p> <p>(a) When and where the Annual General Meeting is to be held;</p> <p>(b) The particulars and order in which business is to be transacted, as follows:</p> <p>(i) the consideration of the accounts and reports of the Board;</p> <p>(ii) the election of Board members to replace outgoing Board members; and</p> <p>(iii) any other business requiring consideration by the Association at the Annual General Meeting.</p> <p>(c) Must convene the Annual General Meetings on a date and place to be determined by the Board, but shall be within four months of the conclusion of the Association's Financial Year.</p>		<p>(a) The board must determine the date, time and place of the annual general meeting, which must be within six months after the end of the Association's financial year.</p> <p>(b) The ordinary business of the annual general meeting is as follows:</p> <p>(i) to confirm the minutes of the previous annual general meeting and of any special general meeting held since then if the minutes of that meeting have not yet been confirmed;</p> <p>(ii) to receive and consider:</p> <p>(A) the board's annual report on the Association's activities during the preceding financial year;</p> <p>(B) if the Association is a tier 1 association, the financial statements of the Association for the preceding financial year presented under Part 5 of the Act;</p> <p>(C) if the Association is a tier 2 association or a tier 3 association, the financial report of the Association for the preceding financial year presented under Part 5 of the Act; and</p> <p>(D) if required to be presented for consideration under Part 5 of the Act, a copy of the report of the review or auditor's report on the financial statements or financial report;</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			<ul style="list-style-type: none"> (iii) to elect the office holders of the Association and other directors; and (iv) to confirm or vary the fees and other amounts (if any) to be paid by members as determined by the board from time to time. (c) Any other business of which notice has been given in accordance with this constitution may be conducted at the annual general meeting.
24.1	<p>Rules of the Association</p> <p>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.</p>		
24.2	<p>Amendment of Rules, Name and Objects</p> <p>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, which is as follows:</p> <ul style="list-style-type: none"> (a) Subject to rule 1.102(d) and 1.102(e), the Association may alter its rules by Special Resolution but not otherwise; (b) Within one month of the passing of a Special Resolution altering its rules, or such further time as the Commissioner may in a particular case allow (on written application by the Association), the Association must lodge with the Commissioner notice of the Special Resolution setting out particulars of the alteration together with a certificate given by a member of the Board certifying that the resolution was duly passed as a 	13.8	<p>Alteration of constitution</p> <ul style="list-style-type: none"> (a) If the Association wants to alter or rescind any of this constitution, or to make additional constitution, the Association may do so only by special resolution and by otherwise complying with Part 3 Division 2 of the Act. (b) In addition to the requirement for a special resolution under rule 1.102(a), the Association must also obtain the Commissioner's approval if the alteration of its rule has effect to: <ul style="list-style-type: none"> (i) change the Association's name; (ii) alter the Associations' objects or purposes; or (iii) alter the manner in which the Association's surplus property must be distributed or dealt with

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>Special Resolution and that the rules of the Association as so altered conform to the requirements of this Act;</p> <p>(c) An alteration of the rules of the Association does not take effect until rule 1.102(b) is complied with;</p> <p>(d) An alteration of the rules of the Association having effect to change the name of the association does not take effect until rules 1.102(a) to 1.102(c) are complied with and the approval of the Commissioner is given to the change of name;</p> <p>(e) An alteration of the rules of the Association having effect to alter the Objects of the Association does not take effect until rules 1.102(a) to 1.102(c) are complied with and the approval of the Commissioner is given to the alteration of the Objects or purposes.</p> <p>At least 28 days notice of any proposal to alter, repeal and add to these rules shall be given in notice to the GM and such notice shall be accompanied by a copy of the proposal.</p> <p>The GM shall notify in writing all Members of the proposed rule changes at least 21 days prior to the relevant meeting.</p>		<p>if the Association is wound up or its incorporation is cancelled.</p> <p>(c) Amendments to this constitution do not take effect unless required documents are lodged with the Commissioner within one month after the relevant special resolution is passed, which includes a copy of:</p> <p>(i) the notice of general meeting proposing the special resolution; and</p> <p>(ii) either the:</p> <p>(A) declaration declaring that the special resolution was passed, signed by the chairperson presiding over the meeting; or</p> <p>(B) minutes of meeting confirming that the special resolution was passed, signed by the chairperson presiding over the meeting or who presides over the next meeting.</p>
23.4	<p>The Board will appoint a committee to review this Constitution not more than five years after the endorsement of this Constitution. The terms of reference shall be set by the Board to ensure the rules of the Association remain contemporary and compliant with the Act.</p>		
25.1	<p>The Members of the Association may make, amend and repeal by- laws for the management of the Association by Ordinary Resolution at a General Meeting provided that the by-laws are not inconsistent with the Rules or the Act.</p>		

