



School Sport WA (Inc.) CONSTITUTION

Revised

APRIL 2018



CONTENT

	Pages
Part 1 - PRELIMINARY details	2
Rule 1 Terms and Definitions.....	2
Rule 2 Name.....	2
Rule 3 Objectives.....	2
Part 2 – MEMBERSHIP	3
Rule 4 - 7 Membership Eligibility and Classes.....	3
Rule 8 - 11 Membership Ceases and Register.....	4
Rule 12 - 13 Membership Rights and Fees.....	5
Part 3 –COMMITTEES	6
Rule 14 - 15 Powers of SSWA Committees and SSWA Office.....	6
Rule 16 - 19: Duties of Members & Composition of Committees	5
Rule 20 - 24 Election & Tenure of Board members & Sport Coordinators..	7
Rule 25 - 27 Resignations and Casual Vacancies.....	8
Part 4 –COMMITTEE MEETINGS OF SSWA	9
Rule 28 - 29 Quorums and Voting Rights for Board or Sub Committees....	9
Rule 30 - 32: Minutes and Personal Interests at Committee level	9
Rule 33 - 37 Board Meetings.....	10
Part 5 –ANNUAL GENERAL MEETINGS and SGM	11
Rule 38 - 39 AGM and SGM Meetings.....	11
Rule 40 - 42 Notice, Quorum and Adjournment of AGM.....	11
Rule 43 - 46 Voting, Proxies, Minutes and Technology use.....	12
Rule 47 - 48 Special Resolutions.....	13
Rule 49 - 50 By Laws and Changes to Constitution.....	13
Part 6 – DISCIPLINARY ACTION, DISPUTES AND MEDIATION	14
Rule 51 Qualifications for Application of Resolution for a Dispute.....	14
Rule 52 - 53 Grievance Procedure and Determination.....	14
Rule 54 - 55 Suspensions and Expulsions.....	15
Rule 56 Rights of Appeal.....	16
Part 7 – FINANCIAL MATTERS	16
Rule 57 - 59 Financial Year, Source and Control of Funds.....	16
Rule 60 - 61 Financial Statements and Property	16
Rule 62 Payments to Members.....	17
Part 8 – GENERAL MATTERS	17
Rule 63 Not for Profit.....	17
Rule 64 Notice to Members	17
Rule 65 Dissolution.....	17
Rule 66 Execution of Documents & Common Seal.....	17
Rule 67 Distribution of Surplus Property.....	17
Rule 68 Custody of Books and Securities	18
Rule 69 Inspection of Records and Documents.....	18
Rule 70 Patron.....	18

PART 1 – PRELIMINARY

1. TERMS AND DEFINITIONS

In this constitution:

Act means Associations *Incorporation Act 2015*;

Annual General Meeting (AGM), of SSWA, means a meeting of SSWA that all members are entitled to receive notice of and to attend;

Association means the incorporated association to which these rules apply;

attached, is in relation to a member who is employed at a member school.

ballot means the process of voting in relation to a matter that is conducted in writing.

Board means the management committee of SSWA;

books, of SSWA, includes the following —

- (a) a register;
- (b) financial records, financial statements or financial reports, however compiled, recorded or stored;
- (c) a document;
- (d) any other record of information;

by laws means by-laws made by SSWA under rule 49;

chairperson means the Board member holding office as the chairperson of SSWA;

financial records includes —

- (a) invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers;&
- (b) documents of prime entry; and
- (c) working papers and other documents needed to explain —
 - (i) the methods by which financial statements are prepared; and
 - (ii) adjustments to be made in preparing financial statements;

financial report, is the documentation required by the relevant Act;

financial statements means the financial statements in relation to SSWA required;

financial year, of SSWA, has the meaning given in rule 57;

member means a member with the rights referred to in rule 7(1);

President means the board member holding office as the President of School Sport WA

Primary management refers to the elected members of the board with a primary background

rules means these rules of SSWA, as in force for the time being;

Secondary management refers to the elected members of the board with a secondary background

School Sport WA office refers to the totality of staff employed by the Department of Education or SSWA tasked with the management of SSWA

School Sport WA Office Managers refers to the office based Department of Education employees tasked with the management of SSWA

Service Agreement refers to the formal contractual allocation of resources and funding agreed to between the Department of Education WA and SSWA.

Special General Meeting(SGM) means a general meeting of SSWA other than the annual general meeting;

special resolution means a resolution passed by the members at a general meeting in accordance with the Act;

sub-committee means a sub-committee appointed by the board under rule 19;

TRB refers to the Teachers Registration Board of Western Australia

Treasurer means the board member holding office as the Treasurer of SSWA.

2. NAME

- (1) The name of SSWA shall be "SCHOOL SPORT WA (Inc.)" (herein after referred to as SCHOOL SPORT WA or SSWA).

