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1. PRELIMINARY

1.1 Name of Association

- 1.1.1 The name of the association is The Western Australian Game Fishing Association (incorporated)

1.2 Objects of Association

- 1.2.1 The objects of the association are:

- (a) Promote, coordinate and govern the sport of game fishing in Western Australian waters and such other places that may be determined from time to time
- (b) Promote conservation of game fish, other fish and associated habitat for the recreational, economic and sustainable use of present and future generations whilst maintaining the sport of game fishing.
- (c) Direct, assist, advise, represent, disseminate information to and support members and member clubs in the organisation, conduct and preservation of the sport of game fishing
- (d) Affiliate with the Game Fishing Association of Australia (GFAA), the International Game Fishing Association (IGFA), and promote, support and abide by the rules and regulations of GFAA.
- (e) Adjudicate on all claims for and to grant Western Australian (WA) game fishing records and where required lodge claims on behalf of members for GFAA and International Game Fishing Association (IGFA) records.
- (f) Affiliate and liaise with GFAA, IGFA and develop working relationships with other recreational bodies, scientific organisations and government agencies working towards fisheries conservation and management with a view towards maintaining game fishing as a sport
- (g) Develop and support programs in scientific data collection and information relating to fishing, including recreational and commercial fisheries, habitat and the aquatic environment.
- (h) Act as data accumulation centre and maintain records to be used for education, scientific studies and the promotion of WAGFA objectives
- (i) Receive gifts, grants and subscriptions to allow for the functioning of WAGFA
- (j) Make grants/donations to organisations or individuals in support of research and education that assist in maintaining WAGFA objectives
- (k) To do all such acts and things that may be deemed necessary by the committee of WAGFA to achieve these objectives

1.3 Terms Used

- 1.3.1 In these rules, unless the contrary intention appears —

- (a) **Act** means the Associations Incorporation Act 2015;
- (b) **Associate Member** means a member with the rights referred to in Rule 4.1;
- (c) **Association** means The Western Australian Game Fishing Association (Incorporated);
- (d) **Books of the Association**, includes the following:
 - (i) a register;
 - (ii) financial records, financial statements or financial reports, however compiled, recorded or stored;
 - (iii) a document;
 - (iv) any other record of information;
- (e) **By-laws** means by-laws made by the Association under Rule 12.1;

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- (f) **Chairperson** means the Committee member holding office as the President of the Association;
- (g) **Club** means club or member club with the rights referred to in Rule 4.1;
- (h) **Commissioner** means the person for the time being designated as the Commissioner under section 153 of the Act;
- (i) **Committee** means the management committee of the Association;
- (j) **Committee meeting** means a meeting of the committee;
- (k) **Committee member** means a member of the committee;
- (l) **Delegate** means a person or persons appointed by a member club to attend general meetings and delegate meetings to represent that club and vote on its behalf;
- (m) **Delegate meeting** means information exchange sessions consisting of delegates and others invited by the delegates, convened by the association from time to time;
- (n) Financial records include:
 - (i) invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers; and
 - (ii) documents of prime entry; and
 - (iii) working papers and other documents needed to explain:
 - a. the methods by which financial statements are prepared; and
 - b. Adjustments to be made in preparing financial statements;
- (o) **Financial report**, of a tier 2 association or a tier 3 association, has the meaning given in section 63 of the Act;
- (p) **Financial statements** means the financial statements in relation to the Association required under Part 5 Division 3 of the Act;
- (q) **General Meeting**, of the Association, means a meeting of the Association that all members are entitled to receive notice of and to attend;
- (r) **GFAA** means the Game Fishing Association of Australia;
- (s) **IGFA** means the International Game Fishing Association
- (t) **Life Member** means a person granted life membership to the Association under Rule 4.1;
- (u) **Member** means a person (including a body corporate) who is a Member Club or Associate Member of the Association;
- (v) **Ordinary committee member** means a committee member who is not an office holder of the Association under Rule 6.3;
- (w) **Register of members** means the register of members referred to in section 53 of the Act;
- (x) **Rules** means these rules of the Association, as in force for the time being;
- (y) **Secretary** means the committee member holding office as the secretary of the Association;
- (z) **Special General Meeting** means a general meeting of the Association other than the annual general meeting;
- (aa) **Special Resolution** means a resolution passed by the members at a general meeting in accordance with section 51 of the Act;
- (bb) **Subcommittee** means a subcommittee appointed by the committee under Rule 8.8
- (cc) **Tier 1 Association** means an incorporated association to which section 64(1) of the Act applies;
- (dd) **Tier 2 Association** means an incorporated association to which section 64(2) of the Act applies;

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- (ee) **Tier 3 Association** means an incorporated association to which section 64(3) of the Act applies;
- (ff) **Treasurer** means the committee member holding office as the treasurer of the Association.

2. FINANCIAL YEAR

- 2.1 The Association's financial year shall be the period from first of January each year, until the following 31st of December.

3. NOT FOR PROFIT BODY

- 3.1 The property and income of the Association shall be applied solely towards the promotion of the objectives 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.
- 3.2 A payment may be made to a member out of the funds of the Association only if it is authorised under Rule 3.3.
- 3.3 A payment to a member out of the funds of the Association is authorised if it is:
 - 3.3.1 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; or
 - 3.3.2 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; or
 - 3.3.3 the payment of reasonable rent to the member for premises leased by the member to the Association; or
 - 3.3.4 the reimbursement of reasonable expenses properly incurred by the member on behalf of the Association.
 - 3.3.5 the reimbursement of a Committee Member's travelling and other expenses as properly incurred:
 - (a) in attending Committee Meetings or sub-committee meetings;
 - (b) in attending any General Meetings of the Association; and
 - (c) in connection with the Association's business.
 - 3.3.6 The payment of an honorarium to Committee Members as determined by members by special resolution at an Annual General or Special General meeting.

4. MEMBERSHIP

4.1 Membership classes

- 4.1.1 Membership of the Association shall consist of:

- (a) **Member Club**
 - (i) Any incorporated Game Fishing Club or game fishing section of an incorporated club in Western Australia is eligible to apply to become a Member Club.
 - (ii) A Member Club is able to nominate delegate/s who will have full voting rights and any other rights conferred on members by these rules or approved by resolution at a general meeting or determined by the committee. This nomination must be in writing from the Club committee; and can only be revoked in writing by the Club committee.
 - a. Each member club is entitled to one (1) delegate, plus one (1) additional delegate for each additional 100 members or part thereof. ie up to 100 is 1, 101 is 2, 201 is 3, 301 is 4 and so on.

b. Delegates can only represent one (1) member club;

(b) **Life Member**

- (i) The Association may confer upon any person who, in its opinion has rendered long and outstanding service to the Association, the courtesy of Life Member
- (ii) Life members will be entitled to membership of the Association without payment of any subscription.
- (iii) An Associate Member shall have no voice in the management of the Association and shall not be entitled to hold any office or hold voting rights unless they are delegate of a Member Club, but shall be entitled to receive notice of an attend all General meetings of the Association.