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
25.2	<p>The by-laws made under rule Error! Reference source not found.:</p> <ul style="list-style-type: none"> (a) Do not form part of the Rules; (b) May make provision for: <ul style="list-style-type: none"> (i) classes of Membership and the rights and obligations that apply to each class of Membership; (ii) requirements for financial reporting, financial accountability or audit of accounts in addition to those prescribed by the Act and the Rules; (iii) restrictions on the powers of the Committee including the power to dispose of assets; (iv) a requirement for members to hold specified educational, trade or professional qualification; and (v) any other matter that the Association considers necessary or appropriate; and (c) Must be available for inspection by Members. 		
26.1	<p>Executing Documents</p> <ul style="list-style-type: none"> (a) The Association may execute a document without using a common seal if the document is signed by: <ul style="list-style-type: none"> (i) any two Committee Members; or (ii) one Committee Member and a person authorised by the Committee. 	13.2	<p>Executing documents and common seal</p> <ul style="list-style-type: none"> (a) The Association may execute a document without using a common seal if the document is signed by: <ul style="list-style-type: none"> (i) two directors; or (ii) one director and a person authorised by the board. (b) If the Association has a common seal:

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			<ul style="list-style-type: none"> (i) the name of the Association must appear in legible characters on the common seal; and (ii) a document may only be sealed with the common seal by the authority of the board and in the presence of: <ul style="list-style-type: none"> (A) two directors; or (B) one director and a person authorised by the board, <p>and each of them is to sign the document to attest that the document was sealed in their presence.</p> <ul style="list-style-type: none"> (c) The CEO must make a written record of each use of the common seal. (d) The common seal must be kept in the custody of the CEO or another director authorised by the board.
26.2	<p>Use of the Common Seal</p> <ul style="list-style-type: none"> (a) The Association must have a common seal on which its corporate name appears in legible characters. (b) The common seal of the Association must not be used without the express authority of the Board and every use of that common seal must be recorded in the minute book referred to in rule 1.90. (c) The affixing of the common seal of the Association must be witnessed by any two of the Chairperson, one other Board Member or GM. (d) The common seal of the Association must be kept in the custody of the GM or of such other person as the Board from time to time decides. 	13.2	See rule 13.2

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
27.1	<p>The Association shall:</p> <ul style="list-style-type: none"> (a) Be responsible for the receipt of all moneys paid to or received by the Association and must issue receipts for those moneys in the name of the Association; (b) Pay all moneys referred to in paragraph (a) into such account or accounts of the Association as the Board may from time to time direct; (c) Make payments from the funds of the Association with the authority of the Board and in so doing ensure that all cheques are signed by any two persons authorised by the Board; (d) Comply with sections 25 and 26 of the Act on behalf of the Association with respect to the accounting records of the Association by: <ul style="list-style-type: none"> (i) keeping such accounting records as correct records and explain the financial transactions and financial position of the Association; (ii) keeping its accounting records in such manner as will enable true and fair accounts of the Association to be prepared from time to time; (iii) keeping its accounting records in such manner as will enable true and fair accounts of the Association to be conveniently and properly audited; and (iv) submitting to members as required, accounts of the Association showing the financial position of the Association at the end of the immediately preceding financial year. 		<p>Custody of books and securities</p> <ul style="list-style-type: none"> (a) Subject to rule 1.106(b), the books and any securities of the Association must be kept in the CEO's custody or under the CEO's control. (b) The financial records and, as applicable, the financial statements or financial reports of the Association must be kept in the CEO's custody or under the CEO's control. (c) Rules 1.106(a) and 1.106(b) have effect except as otherwise decided by the board. (d) The books of the Association must be retained for at least 7 years.