3. OBJECTIVES OF SSWA

- (1) The objectives of SSWA shall be:
 - (a) to promote, organise and coordinate interschool sporting competitions;
 - (b) to promote, organise and coordinate interstate sporting competitions approved by School Sport Australia (SSA);
 - (c) to assist students to attend and participate in such interstate sporting competitions; and
 - (d) to promote, organise and coordinate international sporting competitions.

PART 2– MEMBERSHIP

4. ELIGIBILITY FOR MEMBERSHIP

- (1) Any person holding a current TRB registration or is employed at a Western Australian public, independent or catholic school is eligible to apply to become a member.

5. APPLICATION FOR MEMBERSHIP

- (1) An applicant for membership of SSWA becomes a member —
 - (a) automatically when the Western Australian Department of Education formally recognises a school in the delivery of Primary or Secondary schooling; and/or
 - (b) the Board accepts an individual application from the 'Teacher' or 'Associate' membership class.
 - i. Individual member's applications must be signed by the applicant and the member nominating the applicant.
 - ii. Individual members must specify in the application the class of membership to which the application relates.
- (2) The applicant immediately becomes a member, when sub rule (1) has been fulfilled, and is entitled to exercise all the rights and privileges of membership, including the right to vote (if applicable), and must comply with all of the obligations of membership under these rule.
- (3) It is acceptable for SSWA to provide a copy of the rules to new members by electronic transmission or providing the details for the website where the rules may be downloaded. A hard copy must be provided if the member requests that the rules be provided in that manner.
- (4) Membership of SSWA or its office prohibits a person from disclosing information or names linked with or involved with SSWA interests and meetings except for intended purposes.

6. DEALING WITH MEMBERSHIP APPLICATIONS

- (1) SCHOOLS MEMBERSHIP
 - (a) All Western Australian schools in WA are granted automatic inclusion of membership.
- (2) INDIVIDUAL MEMBERSHIP (rule 7)(1b, c, d)
 - (a) Life Members are given membership by the Association after attainment criteria.
 - (b) Teacher or Associate members must apply for Individual membership must apply in writing to SSWA subject to rule 5.
 - (c) Those that wish to apply for Individual membership must apply in writing to SSWA subject to rule 5.
- (3) The Board will consider each application for membership of SSWA and decide whether to accept or reject the application.
- (4) Subject to sub rule (3), the Board will consider applications in the order in which they are received by SSWA.
- (5) The Board may delay its consideration of an application if the Board considers that any matter relating to the application needs to be clarified by the applicant or that the applicant needs to provide further information in support of the application.
- (6) The Board may reject an application even if the applicant —
 - (a) is eligible under rule 4; and
 - (b) has applied under rule 5.
- (7) The Board must notify the applicant of the Board's decision to accept or reject the application as soon as practicable after making the decision.
- (8) If the Board rejects the application, the Board is not required to give the applicant its reasons for doing so.

7. CLASSES OF MEMBERSHIP

- (1) The following classes of member of SSWA exist:
 - (a) **SCHOOL MEMBERS:** Are Western Australian public, independent or catholic schools involved in the delivery of primary or secondary schooling.
 - (b) **LIFE MEMBERS:** Are any person that has formally been awarded as a life member under the criteria in accordance within the [SSWA Membership Awards Policy](#).
 - (c) **TEACHER MEMBERS:** An individual that is currently registered and recognized under the Western Australian TRB.
 - (d) **ASSOCIATE MEMBERS:** An individual that has had management or team based official experiences with SSWA.
- (2) Voting Rights
 - (a) School, Life or Teacher members 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 Board.
 - (b) Associate members do not have any voting rights.
 - (c) An individual cannot vote more than once even if they are eligible for more than one class of membership. Their voting category must be declared before voting commences at the AGM.

(3) Number of Votes:

- (a) **MEMBER SCHOOLS:** Each member school may provide up to five (5) individual voting delegates to the Annual General Meeting (AGM) and to any Special General Meeting. Voting delegates must be working at the member school in that year and be registered with the Western Australian TRB.
- (b) **LIFE MEMBERS:** Each life member will be entitled to one (1) vote.
- (c) **TEACHER MEMBERS:** Each individual member will be entitled to one (1) vote.

8. WHEN MEMBERSHIP CEASES

- (1) A person ceases to be a member when any of the following takes place —
 - (a) dies, or
 - (b) resigns membership, or
 - (c) is expelled from the association.
- (2) The SSWA office must keep a record, for at least one year after a person ceases to be a member, of —
 - (a) the date on which the person ceased to be a member; and
 - (b) the reason why the person ceased to be a member.

