



SENIORS RECREATION COUNCIL
OF WA (Inc)

CONSTITUTION

Amended and Adopted
26th September 2012
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Association No A1002186F

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SENIORS' RECREATION COUNCIL OF WA (Inc)

CONSTITUTION and RULES

1. NAME

The name of the Association is Seniors Recreation Council of WA (Inc) (hereinafter called the Council).

2. DEFINITIONS:

In this constitution the following definitions shall apply:

- (a) 'The Council' shall mean the Seniors Recreation Council of WA, as the Peak Body representing all seniors in active and passive recreation/sport throughout Western Australia.
- (b) 'The Board' shall mean those persons appointed in accordance with Rule Four (4)(ii) and Rule Eight (8), to specific positions for the day to day management of the Council's affairs.
- (c) "Accredited Volunteer" shall mean any person who, at the invitation of the Board, takes an active role in one or more of the Councils Projects for at least six months.

3. OBJECTS

The objects for which the Council is incorporated are:

- (a) To promote the ethos of 'Healthy Ageing Through Activity'.
- (b) To be aware of the emerging/developing needs of Seniors within the field of recreation and sport.
- (c) To initiate, foster and co-ordinate, where necessary, projects which will contribute to providing opportunities for Seniors to participate in recreational and sporting activities.
- (d) To support the establishment of new groups wishing to provide recreational and sporting opportunities for Seniors and to provide advice where required.
- (e) To support the development and expansion of existing Seniors recreation and sporting groups.
- (f) To liaise with other agencies, government & non-government, catering for Seniors needs.
- (g) To influence Local, State and National governments/instrumentalities in the development of practices and policies conducive to encouraging wider participation by all older adults (Seniors) in recreational and sporting groups.
- (h) The income and property of the Council shall be applied solely to the objects of the Council. No portion of the income or property shall be paid, transferred or distributed, directly or indirectly to the members of the Board for gain, provided that nothing shall prevent the payment, in good faith, of reimbursement of expenses to any member, or remuneration to any officer or employee of the Council, or to any person other than a member in return for services rendered to the Council in accordance with the by-laws.

4. ORGANISATIONAL STRUCTURE

- (a) The membership of the Council shall be all Branch Presidents (as Branches are established) and all Accredited Volunteers.

In addition to the Accredited Volunteers, any Sponsoring Organisation, other than a political party or branch or subsidiary of a political party, may be invited to provide a representative to attend any General Meeting with full participation rights.

The Council's Executive Officer and the Department of Sport & Recreation consultant for Seniors shall be members Ex-officio.

A Minute Secretary may be appointed Ex-officio.

- (b) (i) There shall be a Board of Management, hereinafter referred to as the Board.
- (ii) Membership of the Board shall be comprised of the Office Bearers elected in accordance with rules six (6) and eight (8), one (1) Board Member elected by and representing the Regional Branch Presidents and one (1) Board Member elected by and representing the Accredited Volunteers.
The Council's Executive Officer and the Department of Sport & Recreation consultant for Seniors shall be members Ex-officio.
A Minute Secretary may be appointed Ex-officio.
- (iii) The Board shall have the power to do all such legal acts, matters and things and to enter into and make such arrangements as are incidental, or conducive, to the attainment of any or all of the objects of the Council.
- (iv) The Board shall have the power to appoint a person to be the Executive Officer of the Council.
- (v) The Board shall have the power to establish a Regional Branch where a need is identified and to appoint a person as President of such Regional Branch
- (vi) The Board may, from time to time, delegate any of its powers, authority and discretions to the Executive Officer of the Council. The Executive Officer shall exercise powers, authorities and discretions as they conform to any conditions that may be imposed, from time to time, by the Board.
- (vii) A Register of Council members shall be kept and maintained by the Executive Officer in a safe and secure place and made available only to members of the Council. If a membership ceases due to any cause, the Executive officer shall remove such member's name from the Register of Council Members.
- (viii) The Board shall have the power to frame by-laws consistent with these Rules.
(a) Such by-laws shall be binding on all Council members and Regional Branch Committees until repealed or amended by the Board
(b) Such by-laws may impose penalties for any breach of these Rules.
- (ix) Termination of Council or Branch Committee Membership shall be dealt with in accordance with the by-laws.:

(c) Regional Branches

A Branch of Seniors Recreation Council of WA Inc., may only be established by resolution of the Board and shall exist to serve the interests of seniors clubs/groups in a particular region of the State of Western Australia.