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<ul style="list-style-type: none"> (e) Whenever directed to do so by the Chairperson, submit to the Board a report, balance sheet or financial statement in accordance with that direction; (f) The Board shall submit to the Annual General Meeting the audited accounts of the Association in accordance with the Act; (g) Retain custody of all such records, books, documents and securities for at least seven years after the completion of the financial year to which the transactions or operations relate, or any such length of time as might be required by law. 		
27.2	<p>Inspection of Records of the Association</p> <ul style="list-style-type: none"> (a) Subject to these rules, and in particular rule 1.105(f), a Member is able to inspect the Books of the Association free of charge at such time and place as is mutually convenient to the Association and the Member. (b) A Member must contact the Secretary to request to inspect the Books of the Association. (c) The Member may copy details from the Books of the Association but has no right to remove the Books of the Association for that purpose. 	13.6	<p>Inspection of records and documents</p> <ul style="list-style-type: none"> (a) If a member must contact the CEO to make the necessary arrangements for the inspection of: <ul style="list-style-type: none"> (i) the Association's register of members under section 54(1) of the Act; or (ii) the record of the names and addresses of directors, and other persons authorised to act on behalf of the Association, under section 58(3) of the Act; or (iii) any other record or document of the Association. (b) An inspection under rule 1.107(a) must be free of charge. (c) If the member wants to inspect a document that records the minutes of a board meeting, the right to inspect that document is subject to any decision the board has made about minutes of board meetings generally, or

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			<p>the minutes of a specific board meeting, being available for inspection by members.</p> <p>(d) The member may make a copy of or take an extract from a record or document referred to in rule 1.107(a)(iii) but does not have a right to remove the record or document for that purpose.</p> <p>(e) The member must not use or disclose information in a record or document referred to in 1.107(a)(iii) except for a purpose that is:</p> <ul style="list-style-type: none"> (i) directly connected with the affairs of the Association; or (ii) related to complying with a requirement of the Act.
27.3	<p>Prohibition on Use of Information in the Books of the Association</p> <p>(a) A Member must not use or disclose information in the Books of the Association except for a purpose:</p> <ul style="list-style-type: none"> (i) that is directly connected with the affairs of the Association; or (ii) related to the provision of the information to the Commissioner in accordance with a requirement of the Act. 		
27.4	<p>Returning the Books of the Association</p> <p>Outgoing Committee Members are responsible for transferring all relevant assets and Books of the Association to the new Committee within 14 days of ceasing to be a Committee Member.</p>		

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
28.1	<p>Disputes Arising under the Rules</p> <p>The grievance procedure set out in this rule applies to disputes under these rules between:</p> <ul style="list-style-type: none"> (a) A Member and another Member; or <ul style="list-style-type: none"> (i) in this rule “Member” includes any former Member whose membership ceased not more than six months before the dispute occurred. (b) A Member and the Association; or (c) If the Association provides services to non-members, those non- members who receive services from the Association, and the Association. (d) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties. (e) If the parties are unable to resolve the dispute, any party to the dispute may initiate a procedure under this rule by giving written notice to the Secretary of the parties to, and details of, the dispute. (f) The Secretary must convene a Committee Meeting within 28 days after the Secretary receives notice of the dispute under rule 1.110(d) for the Committee to determine the dispute. (g) At the Committee Meeting to determine the dispute, all parties to the dispute must be given a full and fair opportunity to state their respective cases orally, in writing or both. 	5.5, 5.2, 5.3, 5.4, 5.5	<p>Resolving disputes</p> <p>Definitions</p> <p>In this rule 0:</p> <ul style="list-style-type: none"> (a) grievance procedure means the procedures set out in this rule 0; and (b) party to a dispute includes a person who: <ul style="list-style-type: none"> (i) is a party to the dispute; and (ii) ceases to be a member within 6 months before the dispute has come to the attention of each party to the dispute. <p>Application of grievance procedure</p> <p>The grievance procedure applies to disputes between:</p> <ul style="list-style-type: none"> (a) members; or (b) one or more members and the Association. <p>Parties to attempt to resolve dispute</p> <p>The parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.</p> <p>How grievance procedure is started</p> <ul style="list-style-type: none"> (a) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 0, any party to the dispute may start the grievance procedure by giving written notice to the CEO of the: <ul style="list-style-type: none"> (i) parties to the dispute; and