9. RESIGNATION

- (1) A member may resign from membership of SSWA by giving written notice of the resignation to the SSWA office.
- (2) The resignation takes effect —
 - (a) when the SSWA office receives the notice; or
 - (b) if a later time is stated in the notice, at that later time.
- (3) A person or school who has resigned from membership of SSWA remains liable for any fees that are owed to SSWA (the **owed amount**) at the time of resignation.
- (4) The owed amount may be recovered by SSWA in a court of competent jurisdiction as a debt due to the SSWA.

10. REGISTER OF MEMBERS

- (1) The SSWA office, will maintain the register of members and record in that register any change in the membership of SSWA.
- (2) The register of members must include the class of membership to which each member belongs and the date on which each member becomes a member. Any change to the register must be recorded within 28 days after the change occurs.
- (3) The SSWA office will use the 'Directory of Schools List' generated by officers of the Department of Education WA as a record of school members (body corporates). Additional classes of membership aligned to individual application or recognition will be kept separately upon acceptance of application.
- (4) All registers of members must be kept at the SSWA office.
- (5) A member who wishes to inspect the register of members must contact the SSWA office to make the necessary arrangements.
 - (a) If a member inspecting the register of members wishes to make a copy of, or take an extract from, the register; or
 - (b) If a member makes a written request to be provided with a copy of the register of members,

The Board will require the member to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of SSWA.

- (6) While a member is entitled to inspect the register free of charge and make a copy of, or take an extract from, the register they have no right to remove the register for that purpose.
- (7) The Board is authorised to determine a reasonable charge for providing a copy of the register.

11. MEMBERS LIABILITIES

- (1) The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of fees for services due.

12. RIGHTS NOT TRANSFERABLE

- (1) A right or privilege or obligation which a person has by reason of being a member of the association
 - (a) is not capable of being transferred or transmitted to another person, and
 - (b) terminates on cessation of the person's membership.

13. MEMBERSHIP FEES

- (1) There are no membership fees aligned to the Association in any form and any changes will be set at the AGM.

PART 3 — COMMITTEES

14. POWERS OF SSWA

- (1) The SSWA shall have power to do all things that are necessary, incidental or conducive to the attainment of the objectives of SSWA.
- (a) **BOARD**
 - i. The Board are the persons who have the power to manage the affairs of SSWA.
 - ii. The Board has power to do all things necessary or convenient to be done for the proper management of the affairs of SSWA.
 - iii. The Board must take all reasonable steps to ensure that SSWA complies with the Constitution, the Act or resolutions passed at an AGM and rules and by-laws associated with these.
 - (b) **SUB-COMMITTEES**
 - i. The sub-committees act as extensions of SSWA to manage selected affairs of SSWA and as such have the power granted to them as outlined by the Board
 - (c) **SPORT COORDINATORS**
 - i. The Sport Coordinator is an elected position at an AGM and is bound by the terms of reference in accordance with the [SSWA Sports Committee Roles and Functions Policy](#).

15. SCHOOL SPORT WA OFFICE

- (1) The SSWA office will provide secretariat and support roles for the management of the affairs of SSWA and as such have been given delegation authority granted to them as outlined by the Board in accordance within the [SSWA Office Roles and Delegations Policy](#) and the Department of Education WA in accordance within the Service Agreement.
- (2) All personnel represented within this office on SSWA committees are not entitled to vote.

DUTIES OF MEMBERS AND COMPOSITION OF COMMITTEES

16. DUTIES OF ALL COMMITTEE MEMBERS

- (1) These individuals must exercise their powers and discharge their duties with a degree of care and diligence that a reasonable person would exercise if that person-
- (a) were an officer of SSWA in SSWA's circumstances; and
 - (b) occupied a position held by, and had the same responsibilities within SSWA as an officer.
- (2) These individuals must exercise their powers and discharge their duties-
- (a) in good faith in the best interests of SSWA; and
 - (b) for a proper purpose.
- (3) These individuals must not improperly use their position to-
- (a) gain an advantage for the officer or another person; or
 - (b) cause detriment to SSWA.
- (4) These individuals must not disclose information or names linked with or involved with SSWA interests and meetings except for intended purposes.
- (5) The President must act within the terms of reference in accordance within the [SSWA Board Committee Roles and Functions Policy](#).
- (6) The Treasurer must act within the terms of reference in accordance within the [SSWA Board Committee Roles and Functions Policy](#).
- (7) Each sub-committee will work under terms of reference in accordance within the [SSWA Sports Committee Roles and Functions Policy](#) and [SSWA Finance Committee Roles and Functions Policy](#) and will be reviewed annually by the Board

17. RECORD OF OFFICE HOLDERS

- (1) The record of Board members and other persons authorised to act on behalf of SSWA must be kept in the control and custody of the SSWA Office.
- (2) The President and Vice Presidents and selected individuals within the SSWA office will be listed as agents of SSWA to use the common seal in accordance with the [SSWA Board Committee Roles and Functions Policy](#).