(c) **Associate Member**

- (i) An associate member is any financial member of a Member Club.
- (ii) An Associate Member shall have no voice in the management of the Association and shall not be entitled to hold any office, or hold voting rights except under Rule 4.1.1(c)(iii), but shall be entitled to receive notice of an attend all General meetings of the Association.
- (iii) An Associate Member may hold office and voting rights where:
 - a. they are the delegate of a Member Club
 - b. appointed to the committee as the Recorder under Rule 7.7
 - c. appointed to the committee as a casual vacancy under Rule 6.8

4.2 Application for membership

4.2.1 Any incorporated Game Fishing Club or game fishing section of an incorporated club in Western Australia desiring to become a Member Club of the Association shall be nominated and seconded by existing Member Clubs.

- (a) When the nomination has been received, the club shall be a provisional member of the Association and exercise all of the privileges of a member excluding voting rights until such time as the next Committee meeting.
- (b) At the next Committee meeting, the applicant will then be accepted or denied membership.
- (c) It is a condition of membership that each Member Club shall ensure that their members observe the objects, policies angling rules and equipment regulations of the Association and GFAA as promulgated from time to time.

4.2.2 Life member

- (a) A proposal to confer such title must be submitted in writing by a member club or Association committee, with the citation stating the service rendered.
- (b) The citation must be submitted a minimum of 60 days prior to the AGM at which it is to be considered.
- (c) The proposal must be approved at an SGM or AGM by not less than two thirds of Member Club delegates votes for the life membership to be conferred

4.2.3 Associate Member

- (a) An Associate Member becomes a member when the Member Club satisfies their notification and financial requirements.

4.3 Dealing with Membership Nominations

4.3.1 The committee must consider each nomination for membership of the Association and decide whether to accept or reject the application

4.3.2 The committee must not accept an application unless the applicant:

- (a) is eligible under Rule 4; and

- (b) has applied under Rule 4.2
- 4.3.3 the committee may reject an application even if the applicant:
 - (a) is eligible under Rule 4; and
 - (b) has applied under Rule 4.2
- 4.3.4 The committee may delay its consideration of an application if the committee 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
- 4.3.5 The Committee shall have the right to refuse to admit any club to membership without assigning any reason for doing so.
- 4.3.6 If the committee rejects the application, the committee is not required to give the applicant its reasons for doing so
- 4.3.7 On the election of each candidate, the Secretary shall notify the same to them, and they shall on payment of their subscription be enrolled as a Member of the Association, and become entitled to the privileges and be bound by its rules and by all consequences resulting from breach or non-performance thereof, and shall thereby absolve every person concerned in carrying out enforcing such rules from all personal responsibility or legal liability on such account.

4.4 Cessation of membership

- 4.4.1 Club Membership ceases when any of the following takes place:
 - (a) When the Association is wound up
 - (b) The Association is expelled from the association under Rule 5
 - (c) The Association has not paid the annual membership fee within 3 months of the due date
- 4.4.2 Associate membership ceases when any of the following takes place
 - (a) The person resigns from their Member Club
 - (b) The person dies
 - (c) The person is expelled from the Association under Rule 5.
 - (d) The Associate's Members Club has not paid by the relevant affiliate members fee within 3 months of the due date
- 4.4.3 The Secretary must keep a record for at least one year after a Club or Associate Member ceases to be a member, of:
 - (a) The date on which the member ceased to be a member; and
 - (b) The reason why the member ceased to be a member

4.5 Resignation

- 4.5.1 A member may resign from membership of the association by giving written notice of the resignation to the secretary
- 4.5.2 The resignation takes effect:
 - (a) when the secretary receives the notice; or
 - (b) if a later time is stated in the notice, at that later time.
- 4.5.3 A member which 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
- 4.5.4 The owed amount may be recovered by the Association in a court of competent jurisdiction as a debt to the Association

4.6 Rights not transferable

4.6.1 The rights of a member are not transferable and end when membership ceases

Membership fees

4.6.2 The committee shall from time to time determine the annual membership fee (if any) to be paid for membership of the Association by member clubs

4.6.3 This fee will be based on the number of Associate members in the Member Club

4.6.4 The member must pay the membership fee to the treasurer, or another person authorised by the committee to accept payments by the date (due date) determined by the committee.

4.6.5 If a member has not paid the annual membership fee within the period of three (3) months after the due date, the member ceases to be a member on the expiry of that period.

4.6.6 If a person who has ceased to be a member under Rule 4.7.4 offers to pay the annual membership fee after the period referred to in that rule has expired:

- (a) the committee may, at its discretion, accept that payment; and
- (b) if the payment is accepted, the persons membership is reinstated from the date the payment is accepted

4.7 Register of members

4.7.1 The secretary shall maintain the register of members with the residential, postal or email address; or information by means of which contact can be made with the member, as nominated by the member.

4.7.2 The register shall be updated within 28 days of new members, members resigning, members suspended/expelled and in the latter case, include date in which member ceases and reasons for cessation of membership.

4.7.3 The Register shall be kept at the residence of the secretary or other authorised person or at another location determined by the committee.

4.7.4 This location may be determined as an electronic location available to the secretary, authorised person or all committee members.

4.7.5 Upon request, a member is able to inspect the Register at such time and place as is mutually convenient to the Association and the member.

- (a) A member must contact the Secretary to request to inspect the Register.
- (b) The member may make a copy of details from the Register but has no right to remove the Register for that purpose.
- (c) A member may make a request in writing for a copy of the Register.
- (d) 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.
- (e) A member must not use or disclose the information on the Register:
 - (i) 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);
 - (ii) To contact, send material to the Association or a member for the purpose of advertising for political, religious, charitable or commercial purposes, or
 - (iii) For any other purpose unless the use of the information is approved by the Committee and for a purpose:
 - a. That is directly connected with the affairs of the Association; or
 - b. Related to the provision of the information to the Commissioner in accordance with a requirement of the Act.
- (f) 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.

5. DISCIPLINARY ACTION, DISPUTES AND MEDIATION

5.1 Term used: member

- 5.1.1 In this rule, **member**, in relation to a member who is expelled from the Association, includes former member.

5.2 Disciplinary action

- 5.2.1 The committee may decide to suspend a member's membership or to expel a member from the Association if:
- (a) The member contravenes any of these rules; or
 - (b) The member acts detrimentally to the interests of the Association
- 5.2.2 The secretary must give the member written notice of the proposed suspension or expulsion at least 28 days before the committee meeting at which the proposal is to be considered by the committee
- 5.2.3 The notice given to the member must state:
- (a) When and where the committee meeting is to be held; and
 - (b) The grounds on which the proposed suspension or expulsion is based; and
 - (c) That the member, or the members 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 committee about the proposed suspension or expulsion.
- 5.2.4 At the committee meeting, the committee must:
- (a) Give the member, or the members representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the proposed suspension or expulsion; and
 - (b) Give due consideration to any submissions so made; and
 - (c) Decide:
 - (i) Whether or not to suspend the members membership and, if the decision is to suspend the membership, the period of the suspension; or
 - (ii) Whether or not to expel the member from the Association
- 5.2.5 A decision of the committee to suspend the members membership or to expel the member from the Association takes immediate effect.
- 5.2.6 The committee must give the member written notice of the committee's decision, and the reasons for the decision, within seven (7) days after the committee meeting at which the decision is made.
- 5.2.7 A member whose membership is suspended or who is expelled from the Association may, within fourteen (14) days after receiving notice of the committee's decision under Rule 5.2.6, give written notice to the secretary requesting the appointment of a mediator under Rule 5.6.
- 5.2.8 If notice is given under Rule 5.2.7, the member who gives the notice and the committee are parties to the mediation.