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>(h) The Secretary must inform the parties to the dispute of the Committee's decision and the reasons for the decision within 7 days after the Committee Meeting referred to in rule 1.110(g).</p> <p>(i) If any party to the dispute is dissatisfied with the decision of the Committee they may elect to initiate further dispute resolution procedures as set out in the Rules.</p>		<p>(ii) matters that are the subject of the dispute.</p> <p>(b) Within 28 days after the CEO is given the notice, a board meeting must be convened to consider and determine the dispute.</p> <p>(c) The CEO must give each party to the dispute written notice of the board meeting at which the dispute is to be considered and determined at least seven days before the meeting is held.</p> <p>(d) The notice given to each party to the dispute must state:</p> <p>(i) when and where the board meeting is to be held; and</p> <p>(ii) that the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the board about the dispute.</p> <p>(e) If:</p> <p>(i) the dispute is between one or more members and the Association; and</p> <p>(ii) any party to the dispute gives written notice to the CEO stating that the party:</p> <p>(A) does not agree to the dispute being determined by the board; and</p> <p>(B) requests the appointment of a mediator under rule 1.112,</p> <p>the board must not determine the dispute.</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			<p>Determination of dispute by board</p> <p>(a) At the board meeting at which a dispute is to be considered and determined, the board must:</p> <ul style="list-style-type: none"> (i) give each party to the dispute, or the party's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the board about the dispute; (ii) give due consideration to any submissions so made; and (iii) determine the dispute. <p>(b) The board must give each party to the dispute written notice of the board's determination, and the reasons for the determination, within seven days after the board meeting at which the determination is made.</p> <p>(c) A party to the dispute may, within 14 days after receiving notice of the board's determination under rule 1.110(a)(iii), give written notice to the CEO requesting the appointment of a mediator under rule 1.112.</p> <p>(d) If notice is given under rule 1.110(c), each party to the dispute is a party to the mediation.</p>
28.2	<p>Mediation</p> <p>(a) This rule applies:</p> <ul style="list-style-type: none"> (i) where a person is dissatisfied with a decision made by the Committee under rule 1.110; or (ii) where a dispute arises between a Member or more than one Member and the Association and 	6.1, 6.2, 6.3, 6.4	<p>Mediation</p> <p>Application of mediation procedure</p> <p>(a) This rule 1.112 applies if written notice has been given to the CEO requesting the appointment of a mediator by a:</p> <ul style="list-style-type: none"> (i) member under rule 1.25(g); or