18. BOARD MEMBERS

- (1) The Board members consist of the following elected officers:
 - (a) President who will act as Chairman and a SSWA office holder
 - (b) Treasurer who will act as a SSWA office holder
 - (c) Secondary Schools Vice President
 - (d) Primary Schools Vice President
 - (e) Five (5) Primary Management Committee members
 - (f) Five (5) Secondary Management Committee members
- (2) A person may be a Board member if the person —
 - a. holds a current TRB registration; and
 - b. is aligned to rule 7 (1)(a)(c).
- (3) A person must not hold 2 or more positions mentioned in sub rule (1) at the same time.
- (4) Under the Act the following persons must not, without leave of the Commissioner, accept an appointment or act as a member of the Board of SSWA if as:
 - (a) a person who is, according to the Interpretation Act 1984 section 13D, a bankrupt or person whose affairs are under insolvency laws;
 - (b) a person who has been convicted, within or outside the State, of-
 - (i) an indictable offence in relation to the promotion, formation or management of a body corporate or
 - (ii) an offence involving fraud or dishonesty punishable by imprisonment for a period of not less than three months; or
 - (iii) an offence under Part 4 Division 3 or section 127 of the Act

19. COMPOSITION OF SUB-COMMITTEES

- (1) To help the Board in the conduct of SSWA's business, the Board may, in writing, do either or both of the following:
 - (a) appoint one or more sub-committees;
- (2) Subject to any directions given by the Board or the SSWA office;
 - (a) a sub-committee 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 under the rules and guidelines of SSWA.
- (3) All members of the sub-committees are bound by rules 16 and 31.

Executive

- (1) The Executive Committee shall act as a sub-committee of the Board and consist of the following members:
 - (a) President– who shall act as sub-committee Chairperson
 - (b) Secondary Vice President
 - (c) Primary Vice President.
 - (d) Treasurer

Primary Management

- (1) The Primary Management Committee shall act as a sub-committee of the Board and consist of the following members:
 - (a) Primary Vice President - who shall act as sub-committee Chairperson.
 - (b) Five (5) Committee Members
 - (c) President
 - (d) Treasurer

Secondary Management

- (1). The Secondary Management Committee shall act as a sub-committee of the Board and consist of the following members:
 - (a) Secondary Vice President – who shall act as sub-committee Chairperson
 - (b) Five (5) Committee Members
 - (c) President
 - (d) Treasurer
 - (e) a representative sub-committee member from each School Sport WA region to be elected annually by their region

Finance

- (1) The Finance Committee shall act as a sub-committee of the Board and consist of the following members:
 - (a) President – who shall act as sub-committee Chairperson
 - (b) At least two (2) Board Members
 - (c) Treasurer
 - (d) Finance Officer

Sport & Regional

- (1) Sport and Regional committees can encompass but are not limited to:
 - (a) Champion Schools events
 - (b) Country and District High school week events
- (2) Sport Committees shall act as a sub-committee of the Board and as such consist of the following members:
 - (a) Sports Coordinator – who shall act as sub-committee Chairperson
 - (b) Up to seven (7) nominated members
 - (c) Such other persons approved by the Board
- (3) Regional Committees are supported by the SSWA but have the capacity to coerce relevant members to this group for the needs of the committee.
- (4) The Board may appoint members outside each Sport Committee to be involved with these or modify the composition of each Sport Committee to match the needs of SSWA and events.

ELECTION AND TENURE OF BOARD AND SPORT COORDINATORS

20. HOW MEMBERS BECOME BOARD MEMBERS OR SPORT COORDINATORS

- a. A member becomes a Board member or Sport coordinator if the member —
 - (a) is elected to either position at an AGM; or
 - (b) is appointed to fill a casual vacancy under rule 27.

21. NOMINATION OF BOARD AND SPORT COORDINATOR MEMBERS

- (1) Not all Board positions can be vacated at any one AGM. Only **50%** of the positions related to the Board will be available for nomination on a rotational basis.
- (2) At least thirty days (**30**) days before an AGM, the SSWA office must send written notice to all the members —
 - (a) calling for nominations for election to the Board and/or Sport Coordinators; and
 - (b) stating the date by which nominations must be received by the SSWA office to comply with sub rule (2).
- (3) A member who wishes to be considered for election to the Board positions at the AGM must nominate for election by sending written notice of the nomination to the SSWA Office at least fourteen (**14**) days before the AGM.
- (4) The notice must be in a written or electronic form and for Board nomination it must include a statement by another member in support of the nomination.
- (5) A member who wishes to be considered for election as a Sport Coordinator position can be nominated from the floor of the AGM.
- (6) A member may nominate as a Board member while holding a Sports Coordinator position.
- (7) A member whose nomination does not comply with this rule is not eligible for election to the Board unless the member is nominated under rule 22(5).
- (8) A member may be absent from the AGM and still consent to their nomination for a position as per sub rule(4) or (5).