5.3 Consequences of suspension

- 5.3.1 During the period a member's membership is suspended, the member:
- (a) Loses any rights (including voting rights) arising as a result of the membership; and
 - (b) Is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Association.
- 5.3.2 When a member's membership is suspended, the secretary must record in the register of members:
- (a) That the members membership is suspended; and
 - (b) The date on which the suspension takes effect; and

- (c) The period of the suspension.

5.3.3 When the period of suspension ends, the secretary must record in the register of members that the member's membership is no longer suspended.

5.4 Resolving disputes

5.4.1 Terms used

In this rule:

grievance procedure means the procedure set out in this rule;

party to a dispute includes a person or club:

- (a) who is a party to the dispute; and
- (b) who ceases to be a member within 6 months before the dispute has come to the attention of each party to the dispute.

5.4.2 Application of rule

The procedure set out in this rule (the grievance procedure) applies to disputes:

- (a) between members; or
- (b) between one or more members of the association.

5.4.3 Parties to attempt to resolve dispute

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.

5.4.4 How grievance procedure is started

- (a) If the parties to a dispute are unable to resolve a dispute between themselves within the time required by Rule 5.4.3, any party to the dispute may start the grievance procedure by giving written required notice to the secretary of:
 - (i) the parties to the dispute; and
 - (ii) the matters that are subject of the dispute.
- (b) Within 28 days after the secretary is given the notice, a committee meeting must be convened to consider and determine the dispute.
- (c) The secretary must give each party to the dispute written notice of the committee meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.
- (d) The notice to each party to the dispute must state:
 - (i) when and where the meeting is to be held; and
 - (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 committee about the dispute.
- (e) If:
 - (i) The dispute is between one or members and the Association; and
 - (ii) Any party to the dispute gives written notice to the secretary stating that the party:
 - a. Does not agree to the dispute being determined by the committee; and
 - b. Requests the appointment of a mediator under Rule 5.6

The committee must not determine the dispute.

5.5 Determination of dispute by committee

5.5.1 At the committee meeting at which a dispute is to be considered and determined, the committee must:

- (a) 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 committee; and
 - (b) give due consideration to any submissions made; and
 - (c) determine the dispute.
- 5.5.2 The committee must give each party to the dispute written notice of the committee's determination and the reasons for the determination, within 7 days after the committee meeting at which the determination is made
- 5.5.3 A party to the dispute may, within 14 days after receiving notice of the committee's determination under Rule 5.5.2 give written notice to the secretary requesting appointment of a mediator under Rule 5.6.
- 5.5.4 If notice is given under Rule 5.5.3, each party to the dispute is a party to the mediation.

5.6 Mediation

5.6.1 Application of this rule

This rule applies if written notice has been given to the secretary requesting the appointment of a mediator:

- (a) By a member under Rule 5.2.7; or
 - (b) By a party to a dispute under Rule 5.4.4.5(ii) or 5.5.3.
- 5.6.2 If this rule applies, a mediator must be chosen or appointed under Rule 5.6
- 5.6.3 Appointment of mediator
 - (a) The mediator must be a person chosen:
 - (b) If the appointment was requested by a member under Rule 5.2.7: by agreement between the Member and the committee; or
 - (c) If the appointment of a mediator was requested by a party to the dispute under Rule 5.4.4.(e)(ii) or 5.5.3: by agreement between the parties to the dispute.
- 5.6.4 If there is no agreement for the purposes of Rule 5.6.1(a) or (b), then, subject to 5.6.3 and 5.6.4, the committee must appoint a mediator.
- 5.6.5 The person appointed as mediator by the committee must be a person who acts as a mediator for another not-for-profit body, such as a community legal centre, if the mediator was requested by:
 - (a) A member under Rule 5.2.7; or
 - (b) A party to a dispute under Rule 5.4.4.(e)(ii); or
 - (c) A party to a dispute under Rule 5.5.3 and the dispute is between one or members of the Association
- 5.6.6 The person appointed as a mediator by the committee may be a member or former member of the Association but must not:
 - (a) Have a personal interest in the matter that is the subject of the mediation; or
 - (b) Be biased in favour of or against any party to the mediation.

5.7 Mediation process

- 5.7.1 The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.
- 5.7.2 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 5 days before the mediation takes place.
- 5.7.3 In conducting the mediation, the mediator must:
 - (a) Give each party to the mediation every opportunity to be heard; and
 - (b) Allow each party to the mediation to give due consideration to any written statement given by another party; and

- (c) Ensure that natural justice is given to the parties to the mediation throughout the mediation process
- 5.7.4 The mediator cannot determine the matter that is subject of the mediation.
- 5.7.5 The mediation must be confidential; any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is subject of the mediation.
- 5.7.6 The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of a mediator.
- 5.7.7 If the matter that is subject of mediation cannot be resolved under Rules 5.6 and 5.7, the Association committee may refer it to the State Administrative Tribunal under section 182(1) of the Act to have the dispute determined.
- 5.7.8 If mediation results in decision to suspend or expel being revoked
- 5.7.9 If:
 - (a) Mediation takes place because a member whose membership is suspended or who is expelled from the Association gives notice under Rule 5.2.7; and
 - (b) As a result of the mediation, the decision to suspend the members membership or expel the member is revoked,that revocation does not affect the validity of any decision made at a committee meeting or general meeting during the period of expulsion.

6. COMMITTEE

6.1 Committee

- 6.1.1 The management of the Association shall be vested in a Management Committee consisting of no less than four (4) and no more than eleven (11) committee persons.

6.2 Term of office

- 6.2.1 The term of office of a committee member begins when the member:
 - (a) is elected at an annual general meeting; or
 - (b) is appointed under Rule 7.7; or
 - (c) is appointed to fill a casual vacancy under rule 6.8.
- 6.2.2 Subject to Rule 6.6, a committee member holds office until the positions on the committee are declared vacant at the next annual general meeting.
- 6.2.3 A committee member may be re-elected.
- 6.2.4 A committee member can only hold the same position for five (5) consecutive terms unless there are no other nominations for that position.

6.3 Committee members

- 6.3.1 The committee members consist of the following elected positions:
 - (a) the office holders of the Association
 - (i) president
 - (ii) vice president
 - (iii) secretary
 - (iv) treasurer
 - (b) the GFAA Executive Officer South; and
 - (c) the GFAA Executive Officer North; and
 - (d) four general committee members from either Northern or Southern clubs.

And the following appointed position as voted on by the management committee:

- (a) the recorder
- 6.3.2 A person may be a committee member if the person is:
 - (a) An individual who has reached 18 years of age; and
 - (i) Under Rule 7.1.1(a) is the delegate of a Member Club; or
 - (ii) Under Rule 7.1.1(b) is an Associate Member; or
 - (iii) Under Rule 7.1.1(c) is an Associate Member.
- 6.3.3 A person must not hold 2 or more of the offices mentioned in Rule 6.3.1 at the same time (with the exception of Recorder).
- 6.3.4 All delegates and Committee members are considered an "officer" as per section 3 of the Act and expected to conduct themselves accordingly.
- 6.3.5 GFAA executive officer North and GFAA executive officer South represent clubs in their respective geographic zones North and South of the Tropic of Capricorn.