Branches shall be established in any region subsequent to a process of local meetings to identify persons interested in the formation of such a branch.

A branch committee will consist of:

Office Bearers:

Branch President (who will be initially appointed by the SRC Board
then subsequently elected by the Branch committee members)

Vice-President

Secretary

Treasurer

and

Additional members as required

The initial term of office for Branch committee Office Bearers shall be as follows:

Branch President: Two years from September following establishment.

Vice President: One year from September following establishment. Then two
years.

Secretary: Two years from September following establishment.

Treasurer: One year from September following establishment. Then two years.

All retiring members shall be eligible for re-election to any position.

5. OFFICE BEARERS

The office bearers of the Council shall be:

State President
Two (2) Vice Presidents
Treasurer

6. MEETINGS

(a) The Council:

There shall be an Annual General Meeting of the Council held no later than the end of
September each year, at such time and place as the Board may determine.

The business to be transacted at this meeting shall be:

- (i) to receive and consider the Council's Audited Financial Statement for the previous financial year and other annual reports of the Board,
- (ii) to elect the Office Bearers and additional representatives to the Board.
- (iii) to conduct such other business as may appear on the notice paper.

(b) The Board:

- (i) The Board shall meet at least once per calendar month with the exception of January, adjourn and otherwise regulate meetings as it thinks fit in accordance with the by-laws.

- (ii) The Executive Officer shall, on the request of the State President or on receipt of a request signed by not less than three (3) of the Board members, summon a special meeting of the Board.
 - (iii) Issues to appear on the notice paper of any Board meeting shall be given to the Executive Officer not less than three (3) days prior to the date of such meeting.
- (c) Quorums:
- (i) The quorum necessary for the transaction of business at the Council's Annual General Meeting shall be a minimum of three (3) Office Bearers plus four (4) other Members.
 - (ii) The quorum necessary for the transaction of business at any Board meeting shall be a minimum of fifty percent plus one (50%+1) of elected Members.
 - (iii) The quorum necessary for the transaction of business at any Branch meeting shall be a minimum of fifty percent plus one (50%+1) of the Branch members.
 - (iv) The quorum necessary for the transaction of business at any other committee or sub-committee meeting shall be a minimum of fifty percent plus one (50%+1) of the members.
 - (v) If within 30 minutes from the time appointed for any meeting a quorum is not present, the meeting shall stand adjourned for one (1) week. If at such adjourned meeting there is no quorum, those present shall be deemed competent to discharge the business.
- (d) Presiding over Meetings:
- (i) The State President when present shall take the chair at all Board and Council meetings.
 - (ii) In the absence of the State President a Vice-President shall take the chair.
 - (iii) The Chairman, at any meeting, shall have a deliberative vote, in the event of a tied vote the Chairman shall have the power to exercise a casting vote which shall be exercised so as to maintain the status-quo.
- (e) Notice of Meetings:
- (i) Notice of the Council's AGM shall be given to all members not less than twenty eight (28) days prior to the date of the proposed meeting.
 - (ii) Notice of all Board Meetings shall be given not less than seven (7) days prior to the date of the proposed meeting.
 - (iii) Notice of all Committee meetings shall be given to all members of the relevant committee not less than forty eight (48) hours prior to the time of the proposed meeting.
 - (iv) Notice of all meetings shall be given to members by mail, electronic transfer or any other method agreed upon."
- (f): Proxies:
- (i) Any Member who is unable to attend a general meeting may be granted a proxy to act on their behalf in all matters.

- (ii) A Member requiring a proxy shall apply using the appropriate form at Appendix A and giving not less than three (3) days notice.
- (iii) No Member may hold more than three (3) proxies.

7. ELECTIONS

- (a)
 - (i) The office bearers shall be elected by and from the members of the Council by a majority vote.
 - (ii) The representative of the Branch Presidents shall be elected by and from the Regional Branch Presidents by a majority vote.
 - (iii) The representative of the Accredited Volunteers shall be elected by and from the Accredited Volunteers by a majority vote.
- (b)
 - (i) Nominations for election to the Board shall be on the approved form and signed by the proposer and nominee.
 - (ii) The completed nomination form shall be delivered to the Executive Officer, who shall assume the role of Returning Officer, no later than the close of business on the last working day in July each year.
- (c): If there are two or more nominations for any Board position, then a Ballot shall be conducted in the following manner:
 - (i) The Returning Officer shall cause Ballot papers to be prepared, listing the candidates with Surname first and in alphabetical order;
 - (ii) The Ballot papers will be forwarded to each Accredited Volunteer, together with a post paid return envelope and an envelope in which the completed Ballot paper/s will be placed;
 - (iii) The Ballot will be decided on a '*first past the post*' voting system;
 - (iv) All votes shall be recorded by placing a 'tick' against the name of the chosen candidate;
 - (v) The Ballot will close not less than three (3) days before the Annual General Meeting;
 - (vi) The Returning Officer will deliver the result of the Ballot/s to the Annual General Meeting.
- (d) The elected members of the Board shall take office at the end of the Council's Annual General Meeting at which they are elected.