22. ELECTION OF BOARD MEMBERS AND SPORT COORDINATORS

- (1) At the AGM, SSWA will elect the number of Board members to hold office as per rule 18.
- (2) At the AGM, a separate election must be held for each position of the Board and Sports Coordinators.
- (3) If only one SSWA member has nominated for a position, the chairperson of the meeting will ask the meeting to vote by hand for the acceptance of the nominee.
- (4) If more than one SSWA member has nominated for a position, all members at the meeting must vote in accordance with procedures that have been determined by the Board to decide who is to be elected to the position.
- (5) If there is no nomination for a position, the chairperson of the meeting may call for nominations from the SSWA members at the meeting.
- (6) A SSWA member who has nominated is entitled to vote for the position and may vote for themselves.
- (7) On the SSWA member's election, the new chairperson of SSWA may take over as the chairperson of the meeting.

23. PROCEDURE OF ELECTION FOR BOARD MEMBERS AND SPORT COORDINATORS

- (1) Should multiple nominations for the Board or Sport Coordinators positions require an election the method of conducting such elections shall be as follows:
 - (a) A member of the SSWA office shall distribute to those attending the AGM a ballot paper containing particulars of the positions to be filled, the candidates nominated and directions for completing the ballot paper.
 - (b) All SSWA class members present at the AGM shall mark their ballot paper by making a single cross opposite the name of the candidate for whom they wish to vote for. Each SSWA member voting shall

vote for the full number of candidates required to be elected to fill the vacancies and neither more nor less.

- (c) No SSWA member shall complete more than one ballot (1) paper for each required.
- (d) A member of the SSWA office will act as the returning officer for votes and be counted by a member of the SSWA office and one (1) non nominated residing Board member.
- (e) Candidates may, if they wish, when consenting to nomination for a position, nominate another person to act as a scrutineer of the counting of votes in the election for the position for which they have been nominated.
- (f) The election shall be in the following order:
 - (i) President, Treasurer, Vice-Presidents, Primary and Secondary Management Members, provided that if any of those positions are not the subject of the election such position or positions shall be excluded from that order.
- (g) If a member has nominated for more than one vacant Board position and is elected to a position all preceding nominations for a position related to that member will be voided. As such ballot papers can be revised to reflect the true number of eligible candidates.
- (h) As a result of sub rule (1)(g), if the number of names remaining on the list is then not more than the number of vacancies to be filled then rule 22(3) is to be evoked.
- (i) In the event of an equality of votes in favour of two or more candidates and it being necessary that one should have a majority over the other candidate the question shall be resolved by lot conducted by the President in such manner as the President shall determine.
- (j) Any ballot paper upon which the votes are not recorded under the correct procedure or which is not completed and received in accordance with the provisions of this rule shall be rejected as informal.

24. TERM OF OFFICE FOR BOARD MEMBERS AND SPORT COORODINATORS

- (1) Each elected Board member and Sport Coordinator will be appointed for a two year term
- (2) The term of office of a Board member begins when the member —
 - (a) is elected at an general meeting or under rule 25(3)(b); or
 - (b) is appointed to fill a casual vacancy under rule 27.
- (3) Subject to rule 26, a Board member or Sports Coordinator holds office until the positions are declared vacant at the next AGM.
- (4) The current rotation of Board members and Sport Coordinators will be used on the adoption of new rules at an AGM.

25. RESIGNATION AND REMOVAL FROM OFFICE

- (1) A Board member or Sports Coordinator may resign from the Board by written notice given to the President or, if the resigning SSWA member is the President, given to the Vice President with the longest tenure.
- (2) The resignation takes effect —
 - (a) when the notice is received in written form by the President or Vice President; or
- (3) At a general meeting, SSWA may by resolution —
 - (a) remove a Board member or Sport Coordinator from office; and
 - (b) elect a member who is eligible under rule 18(2) to fill the vacant position.
- (4) A Board member or Sport Coordinator who is the subject of a proposed resolution under sub rule (3)(a) may make written representations (of a reasonable length) to the President or Vice President and may ask that the representations be provided to the SSWA members.
- (5) The President may give a copy of the representations to each SSWA member or, if they are not given, the SSWA member may require them to be read out at the general meeting at which the resolution is to be considered.

26. WHEN MEMBERSHIP OF THE BOARD OR SPORT COORDINATOR CEASES

- (1) A person ceases to be a Board member or Sport Coordinator if the person —
 - (a) resigns or is removed from office under rule 25 as a Board member or Sport Coordinator; or
 - (b) becomes ineligible to accept an appointment or act as a Board member/Sport Coordinator under the Act;
 - (c) becomes permanently unable to act as a Board member or Sport Coordinator because of a mental or physical disability; or
 - (d) as a Board member fails to attend three (3) consecutive Board meetings, of which the person has been given notice, without having notified the Board that the person will be unable to attend.
- (2) Where a person ceases to be a member as a SSWA Board member or Sport Coordinator, the Act requires that this person, as soon as practicable after their membership or role ceases, deliver to a Board nominated member, all of the relevant documents and records they hold pertaining to the management of SSWA's affairs.