6.4 Powers of the Committee

- 6.4.1 The business of the Association shall be managed by the Committee who may exercise all powers of the Association, except those required to be exercised by the Association at a General Meeting.
- 6.4.2 Without prejudice to the powers conferred by the last preceding rule, the Committee shall, subject to the by-laws, have power to do the following things:
 - (a) To purchase or otherwise acquire any books, newsletters or periodicals and dispose of them as it may see fit.
 - (b) To determine from time to time the conditions on which and time when, members may use the property of the Association or any part or parts thereof, and when and under what conditions the premises of the Association or any part or parts thereof, shall be used by members.
 - (c) To determine what person, if any, not being members of the Association shall be permitted to use the premises of the Association or any part or parts thereof and during what time and under what conditions and when and at what times and places and under what conditions such persons shall be supplied with refreshments and accommodation.
 - (d) To appoint any officials or servants of the Association and to remove them as occasions may require at their discretion and to define their respective duties. Persons appointed to paid positions shall be engaged under a contract, award or classification of work.
 - (e) To delegate, subject to such conditions as it thinks fit any of its powers to sub committees consisting of such members of the Committee and other members of the Association co-opted for the purpose as it may determine and to make such regulations as to the proceedings of such sub committees as may be thought desirable.
 - (f) To regulate and control their own meeting and the transaction of business.
 - (g) To reimburse expenses of any servant of the Association for faithful and diligent service as deemed fit.
 - (h) In accordance with the rules, to suspend, or expel any member.
 - (i) To enter into or accept any lease or tenancy of the premises where on the Association shall conduct its affairs or of any furniture, goods and effects, which may be required for the use of the Association on such terms and on such conditions as the Association, may deem expedient.
 - (j) To take and defend all legal proceedings by or on behalf of the Association and to appoint all necessary Attorneys for any such purpose.

- (k) To borrow, raise or secure the payment of money, and to sell and dispose of the assets of the Association.
- (l) To do and perform any other act, matters and things in connection with or relative to the management of the Association as shall not by these rules require to be done by the Association in General Meetings.
- (m) To appoint such number of delegates to sporting bodies and associations with which the Association may from time to time be affiliated as may be required by the rules thereof and such delegates shall hold office in accordance with the rules of such sporting bodies and associations respectively.
- (n) Every member of the Committee shall be indemnified against any loss, expenses or liability incurred by reason of any act or deed performed by him/her in good faith on behalf of the Committee and the Committee may use the funds of the Association for any such purpose required, together with any reasonable expenses incidental to Committee activities.

6.5 Roles and Responsibilities of Committee Members

6.5.1 Obligations of the Committee

- (a) The Committee must take all reasonable steps to ensure the Association complies with its obligations under the Act and these Rules.
- (b) A committee member must not publish, or cause to be published, any statement about the business conducted by the Association at a general meeting or committee meeting unless:
 - (i) the committee member has been authorised to do so at a committee meeting; and
 - (ii) the authority given to the committee member has been recorded in the minutes of the committee meeting at which it was given.

6.5.2 Responsibilities of Committee Members

- (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.
- (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.
- (c) A Committee Member or former Committee Member must not improperly use information obtained because he or she is a Committee Member to:
 - (i) gain an advantage for himself or herself or another person; or
 - (ii) cause detriment to the Association.
- (d) A Committee Member or former Committee member must not improperly use his or her position to:
 - (i) gain an advantage for himself or herself or another person; or
 - (ii) cause detriment to the Association.

6.5.3 A Committee Member having any material personal interest, i.e.: financial or non-financial interests, in a matter being considered at a Committee Meeting must:

- (a) as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee;
- (b) disclose the nature and extent of the interest at the next General Meeting of the Association; and
- (c) not be present while the matter is being considered at the Committee Meeting or vote on the matter.

6.5.4 Rule 6.5.3 does not apply in respect of a material personal interest that:

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- (a) exists only because the Committee Member belongs to a class of persons for whose benefit the Association is established; or
 - (b) the Committee Member has in common with all, or a substantial proportion of, the members of the Association.
- 6.5.5 The Secretary must record every disclosure made by a Committee Member under Rule 6.5.3 in the minutes of the Committee Meeting at which the disclosure is made.
- 6.5.6 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.
- 6.5.7 No person shall be entitled to hold a position on the Committee if the person has been convicted of, or imprisoned in the previous five years for:
 - (a) an indictable offence in relation to the promotion, formation or management of a body corporate;
 - (b) an offence involving fraud or dishonesty punishable by imprisonment for a period of not less than three months; or
 - (c) an offence under Part 4 Division 3 or section 127 of the Act;unless the person has obtained the consent of the Commissioner.
- 6.5.8 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.
- 6.5.9 As soon as is practicable after a person has ceased to be a member of the management committee of the Association, all relevant documents, records as defined in the by-laws and security items (including passwords and keys) must be delivered to a member of the management committee of the Association.
- 6.5.10 The President:
 - (a) shall consult with the Secretary regarding the business to be conducted at each Committee Meeting and each General Meeting
 - (b) may convene special meetings of the Committee under 8.1.3.
 - (c) may preside over Committee Meetings under Rule 8.3.1.
 - (d) may preside over General Meetings under Rule 9.3.5
 - (e) must ensure that the minutes of a General Meeting or Committee Meeting are reviewed and signed as correct
- 6.5.11 Vice President
 - (a) it is the duty of the Vice President to support the President and Association committee;
 - (b) in the absence of the President, it is to perform the duties of the President
- 6.5.12 The Secretary shall:
 - (a) co-ordinate the correspondence of the Association;
 - (b) consult with the Chairperson about all business to be conducted at meetings and convene General Meetings and Committee Meetings, including preparing the notices of meetings and of the business to be conducted at each meeting;
 - (c) keep and maintain in an up to date condition the rules of the Association and any by-laws of the Association;
 - (d) maintain the register of the Members including the email, street, postal address or information by means of which contact can be made of each member;
 - (e) update the register within 28 days of new members, members resigning, members suspended/expelled and in the latter case, include date in which member ceases and reasons for cessation of membership.

- (f) maintain the record of office holders of the Association.
- (g) Committee members may nominate a business address, post office box address or email address to be used in the record in place of their personal address;
- (h) ensure the safe custody of the Books, with the exception of the Accounting Records, of the Association;
- (i) keep full and correct minutes of Committee Meetings for approval at the next Management Committee meeting, which will then be stored and distributed to Member Clubs within thirty (30) days of the meeting;
- (j) keep full and correct minutes of General Meetings, which will be distributed to all Member Clubs within thirty (30) days of the General Meeting and will be tabled for adoption at the next General Meeting; and
- (k) keep full and correct minutes of Delegate Meetings, which will be distributed to all Member Clubs within thirty (30) days of the Delegate Meeting and will be tabled for adoption at the next Delegate Meeting; and
- (l) Maintain tournament catch data for use by the Association to achieve the Association Objects
- (m) perform any other duties as are imposed by these Rules or the Association on the Secretary.