8. TERMS OF OFFICE

The elected Board members shall serve the following terms in office:

- (a) State President – for a term of three years
- (b) Two (2) Vice-Presidents for two year terms, with each retiring in alternate years.

- (c) Treasurer for a term of two years.
- (d) Two (2) additional members (one Branch Presidents representative and one Accredited Volunteers representative) for two year terms, with each retiring in alternate years.
- (e) All retiring members shall be eligible for re-election

9. CASUAL VACANCIES:

A casual vacancy in any office because of death, resignation, removal, disqualification or otherwise shall be filled by the Board until the next annual election of officers at which time such vacancies shall be filled as part of that process for the balance of the term.

10. MINUTE SECRETARY

The Board may appoint a Minute Secretary, whose duties shall include attendance at all meetings of the Council and Board and the maintenance of minutes of such meetings.

11. FINANCE

- (a) The Board shall cause true accounts to be kept of the monies received and expended. The Board shall conduct the Council's financial transactions through a bank or other financial institution.
- (b) Withdrawal of monies from the Bank - All Council monies shall be deposited in the Bank under the Council's name. Five signatures shall be lodged with the said Bank for withdrawal purposes, namely State President, two (2) Vice Presidents, Treasurer and the Administration Officer. Any two of the five signatures are necessary on the Council's cheque forms. No two members of the same family, or other liaison, shall be signatories on any cheque.
- (c) Fees - The membership fee, (if any), shall be determined annually by the Council on a recommendation from the Board.
- (d) Financial Year -The financial year shall commence on 1st July each year and end on 30th June the following year.
- (e) Auditor - The Auditor shall be a qualified accountant and is to be appointed annually to conduct an audit of the accounting records and to provide written reports as required.

12. COMMON SEAL

- (a) The Executive Officer shall have safe custody of the Common Seal of the Council.
- (b) The President with one of the Vice-Presidents or the Treasurer shall be responsible for the affixing of the Common Seal to any document.
- (c) The Common Seal shall only be affixed to any document by resolution of the Board.

13. CUSTODY OF RECORDS, BOOKS, DOCUMENTS AND SECURITIES

The Executive Officer shall have custody of all records, books, documents and securities of the Council, other than those required to be kept and maintained by, or in the custody of, the Treasurer, in accordance with the provisions of the Associations Incorporation Act 1987

14. INSPECTION OF RECORDS etc. OF THE COUNCIL

- (a) A Council Member may, at any time convenient to the Board, inspect the records, books, documents and securities of the Council.
- (b) No records, books documents or securities of the Council shall be removed from the Office of Seniors Recreation Council except on the written authority of the President or by resolution of the Board.

15. AMENDMENTS TO RULES

- (a) Proposed amendments, deletions or additions to these rules shall be provided in writing, for discussion at a Board meeting, at least 28 days prior to the Annual General Meeting at which it is intended to propose such changes.
- (b) Subject to sub-rule 15 (a) above, these rules may be amended, deleted or added to by a 75% majority of votes cast as a Special Resolution at the Annual General Meeting of the Council, or a Special General Meeting called for the purpose

16 DISSOLUTION

The Council may be dissolved by Special Resolution passed by a 75% majority of votes cast at a Meeting of the Council called for that purpose.

17. SURPLUS PROPERTY

Distribution of surplus property on winding up of Association

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.

The surplus property must be given or transferred to another association 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.

APPENDIX 'A'

Form of appointment of proxy:

I.....
(full name)

Of.....
(address)

Being a member of Seniors Recreation Council of WA Inc

Appoint.....
(full name of proxy)

Who is a member of Seniors Recreation Council of WA Inc, as my proxy to act on my behalf at the Annual General meeting of Seniors Recreation Council of WA Inc., to be held on :

.....

.....
(Signature of member appointing proxy)

Date.....

Note: A proxy vote may not be given to a person who is not a member of Seniors Recreation Council of WA Inc.