27. FILLING CASUAL VACANCIES

- (1) The Board may appoint a member who is eligible under rule 18(2) to fill a position on the Board or as Sport Coordinator that —
 - (a) has become vacant under rule 26; or
 - (b) was not filled by election at the most recent AGM.
- (2) In the event of there being a casual vacancy in the office of the President during the currency of any year the Vice-President who at the time of the vacancy occurring shall have served as a member of the Board for the longest aggregate period shall succeed to the office of President.
- (3) In the event of there being a casual vacancy as a Primary or Secondary School Management member, Vice-President or Treasurer during the currency of any year the Board may elect a SSWA member to fill such vacancy.
- (4) In the event of there being a casual vacancy as a Sport Coordinator during the currency of any year the Board may elect a SSWA member to fill such vacancy.
- (5) For all other Board positions subject to the requirement for a quorum under rule 28, the Board may continue to act despite any vacancy in its membership.
- (6) If there are fewer Board members than required for a quorum under rule 28, the Board may act only for the purpose of —
 - (a) appointing Board members under this rule; or
 - (b) convening a general meeting.

PART 4 — COMMITTEE MEETINGS

28. QUORUMS FOR BOARD OR SUB-COMMITTEE MEETINGS

- (1) At Board meetings eight (8) members of the Board shall form a quorum.
- (2) At all sub-committee meetings, the quorum shall be **50%** of the members of the committee plus one rounded, upwards to the nearest whole number.
- (3) If a quorum is not present within **30** minutes after the notified commencement time of a meeting —
 - (a) the meeting lapses; and the meeting is adjourned to the same time, day and place in the following week unless specified by the chairman or
 - (b) acts only as required for rule 27(6)
- (4) If the required quorum is not present within **30** minutes after the commencement time of a meeting held under sub rule (3)(b) and at least **2** members are present at the meeting, those members present are taken to constitute a quorum.

29. VOTING AT BOARD OR SUB-COMMITTEE MEETINGS

- (1) Each Board or sub-committee member who is a member of SSWA present at a meeting has one vote on any question arising at the meeting.
- (2) Personnel within the SSWA office on any committee do not have the right to vote.
- (3) A motion is carried if a majority of the Board or sub-committee members present at the meeting vote in favour of the motion.
- (4) If the votes are divided equally on a question, the President or chairperson of the meeting has a second or casting vote.
- (5) A vote may take place by the Board or sub-committee members present indicating their agreement or disagreement or by a show of hands, unless the Board or sub-committee decides that a secret ballot is needed to determine a particular question.
- (6) If a secret ballot is needed, the chairperson of the meeting must decide how the ballot is to be conducted.

30. MINUTES OF BOARD OR SUB-COMMITTEE MEETINGS

- (1) The Board or sub-committee must ensure that minutes are taken and kept of each Board or sub-committee meeting.
- (2) The minutes must record the following —
 - (a) the names of the Board or sub-committee members present at the meeting;
 - (b) the name of any person attending the meeting under rule 35(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.
- (3) The minutes of a Board or sub-committee meeting should be submitted to the School Sport WA office for record within **30** days after the meeting is held.
- (4) The chairperson must ensure that the minutes of a Board or sub-committee meeting are reviewed and signed as correct by —
 - (a) the chairperson of the meeting; or
 - (b) the chairperson of the next committee meeting.
- (5) When the minutes of a Board or sub-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.

31. MATERIAL PERSONAL INTERESTS OF COMMITTEE MEMBERS

- (1) Members of the respective committees who have a material personal interest in a matter being considered at a 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 group concerned
 - (b) in the case of a Board member they must disclose the nature and extent of the interest at the next AGM of SSWA
- (1) This rule does not apply in respect of a material personal interest;
 - (a) that exists only because the member-
 - (i) is an employee of the incorporated association; or
 - (ii) is a member of a class of persons for whose benefit SSWA is established; or
 - (b) that the member has in common with all, or a substantial proportion of, the members of SSWA.
- (2) the member of the committee who has a material personal interest in a matter being considered at these meetings must not be present while the matter is being considered at the meeting or vote on the matter.
- (3) SSWA must record every disclosure made by a committee member of a material personal interest in the minutes of the respective meeting at which the disclosure is made.

32. VALIDITY OF ACTS

- (1) The acts of a Board or sub-committee and its members, are valid despite any defect that may afterwards be discovered in the election, appointment or qualification of a Board member or member of a sub-committee.