6.5.13 The Treasurer shall:

- (a) ensure all moneys payable to the Association are collected, and that receipts are issued for those moneys in the name of the Association;
- (b) ensure the payment of all moneys referred to in Rule 6.5.13(a) into the account or accounts of the Association as the Committee may from time to time direct;
- (c) ensure timely payments from the funds of the Association with the authority of a General Meeting or of the Committee, with all cheques, drafts, bills of exchange, promissory notes and other negotiable instruments of the Association signed by either:
 - (i) 2 committee members; or
 - (ii) one committee member and a person authorised by the committee
- (d) ensure that the Association complies with the account keeping requirements in Part 5 of the Act;
- (e) ensure the safe custody of the Financial Records of the Association and any other relevant records of the Association;
- (f) Coordinate the preparation of the financial statements or financial report, as imposed on the Association under Part 5 of the Act, prior to their submission to the annual general meeting of the Association;
- (g) assist the reviewer or auditor (if any) in performing their functions; and
- (h) perform any other duties as are imposed by these Rules or the Association on the Treasurer.

6.5.14 The Recorder shall:

- (a) receive and verify all claims submitted by anglers for State records;
- (b) ensure records are only granted to members;
- (c) maintain a list of all State records granted to anglers;
- (d) receive, verify and forward on to GFAA all Australian and World records claimed by anglers to GFAA records officer;
- (e) ensure the Association's compliance with the fishing Rules and Regulations of the Association and GFAA;
- (f) ensure the Associations fishing rules and regulations are regularly updated with any required changes;

- (g) make available any data requested by committee for committee meetings, AGM, SGM or for any purpose where committee members are representing its members

6.5.15 GFAA Executive Officers shall:

- (a) represent their respective zones at committee meetings;
- (b) provide reports to the committee when requested;
- (c) Report back to respective zones on committee outcomes and on any issues the committee requests them to;
- (d) Act as conduit for member clubs and committee on any issues with GFAA

6.5.16 Ordinary committee members shall:

- (a) represent the Association
- (b) assist the office holders in the running of the association
- (c) carry out any duty given to them by the committee to enable it to meet its obligations under the Act, these rules and to its members.

6.6 Resignation and removal from office

6.6.1 A committee member may resign from the committee by written notice given to the secretary or, if the resigning member is the secretary, given to the chairperson.

6.6.2 The resignation takes effect:

- (a) when the notice is received by the secretary or chairperson; or
- (b) if a later time is stated in the notice, at the later time.

6.6.3 At a general meeting, the Association may by resolution:

- (a) remove a committee member from office; and
- (b) elect a member who is eligible under Rule 6.3.2 to fill the vacant position.

6.6.4 A committee member who is the subject of a proposed resolution under Rule 6.6.3 may make written representations (of a reasonable length) to the secretary or chairperson and may ask that the representations be provided to the members.

6.6.5 The secretary or chairperson may give a copy of the representations to each member or, if they are not so given, the committee member may require them to be read out at the general meeting at which the resolution is to be considered.

6.7 When membership of committee ceases

6.7.1 A person ceases to be a committee member if the person:

- (a) dies or otherwise ceases to be a member; or
- (b) resigns from the committee or is removed from office under Rule 6.6; or
- (c) becomes ineligible to accept an appointment or act as a committee member under section 39 of the Act;
- (d) becomes permanently unable to act as a committee member because of a mental or physical disability; or
- (e) fails to attend 3 consecutive Committee meetings, of which the person has been given notice, without having notified the Committee that the person will be unable to attend.

6.8 Filling casual vacancies

6.8.1 The committee may appoint a member who is eligible under Rule 6.3.2 to fill a position on the committee that:

- (a) has become vacant under Rule 6.7; or
- (b) was not filled by election at the most recent annual general meeting; or
- (c) Under Rule 6.6.3.

- 6.8.2 If the position of secretary becomes vacant, the committee must appoint a member who is eligible under Rule 6.3.2 to fill the position within 14 days after the vacancy arises.
- 6.8.3 Subject to the requirement for a quorum under Rule 8.5, the committee may continue to act despite any vacancy in its membership.
- 6.8.4 If there are fewer committee members than required for a quorum under Rule 8.5, the committee may act only for the purpose of:
 - (a) appointing committee members under this rule; or
 - (b) convening a general meeting.

6.9 Validity of acts

- 6.9.1 The acts of a committee or subcommittee, or of a committee member or member of a subcommittee, are valid despite any defect that may afterwards be discovered in the election, appointment or qualification of a committee member or member of a subcommittee.

7. COMMITTEE ELECTION/APPOINTMENT

7.1 Becoming a committee member

- 7.1.1 A member becomes a committee member if the member:
 - (a) is elected to the committee at a general meeting; or
 - (b) is appointed to the committee under Rule 7.7
 - (c) is appointed to the committee by the committee to fill a casual vacancy under Rule 6.8.

7.2 Nominations

- 7.2.1 At least 42 days before an annual general meeting, the secretary must send written notice to all the members:
 - (a) calling for nominations for election to the committee; and
 - (b) stating the date by which nominations must be received by the secretary to comply with Rule 7.2.2.
- 7.2.2 A member who wishes to be considered for election to the committee at the annual general meeting must nominate for election by sending written notice of the nomination to the secretary at least fourteen (14) days before the annual general meeting.
- 7.2.3 The written notice must include a statement by another member in support of the nomination.
- 7.2.4 A member may nominate for any specified position of office holder of the Association or to be an ordinary committee member.
- 7.2.5 A member whose nomination does not comply with this rule is not eligible for election to the committee unless the member is nominated under Rule 7.3.1(b)

7.3 General Provisions for Election

- 7.3.1 If the number of members nominating for committee member positions is not greater than the number to be elected, the chairperson of the meeting:
 - (a) must declare each of those members to be elected to the position; and
 - (b) may call for further nominations from the members at the meeting to fill any positions remaining unfilled after the elections under Rule 7.3.2.
 - (c) An eligible person may be nominated if not present.
 - (i) If not present the nominated person must accept their nomination either by a pre-arranged letter of acceptance or electronically via a medium where acceptance is available to all present at meeting eg: speaker phone or video.
- 7.3.2 If the number of members nominating under Rules 7.4, 7.5 or 7.6 is greater than the number to be elected,

- (a) the delegates at the meeting must vote in accordance with procedures that have been determined by the committee to decide the members who are to be elected to the positions.

7.3.3 A member who has nominated for the position may vote for himself or herself if they are a delegate.

7.3.4 On the member's election, the new chairperson of the Association may take over as the chairperson of the meeting.

7.3.5 Each delegate present at the meeting may vote for one member who has nominated for the position.

- (a) Under Rule 9.6, each delegate may vote as the proxy for another delegate.
- (b) A delegate may only have a maximum of five (5) proxy votes.