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>any party to the dispute elects not to have the matter determined by the Committee.</p> <p>(b) Where the dispute relates to a proposal for the suspension or expulsion of a Member this rule does not apply until the procedure under rule 1.22 in respect of the proposed suspension or expulsion has been completed.</p> <p>(c) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 1.110(d), or a party to the dispute is dissatisfied with a decision made by the Committee under rule 1.110(g) a party to a dispute may:</p> <p>(i) provide written notice to the Secretary of the parties to, and the details of, the dispute;</p> <p>(ii) agree to, or request the appointment of, a mediator.</p> <p>(d) The party, or parties requesting the mediation must pay the costs of the mediation.</p> <p>(e) The mediator must be:</p> <p>(i) a person chosen by agreement between the parties; or</p> <p>(ii) in the absence of agreement:</p> <p>(A) if the dispute is between a Member and another Member – a person appointed by the Committee; or</p> <p>(B) if the dispute is between a Member or more than one Member and the Association, the Committee or a Committee Member then an</p>		<p>(ii) party to a dispute under rules 1.110(e)(ii)(B) or 1.110(c).</p> <p>(b) If rule 1.112 applies, a mediator must be chosen or appointed under rule 0.</p> <p>Appointment of mediator</p> <p>(a) The mediator must be a person chosen:</p> <p>(i) if the appointment of a mediator was requested by a member under rule 1.25(g), by agreement between the Member and the board; or</p> <p>(ii) if the appointment of a mediator was requested by a party to a dispute under rules 1.110(e)(ii)(B) or 1.110(c), by agreement between the parties to the dispute.</p> <p>(b) If there is no agreement for the purposes of rule 1.113(a), then, subject to rules 1.113(c) and 1.113(d), the board must appoint the mediator.</p> <p>(c) The person appointed as mediator by the board must be a person who acts as a mediator for another not-for-profit body, such as a community legal centre, if the appointment of a mediator was requested by a:</p> <p>(i) member under rule 1.25(g); or</p> <p>(ii) party to a dispute under rule 1.110(e)(ii)(B); or</p> <p>(iii) party to a dispute under rule 1.110(c) and the dispute is between one or more members and the Association.</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p style="text-align: center;">independent person who is a mediator appointed to, or employed with, a not for profit organisation.</p> <p>(f) A Member can be a mediator, but the mediator cannot be a Member who is a party to the dispute.</p> <p>(g) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.</p> <p>(h) The parties are to exchange written statements of the issues that are in dispute between them and supply copies to the mediator at least 5 days before the mediation session.</p> <p>(i) The mediator, in conducting the mediation, must:</p> <ul style="list-style-type: none"> (i) give the parties to the mediation process every opportunity to be heard; (ii) allow all parties to consider any written statement submitted by any party; and (iii) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process. <p>(j) The mediator must not determine the dispute and the mediation must be confidential. Information provided by the parties in the course of the mediation cannot be used in any other legal proceedings that may take place in relation to the dispute.</p>		<p>(d) The person appointed as mediator by the board may be a member or former member of the Association but must not:</p> <ul style="list-style-type: none"> (i) have a personal interest in the matter that is the subject of the mediation; or (ii) be biased in favour of or against any party to the mediation. <p>Mediation process</p> <p>(a) The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.</p> <p>(b) Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation at least five days before the mediation takes place.</p> <p>(c) In conducting the mediation, the mediator must:</p> <ul style="list-style-type: none"> (i) give each party to the mediation every opportunity to be heard; and (ii) allow each party to the mediation to give due consideration to any written statement given by another party; and (iii) ensure that natural justice is given to the parties to the mediation throughout the mediation process. <p>(d) The mediator cannot determine the matter that is the subject of the mediation.</p> <p>(e) The mediation must be confidential, and any information given at the mediation cannot be used in</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			<p>any other proceedings that take place in relation to the matter that is the subject of the mediation.</p> <p>(f) The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.</p> <p>If mediation results in decision to suspend or expel being revoked</p> <p>If:</p> <p>(a) mediation takes place because a member whose membership is suspended or who is expelled from the Association gives notice under rule 1.25(g); and</p> <p>(b) as the result of the mediation, the decision to suspend the member's membership or expel the member is revoked,</p> <p>that revocation does not affect the validity of any decision made at a board meeting or general meeting during the period of suspension or expulsion.</p>
28.3	<p>Inability to Resolve Disputes</p> <p>If a dispute cannot be resolved under the procedures set out in the Rules, any party to the dispute may apply to the State Administrative Tribunal to determine the dispute in accordance with the Act or otherwise at law.</p>		
29	<p>CANCELLATION AND DISTRIBUTION OF SURPLUS PROPERTY</p> <p>(a) The Association may cease its activities and have its incorporation cancelled in accordance with the Act if the</p>	13.7	<p>Distribution of surplus property on cancellation of incorporation or winding up</p> <p>(a) In this rule 0, surplus property, in relation to the Association, means property remaining after satisfaction of the:</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>Members resolve by Special Resolution that the association will:</p> <ul style="list-style-type: none"> (i) apply to the Commissioner for cancellation of its incorporation; or (ii) appoint a liquidator to wind up its affairs. <p>(b) 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 must not be paid to or distributed among the Members, or former Members.</p> <p>(c) The association must be wound up under rule 1.115(a)(ii) and Part 9 of the Act before cancellation can take place if it has outstanding debts or any other outstanding legal obligations, or is a party to any current legal proceedings.</p> <p>(d) Upon cancellation of the Association, the Surplus Property must only be distributed to one or more of the following:</p> <ul style="list-style-type: none"> (i) an incorporated association under the Act; (ii) a body corporate that at the time of the distribution is the holder of a licence under the charitable collections legislation in Western Australia; (iii) a company limited by guarantee that is registered as mentioned in section 150 of the Corporations Act 2001 (Cwth); (iv) a company holding a licence that continues in force under section 151 of the Corporations Act 2001(Cwth); 		<ul style="list-style-type: none"> (i) the debts and liabilities of the Association; and (ii) the costs, charges and expenses of winding up or cancelling the incorporation of the Association, <p>but does not include books relating to the management of the Association.</p> <p>(b) On the cancellation of the incorporation or the winding up of the Association, its surplus property must be distributed as determined by special resolution to a not-for-profit organisation within similar objects as the Association which is:</p> <ul style="list-style-type: none"> (i) an incorporated association; (ii) a company limited by guarantee that is registered as mentioned in section 150 of the Corporations Act 2001 (Cth); (iii) a company holding a licence that continues in force under section 151 of the Corporations Act 2001 (Cth); (iv) a body corporate that at the time of the distribution is the holder of a licence under the Charitable Collections Act 1946 (WA); (v) a body corporate that: <ul style="list-style-type: none"> (A) is a member or former member of the incorporated association; and (B) at the time of the distribution of surplus property, has rules that prevent the distribution of property to its members;