BOARD MEETINGS

33. BOARD MEETINGS

- (2) The Board must meet at least three (3) times in each year on the dates and at the times and places determined by the Board
- (3) The date, time and place of the first Board meeting must be determined by the Board members as soon as practicable after the AGM at which the Board members are elected.
- (4) Special Board meetings may be convened by the President or any two (2) Board members.

34. NOTICE OF BOARD MEETINGS

- (1) Notice of each Board meeting will be supplied by the SSWA office and must be given to each Board member seven (7) days before the time of the meeting.
- (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.
- (3) Unless sub rule (4) applies, the only business that may be conducted at the meeting is the business described in the notice.
- (4) Urgent business that has not been described in the notice may be conducted at the meeting if the members at the meeting unanimously agree to treat that business as urgent.

35. PROCEDURE AND ORDER OF BUSINESS

- (1) The President or, in their absence, either Vice– President must preside as chairperson of each Board meeting.
- (2) If the President and Vice– President are absent or are unwilling to act as chairperson of a meeting, the Board members at the meeting must choose one of them to act as chairperson of the meeting.
- (3) The procedure to be followed at a Board meeting must be determined from time to time by the Board.
- (4) The order of business at a Board meeting may be determined by the Board members at the meeting.
- (5) Any other person who is not a Board member may attend a Board meeting if invited to do so by the Board.
- (6) With the exception of the members of the School Sport WA Office, a person invited under sub rule (5) to attend a Board 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 Board to do so; and
 - (c) cannot vote on any matter that is to be decided at the meeting.

36. USE OF TECHNOLOGY TO BE PRESENT AT BOARD MEETINGS

- (1) The presence of a Board member at a Board meeting need not be by attendance in person. They can be deemed to be present if they simultaneously are in contact by telephone or other means of instantaneous communication.

- (2) A member who participates in a Board meeting as allowed under sub rule (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.

37. BOARD PROXIES

- (1) If rule 36 is evoked Board proxies are not required.
- (2) If rule 36 is not evoked then any member of the Board unable to be present at any scheduled meeting or Special Meeting of the Board may appoint another member of the Board as their proxy for that meeting will have full power to vote at that meeting.

PART 5 — ANNUAL & SPECIAL GENERAL MEETINGS

There are two forms of general meetings:

- Annual General Meeting (AGM)
- Special General Meeting (SGM)

38. ANNUAL GENERAL MEETING (AGM)

- (1) The Board must determine the date, time and place of the general meeting.
 - (a) If it is proposed to hold the AGM not later than the end of April at a venue decided by the Board.
 - (b) within any later time that may be allowed or prescribed under section 37 of the Act
- (2) The ordinary business of the AGM is as follows —
 - (a) to confirm the minutes of the previous AGM and of any SGM held since then if the minutes of that meeting have not yet been confirmed;
 - (b) to receive and consider —
 - (i) the SSWA annual report on SSWA's activities during the preceding financial year; and
 - (ii) the financial report of SSWA for the preceding financial year presented under Part 5 of the Act;
 - (iii) 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 SSWA and other Board members;
 - (d) to appoint or remove a reviewer or auditor of SSWA in accordance with the Act;
 - (e) to confirm or vary the entrance fees, subscriptions and other amounts (if any) to be paid by members.
- (3) Any other business of which notice has been given in accordance with these rules may be conducted at the general meeting.

39. SPECIAL GENERAL MEETINGS (SGM)

- (1) A SGM may be convened by the President, the Board or on the requisition of not less than **2%** of SSWA members.
- (2) The members requiring a SGM to be convened must —
 - (a) make the requirement by written notice given to a SSWA office and
 - (b) state in the notice the business to be considered at the meeting; and
 - (c) each must sign the notice.
- (3) The SGM must be convened within **28** days after notice is given under sub rule (3)(a).
- (4) If the Board does not convene a SGM within that **28** day period, the members making the requirement (or any of them) may convene the SGM.
- (5) A SGM convened by members under sub rule (5) —
 - (a) must be held within three (**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.
- (6) SSWA must reimburse any reasonable expenses incurred by the members convening a special general meeting under sub rule (5).

40. NOTICE OF ANNUAL GENERAL MEETINGS

- (1) The SSWA office or, in the case of a SGM convened under rule 41(5), the members convening the meeting, must give to each member —
 - (a) at least **21** days' notice of an AGM if a special resolution is to be proposed at the meeting; or
 - (b) at least **14** days' notice of an AGM meeting in any other case.
- (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 the meeting is the AGM, include the names of the members who have nominated for election to the committee under rule 21(3); and
 - (d) the right of proxy as per rule 44
 - (e) if a special resolution is proposed —
 - (i) set out the wording of the proposed resolution as required by the Act; and

- (ii) state that the resolution is intended to be proposed as a special resolution; and
- (iii) comply with rule 44(6).