7.4 Election of office holders

7.4.1 At the annual general meeting, a separate election must be held for each of the following office holder positions of the Association:

- (a) president
- (b) vice president
- (c) secretary
- (d) treasurer

7.4.2 An office holder must be a Delegate of a Member Club.

7.5 Election of Executive Officers

7.5.1 Northern and Southern GFAA Executive Officers

- (a) can only be nominated and voted for by delegates from clubs within their respective regions
- (b) may nominate or second and vote for themselves

7.5.2 An executive officer must be a Delegate of a Member Club.

7.6 Election of general committee members

7.6.1 At the annual general meeting, the number of general committee members elected will be the numbers required to fill vacancies under Rule 6.3.

7.6.2 A general committee member must be an affiliate member of a Member Club.

7.7 Appointment of Recorder

7.7.1 Immediately following the election of committee members at the AGM, the Management Committee shall appoint the Recorder of the Association.

- (a) The Recorder must be an Associate Member of the Association.

8. COMMITTEE MEETINGS

8.1 Committee meetings

8.1.1 The committee must meet at least 3 times in each year on the dates and at the times and places determined by the committee.

8.1.2 The date, time and place of the first committee meeting must be determined by the committee members as soon as practicable after the annual general meeting at which the committee members are elected.

8.1.3 Special committee meetings may be convened by the chairperson or any 2 committee members.

8.2 Notice of committee meetings

- 8.2.1 Notice of each committee meeting must be given to each committee member at least three (3) days before the time of the meeting.
- 8.2.2 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.
- 8.2.3 Unless Rule 8.2.4 applies, the only business that may be conducted at the meeting is the business described in the notice.
- 8.2.4 Urgent business or general business that has not been described in the notice may be conducted at the meeting if the committee members at the meeting unanimously agree to treat that business as urgent.

8.3 Procedure and order of business

- 8.3.1 The chairperson or, in the chairperson's absence, the deputy-chairperson must preside as chairperson of each committee meeting.
- 8.3.2 If the chairperson and deputy chairperson are absent or are unwilling to act as chairperson of a meeting, the committee members at the meeting must choose one of them to act as chairperson of the meeting.
- 8.3.3 The procedure to be followed at a committee meeting must be determined from time to time by the committee.
- 8.3.4 The order of business at a committee meeting may be determined by the committee members at the meeting.
- 8.3.5 A member or other person who is not a committee member may attend a committee meeting if invited to do so by the committee.
- 8.3.6 A person invited under Rule 8.3.5 to attend a committee meeting:
 - (a) has no right to any agenda, minutes or other document circulated at the meeting; and
 - (b) must not comment about any matter discussed at the meeting unless invited by the committee to do so; and
 - (c) cannot vote on any matter that is to be decided at the meeting.

8.4 Use of technology to be present at committee meetings

- 8.4.1 The presence of a committee member at a committee meeting need not be by attendance in person but may be by that committee member and each other committee member at the meeting being simultaneously in contact by telephone or other means of instantaneous communication.
- 8.4.2 A member who participates in a committee meeting as allowed under Rule 8.4.1 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.

8.5 Quorum for committee meetings

- 8.5.1 The quorum for committee meetings shall be four (4).
- 8.5.2 Subject to rule 8.5.3, no business is to be conducted at a committee meeting unless a quorum is present.

8.6 Voting at committee meetings

- 8.6.1 Each committee member present at a committee meeting has one vote on any question arising at the meeting.
- 8.6.2 A motion is carried if a majority of the committee members present at the committee meeting vote in favour of the motion.
- 8.6.3 If the votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.

- 8.6.4 A vote may take place by the committee members present indicating their agreement or disagreement or by a show of hands, unless the committee decides that a secret ballot is needed to determine a particular question.
- 8.6.5 If a secret ballot is needed, the chairperson of the meeting must decide how the ballot is to be conducted.

8.7 Minutes of committee meetings

- 8.7.1 The committee must ensure that minutes are taken and kept of each committee meeting.
- 8.7.2 The minutes must record the following:
 - (a) the names of the committee members present at the meeting;
 - (b) the name of any person attending the meeting under Rule 8.3.5
 - (c) the business considered at the meeting;
 - (d) any motion on which a vote is taken at the meeting and the result of the vote.
- 8.7.3 The minutes of a committee meeting must be entered in the Association's minute book within 30 days after the meeting is held.
- 8.7.4 The chairperson must ensure that the minutes of a committee meeting are reviewed and signed as correct by:
 - (a) the chairperson of the meeting; or
 - (b) the chairperson of the next committee meeting.
- 8.7.5 When the minutes of a committee meeting have been signed as correct they are, until the contrary is proved, evidence that:
 - (a) the meeting to which the minutes relate was duly convened and held; and
 - (b) the matters recorded as having taken place at the meeting took place as recorded; and
 - (c) any appointment purportedly made at the meeting was validly made.

8.8 Subcommittees and subsidiary offices

- 8.8.1 To help the committee in the conduct of the Association's business, the committee may, in writing, do either or both of the following:
 - (a) appoint one or more subcommittees;
 - (b) create one or more subsidiary offices and appoint people to those offices.
- 8.8.2 A subcommittee may consist of the number of people, whether or not members, that the committee considers appropriate.
- 8.8.3 A person may be appointed to a subsidiary office whether or not the person is a member.
- 8.8.4 Subject to any directions given by the committee:
 - (a) a subcommittee may meet and conduct business as it considers appropriate; and
 - (b) the holder of a subsidiary office may carry out the functions given to the holder as the holder considers appropriate.

8.9 Delegation to subcommittees and holders of subsidiary offices

- 8.9.1 In this rule, a **non-delegable duty** means a duty imposed on the committee by the Act or another written law.
- 8.9.2 The committee 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 committee other than:
 - (a) the power to delegate; and
 - (b) a non-delegable duty.

- 8.9.3 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.
- 8.9.4 The delegation may be made subject to any conditions, qualifications, limitations or exceptions that the committee specifies in the document by which the delegation is made.
- 8.9.5 The delegation does not prevent the committee from exercising or performing at any time the power or duty delegated.
- 8.9.6 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 committee.
- 8.9.7 The committee may, in writing, amend or revoke the delegation

9. GENERAL MEETINGS

9.1 Annual General Meeting

- 9.1.1 The Annual General Meeting of members shall be held every calendar year within six months after the end of the Association financial year, with the Committee to determine the date, time and place.
- 9.1.2 All Notices of Motion for consideration at the Annual General Meeting must be handed to the Secretary in writing by 5pm no less than fourteen (14) days prior to the date set for said meeting.
- 9.1.3 The ordinary business of the annual general meeting is as follows:
 - (a) 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;
 - (b) to receive and consider:
 - (i) the committee's annual report on the Association's activities during the preceding financial year; and
 - (ii) 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; and
 - (iii) 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;
 - (iv) 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;
 - (c) to elect the office holders of the Association and other committee members;
 - (d) if applicable, to appoint or remove a reviewer or auditor of the Association in accordance with the Act;
 - (e) to confirm or vary the entrance fees, subscriptions and other amounts (if any) to be paid by members.
- 9.1.4 Any other business of which notice has been given in accordance with these rules may be conducted at the annual general meeting.