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
	<p>(v) a body corporate that:</p> <p>(A) is a Member or former member of the Association; and</p> <p>(B) at the time of the Surplus Property is distributed, has rules that prevent the property being distributed to its members;</p> <p>(vi) a trustee for a body corporate referred to in rule 1.115(d)(v); or</p> <p>(vii) a co-operative registered under the Co-operatives Act 2009 that, at the time of the distribution, is a non-distributing co-operative as defined in that Act.</p> <p>The surplus property must be given or transferred to another association/s incorporated under the Act which has similar Objects and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members.</p>		<p>(vi) a trustee for a body corporate referred to in rule 1.115(b)(v); or</p> <p>(vii) a co-operative registered under the Co-operatives Act 2009 (Cth) that, at the time of the distribution of surplus property, is a non-distributing co-operative as defined in that act.</p>
30	<p>INDEMNITY</p> <p>Every Board member, Auditor, Officer and Official of the Association shall be indemnified out of the assets of the Association against liability arising out of the execution of the duties of his/her office which is incurred by him/her in defending any proceedings, whether civil or criminal, in which judgement is given in his/her favour, or in which he/she has acquitted or in connection with any application under the Act in which relief is granted to him/her by a court in respect of any negligence, default, breach of duty or trust.</p>		

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
31.1	The GM shall be appointed by the Board for such term and on such conditions as it thinks fit. The Board shall provide the GM with a full Duty Statement.	14.1, 14.2	<p>Chief Executive Officer</p> <p>Appointment</p> <p>The board must appoint a CEO of the Association for a term and on conditions that the board thinks fit.</p> <p>Staff</p> <p>The CEO may, in consultation with the board, employ personnel as necessary and appropriate from time to time for a term and on conditions that the CEO thinks fit.</p>
31.2	The GM shall act as and carry out the duties of Secretary and Public Officer of the Association, as required in the Act, and shall administer and manage the Association in accordance with these rules.		See 14.1
31.3	The GM may, in consultation with the Board, as appropriate, employ such personnel as are deemed necessary or appropriate from time to time and such appointments shall be for such period and such conditions as the Board determines.		See 14.2
		13.1	<p>Policies and procedures</p> <p>(a) The board may make, amend, adopt or revoke policies and procedures from time to time.</p> <p>(b) Policies and procedures may:</p> <p>(i) provide for the rights and obligations that apply to any classes of associate membership approved under rule 1.10(c);</p>

Clause	Existing Constitution Provision	Clause	Proposed Constitution Provision
			<ul style="list-style-type: none"> <li data-bbox="1375 236 1951 336">(ii) impose restrictions on the board's powers, including the power to dispose of the association's assets; <li data-bbox="1375 360 2013 496">(iii) impose requirements relating to the financial reporting and financial accountability of the association and the auditing of the association's accounts; and <li data-bbox="1375 520 1995 624">(iv) provide for any other matter the association considers necessary or convenient to be dealt with in the by-laws. <p data-bbox="1301 647 2018 743">(c) A policy or procedure is of no effect to the extent that it is inconsistent with the Act, the regulations or this constitution.</p> <p data-bbox="1301 767 2029 943">(d) Without limiting rule 1.116(c), a policy or procedure made for the purposes of rule 1.116(b)(iii) may only impose requirements on the Association that are additional to, and do not restrict, a requirement imposed on the Association under Part 5 of the Act.</p> <p data-bbox="1301 967 2029 1062">(e) At the request of a member, the Association must make a copy of the policy or procedure available for inspection by the member.</p>