9.2 Special General Meeting

- 9.2.1 The committee may convene a special general meeting.
- 9.2.2 The committee must convene a special general meeting if at least 20% of the members require a special general meeting to be convened.
- 9.2.3 The members requiring a special general meeting to be convened must:
 - (a) make the requirement by written notice given to the secretary; and

- (b) state in the notice the business to be considered at the meeting; and
 - (c) each sign the notice.
- 9.2.4 The special general meeting must be convened within 28 days after notice is given under Rule 9.2.3.
- 9.2.5 If the committee does not convene a special general meeting within that 28-day period, the members making the requirement (or any of them) may convene the special general meeting.
- 9.2.6 A special general meeting convened by members under Rule 9.2.5:
 - (a) must be held within 3 months after the date the original requirement was made; and
 - (b) may only consider the business stated in the notice by which the requirement was made.
- 9.2.7 The Association must reimburse any reasonable expenses incurred by the members convening a special general meeting under Rule 9.2.5.

9.3 Notice of general meetings

- 9.3.1 The secretary or, in the case of a special general meeting convened under Rule 9.2.5, the members convening the meeting, must give to each member at least 42 days' notice of a general meeting.
- 9.3.2 The notice must:
 - (a) specify the date, time and place of the meeting; and
 - (b) indicate the general nature of each item of business to be considered at the meeting; and
 - (c) if a special resolution is proposed set out the wording of the proposed resolution as required Provisions for general meetings
- 9.3.3 General Meetings may take place:
 - (a) where the Members are physically present together; or
 - (b) 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.
- 9.3.4 A Member who participates in a meeting as set out in Rule 9.3.3:
 - (a) is deemed to be present at the General Meeting; and
 - (b) continues to be present at the meeting for the purposes of establishing a quorum;
 - (c) until the Member notifies the other Members that he or she is no longer taking part in the General Meeting.
- 9.3.5 The president or, in the president's absence, the vice president must preside as chairperson of each general meeting.
- 9.3.6 If the president and vice president are absent or are unwilling to act as chairperson of a general meeting, the committee members at the meeting must choose one of them to act as chairperson of the meeting.
- 9.3.7 No business is to be conducted at a general meeting unless a quorum is present.
- 9.3.8 If a quorum is not present within 30 minutes after the notified commencement time of a general meeting:
 - (a) in the case of a special general meeting — the meeting lapses; or
 - (b) in the case of the annual general meeting — the meeting is adjourned to
 - (i) the same time and day in the following week; and

- (ii) the same 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.
- (c) If a quorum is not present within 30 minutes after the commencement time of an annual general meeting held under Rule 9.3.8(b) and at least three (3) delegates are present at the meeting, those delegates present are taken to constitute a quorum.

9.4 Adjournment of general meeting

- 9.4.1 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.
- 9.4.2 Without limiting Rule 9.4.1, a meeting may be adjourned:
 - (a) if there is insufficient time to deal with the business at hand; or
 - (b) to give the members more time to consider an item of business.
- 9.4.3 No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- 9.4.4 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 9.3.1.

9.5 Voting at general meeting

- 9.5.1 Only the delegate of a club can vote at a general meeting;
- 9.5.2 On any question arising at a general meeting:
 - (a) subject to Rule 9.6, each delegate has one (1) vote; and
 - (b) delegates may vote personally or by proxy.
- 9.5.3 Except in the case of a special resolution, a motion is carried if a majority of the delegates present at a general meeting vote in favour of the motion.
- 9.5.4 If votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.
- 9.5.5 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.
- 9.5.6 For a delegate to be eligible to vote at a general meeting, the delegate —
 - (a) must have been an Associate member at the time notice of the meeting was given under rule 9.3; and
 - (b) The delegate's Member Club must have paid any fee or other money payable to the Association by the member.
- 9.5.7 At any general meeting a declaration by the Chair that a resolution has been carried or lost and an entry to that effect in the minutes of the Association shall be sufficient evidence of the decision.

9.6 Proxies

- 9.6.1 Subject to Rule 9.6.2, a delegate may appoint an individual who is an Associate Member as his or her proxy to vote and speak on his or her behalf at a general meeting.
- 9.6.2 An Associate Member may be appointed the proxy for not more than five (5) delegates.
- 9.6.3 The appointment of a proxy must be in writing and signed by the delegate making the appointment.
- 9.6.4 The delegate appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf.
- 9.6.5 If no instructions are given to the proxy, the proxy may vote on behalf of the delegate in any matter as the proxy sees fit.

- 9.6.6 If the committee has approved a form for the appointment of a proxy, the delegate may use that form or any other form:
- (a) that clearly identifies the person appointed as the member's proxy; and
 - (b) that has been signed by the member.
- 9.6.7 Notice of a general meeting given to a Member Club must:
- (a) state that the member may appoint an individual who is an Associate Member as a proxy delegate for the meeting; and
 - (b) include a copy of any form that the committee has approved for the appointment of a proxy.
- 9.6.8 A form appointing a proxy must be given to the secretary before the commencement of the general meeting for which the proxy is appointed.
- 9.6.9 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.

9.7 Minutes of general meeting

- 9.7.1 The secretary, or a person authorised by the committee from time to time, must take and keep minutes of each general meeting.
- 9.7.2 The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- 9.7.3 In addition, the minutes of each annual general meeting must record:
- (a) the names of the Members attending the meeting; and
 - (b) any proxy forms given to the chairperson of the meeting under rule
 - (c) the financial statements or financial report presented at the meeting
 - (d) any report of the review or auditor's report on the financial statements or financial report presented at the meeting
- 9.7.4 The minutes of a general meeting must be entered in the Association's minute book within 60 days after the meeting is held and circulated to member Clubs.
- 9.7.5 The chairperson must ensure that the minutes of a general meeting are reviewed and signed as correct by:
- (a) the chairperson of the meeting; or
 - (b) the chairperson of the next general meeting.
- 9.7.6 When the minutes of a general meeting have been signed as correct, they are, in the absence of evidence to the contrary, taken to be proof that:
- (a) the meeting to which the minutes relate was duly convened and held; and
 - (b) the matters recorded as having taken place at the meeting took place as recorded; and
 - (c) any election or appointment purportedly made at the meeting was validly made.

10. DELEGATE MEETING

10.1 Each AGM shall be followed by a Delegate meeting.

- 10.1.1 All Member Clubs are entitled to have their delegates attend the Delegate Meeting.
- 10.1.2 The committee may convene further Delegate Meetings from time to time.

10.2 Delegate Meetings may take place:

- 10.2.1 where the Members are physically present together; or
- 10.2.2 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.

10.3 A Member who participates in a meeting as set out in Rule 10.2:

- 10.3.1 is deemed to be present at the Delegate Meeting; and
- 10.3.2 continues to be present at the meeting for the purposes of establishing a quorum;
- 10.3.3 until the Member notifies the other Members that he or she is no longer taking part in the Delegate Meeting.
- 10.3.4 The president or, in the president's absence, the vice president must preside as chairperson of each delegate meeting.
- 10.3.5 If the president and vice president are absent or are unwilling to act as chairperson of a general meeting, the committee members at the meeting must choose one of them to act as chairperson of the meeting.

11. FINANCIAL MATTERS

11.1 Source of funds

- 11.1.1 The funds of the Association may be derived from entrance fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the committee.

11.2 Control of funds

- 11.2.1 The Association must open an account in the name of the Association with a financial institution from which all expenditure of the Association is made and into which all funds received by the Association are deposited.
- 11.2.2 Subject to any restrictions imposed at a general meeting, the committee may approve expenditure on behalf of the Association.
- 11.2.3 The committee may authorise the treasurer to expend funds on behalf of the Association up to a specified limit without requiring approval from the committee for each item on which the funds are expended.
- 11.2.4 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments of the Association must be signed by:
 - (a) 2 committee members; or
 - (b) one committee member and a person authorised by the committee.
- 11.2.5 All funds of the Association must be deposited into the Association's account within 5 working days after their receipt.

11.3 Financial statements and reports

- 11.3.1 For each financial year, the committee 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.

12. GENERAL MATTERS

12.1 By-laws

- 12.1.1 The Association may, by resolution at a general meeting, make, amend or revoke by-laws.
- 12.1.2 By-laws may:
 - (a) provide for the rights and obligations that apply to any classes of membership approved under Rule 4; and
 - (b) impose restrictions on the committee's powers, including the power to dispose of the association's assets; and

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- (c) impose requirements relating to the financial reporting and financial accountability of the association and the auditing of the association's accounts; and
- (d) provide for any other matter the association considers necessary or convenient to be dealt with in the by-laws.

12.1.3 A by-law is of no effect to the extent that it is inconsistent with the Act, the regulations or these rules.

12.1.4 Without limiting Rule 12.1.3, a by-law made for the purposes of Rule 12.1.2(c) 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.

12.1.5 At the request of a member, the Association must make a copy of the by-laws available for inspection by the member.

12.2 Executing documents and common seal

12.2.1 The Association may execute a document without using a common seal if the document is signed by:

- (a) 2 committee members; or
- (b) one committee member and a person authorised by the committee.

12.2.2 If the Association has a common seal:

- (a) the name of the Association must appear in legible characters on the common seal; and
- (b) a document may only be sealed with the common seal by the authority of the committee and in the presence of:
 - (i) 2 committee members; or
 - (ii) one committee member and a person authorised by the committee,

and each of them is to sign the document to attest that the document was sealed in their presence.

12.2.3 The secretary must make a written record of each use of the common seal.

12.2.4 The common seal must be kept in the custody of the secretary or another committee member authorised by the committee.

12.3 Giving notices to members

12.3.1 In this rule:

recorded means recorded in the register of members.

12.3.2 A notice or other document that is to be given to a member under these rules is taken not to have been given to the member unless it is in writing and —

- (a) delivered by hand to the recorded address of the member; or
- (b) sent by prepaid post to the recorded postal address of the member; or
- (c) sent by facsimile or electronic transmission to an appropriate recorded number or recorded electronic address of the member.

12.4 Custody of books and securities

12.4.1 Subject to Rule 12.4.2, the books and any securities of the Association must be kept in the secretary's custody or under the secretary's control.

12.4.2 The financial records and, as applicable, the financial statements or financial reports of the Association must be kept in the treasurer's custody or under the treasurer's control.

12.4.3 Rules 12.4.1 and 12.4.2 have effect except as otherwise decided by the committee.

12.4.4 The books of the Association must be retained for at least 7 years.

12.5 Record of office holders

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- 12.5.1 The record of committee members and other persons authorised to act on behalf of the Association that is required to be maintained under section 58(2) of the Act must be kept in the secretary's custody or under the secretary's control.

12.6 Inspection of records and documents

- 12.6.1 Rule 12.6 applies to a member who wants to inspect:
- (a) the register of members under section 54(1) of the Act; or
 - (b) the record of the names and addresses of committee members, and other persons authorised to act on behalf of the Association, under section 58(3) of the Act; or
 - (c) any other record or document of the association.
- 12.6.2 The member must contact the secretary to make the necessary arrangements for the inspection.
- 12.6.3 The inspection must be free of charge.
- 12.6.4 If the member wants to inspect a document that records the minutes of a committee meeting, the right to inspect that document is subject to any decision the committee has made about minutes of committee meetings generally, or the minutes of a specific committee meeting, being available for inspection by members.
- 12.6.5 the member may make a copy of or take an extract from a record or document referred to in Rule 12.6.1 but does not have a right to remove the record or document for that purpose.
- 12.6.6 The member must not use or disclose information in a record or document referred to in Rule 12.6.1 except for a purpose:
- (a) that is directly connected with the affairs of the Association; or
 - (b) that is related to complying with a requirement of the Act.

12.7 Dissolution of the Association

- 12.7.1 the Association may cease its activities and have its incorporation cancelled in accordance with Part 10 of the Act:
- (a) after the committee has determined the Association is able to pay or meet its debts and liabilities; and
 - (b) the Members resolve by Special Resolution that the Association will:
 - (i) apply to the Commissioner for cancellation of its incorporation; or
 - (ii) appoint a liquidator to wind up its affairs
- 12.7.2 The Association shall be wound up in accordance with Part 9 of the Act if:
- (a) the committee has determined the Association is unable to pay or meet its debts and liabilities; or
 - (b) the committee or members determine by special resolution to wind up the Association as a result of financial difficulty resulting in or from:
 - (i) being party to any current legal proceedings; or
 - (ii) any other outstanding legal obligations
- 12.7.3 Upon cancellation of the Association, the Surplus Property must only be distributed to one or more of the following:
- (a) an incorporated association under the Act;
 - (b) a body corporate that at the time of the distribution is the holder of a licence under the charitable collections legislation in Western Australia;
 - (c) a company limited by guarantee that is registered as mentioned in section 150 of the Corporations Act 2001 (Cwth);
 - (d) a company holding a licence that continues in force under section 151 of the Corporations Act 2001 (Cwth);

- (e) a body corporate that:
- (f) is a member or former member of the Association; and
- (g) at the time of the Surplus Property is distributed, has rules that prevent the property being distributed to its members;
- (h) a trustee for a body corporate referred to in Rule 12.7.3(e); or
- (i) 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.

12.8 Alteration of rules

- 12.8.1 No repeals of any existing rules and no new rules or alteration, amendments or suspensions of a rule shall be valid unless a special resolution is carried by a three-fourths majority of members present and with voting rights at a General or Special General Meeting and by otherwise complying with Part 3 Division 2 of the Act.
- 12.8.2 Notices of motions to repeal, alter or suspend any rule shall be given to the Secretary at least twenty-one (21) days preceding the Annual or Special General Meeting at which the motion shall be presented. The Secretary shall exhibit the proposal on the Association notice board at least fourteen (14) days prior to such meeting.
- 12.8.3 Within one month after the making of any amendment or addition to the rules of the Association, passed by special resolution, the Management Committee shall lodge the required documents to the Commissioner. No effect will be given to the amendments without the approval of the Commissioner.

12.9 Policy Documents

- 12.9.1 The Committee may by resolution at a committee meeting make amend or revoke policy documents.
- 12.9.2 Policy documents are binding on the committee and members except where they conflict with a Law, the Act or the Constitution.
- 12.9.3 Any changes to Policy Documents are to be circulated to all member Clubs as soon as possible after any such changes are made.
- 12.9.4 Policy documents are to be made available to any member on written or electronic request.