41. PRESIDING MEMBER AND QUORUM FOR AGM AND SGM EVENTS

- (1) The President or, in the President's absence, the Vice President with the longest tenure must preside as chairperson of each general meeting.
- (2) If the President and the senior most Vice President are absent or are unwilling to act as chairperson of a general meeting, the Board members at the meeting must choose one of them to act as chairperson of the meeting.
- (3) At all AGM or SGM events, twenty-five (**25**) members entitled to vote shall form a quorum.
- (4) No business is to be conducted at a general meeting unless a quorum is present.
- (5) If a quorum is not present within **30** minutes after the notified commencement time of a general meeting —
 - (a) in the case of a SGM — the meeting lapses; or
 - (b) in the case of the AGM — 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.
- (6) If the required quorum is not present within **30** minutes after the commencement time of an annual general meeting held under sub rule (5)(b) and at least 10 members are present at the meeting, those members present are taken to constitute a quorum.

42. AJOURNMENT OF AGM AND SGM EVENTS

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of a majority of the members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- (2) Without limiting sub rule (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.
- (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.
- (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 40.

43. VOTING AT AGM AND SGM EVENTS

- (1) On any question arising at a general meeting —
 - (a) members have the voting rights as outlined under rule 7(2+3); and
 - (b) all members may vote personally or by proxy as per rule 44.
- (2) Except in the case of a special resolution, a motion is carried if a majority of the members present at an AGM vote in favour of the motion.
- (3) If votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.
- (4) If the question is whether or not to confirm the minutes of a previous AGM or SGM, only members who were present at that meeting may vote.
- (5) For a person to be eligible to vote at an AGM or SGM as a member, or on behalf of a school member, the member —
 - (a) themselves held a class of membership at the time of notice of the meeting given under rule 40.

44. PROXIES FOR MEMBERS AT ALL GENERAL MEETINGS

- (1) Subject to sub rule (2), members aligned to an individual class may appoint an individual who is a member as his or her proxy to vote and speak on his or her behalf at either general meeting.
- (2) Schools may elect another member to vote for up to five (**5**) of their members.
- (3) The appointment of a proxy must be in writing and signed by the member making the appointment and presented before any voting takes place or the Board is unable to accept their proxy.
- (4) The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf.
- (5) If no instructions are given to the proxy, the proxy may vote on behalf of the member in any matter as the proxy sees fit.
- (6) Notice of a AGM or SGM given to a member under rule 38 + 40 must —
 - (a) state that members may appoint an individual who is a member as a proxy for the meeting; and
 - (b) include a copy of any form that the Board has approved for the appointment of a proxy.
- (7) A form appointing a proxy can be sent and returned by post or electronically to the SSWA office prior to the commencement of the general meeting for which the proxy is appointed.

45. MINUTES OF AGM OR SGM EVENTS

- (1) A person authorised by the Board, must take and keep minutes of each AGM or SGM.
- (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.
- (3) In addition, the minutes of each AGM must record —
 - (a) the names of the SSWA members attending the meeting; and
 - (b) any proxy forms given to the chairperson of the meeting under rule 44(7); and
 - (c) the financial statements or financial report presented at the meeting, as referred to in rule 61(2)(c); and
 - (d) any report of the review or auditor's report on the financial statements or financial report presented at the meeting, as referred to in rule 61(2)(d).
- (4) The minutes of a general meeting will be completed within **30** days after the meeting is held.
- (5) The chairperson must ensure that the minutes of an AGM or SGM are reviewed and signed as correct by —
 - (a) the chairperson of the meeting; or
 - (b) the chairperson of the next AGM or SGM.
- (6) When the minutes of a AGM or SGM 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.

46. USE OF TECHNOLOGY TO BE PRESENT AT AGM AND SGM EVENTS

- (1) The presence of a member at a general meeting need not be by attendance in person but may be by that member and each other member at the meeting being simultaneously in contact by telephone or other means of instantaneous communication.
- (2) A member who participates in a general meeting as allowed under sub rule (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.

47. WHEN SPECIAL RESOLUTIONS ARE REQUIRED

- (1) A special resolution is required if it is proposed under the requirements of the Act.

Note for this rule:

A special resolution is required if an incorporated association proposes to do any of the following—

- (a) to adopt these model rules (section 29(1));
- (b) to alter its rules, including changing the name of SSWA (section 30(1));
- (c) to decide to apply for registration or incorporation as a prescribed body corporate (section 93(1));
- (d) to approve the terms of an amalgamation with one or more other incorporated associations (section 102(4));
- (e) to be wound up voluntarily (section 121(2)) or by Supreme Court (section 124(a) and Schedule 4 item 9);
- (f) to cancel its incorporation (section 129).

48. DETERMINING WHETHER A RESOLUTION IS CARRIED

- (1) Subject to sub rule (4), the chairperson of a AGM or SGM may, on the basis of general agreement or disagreement or by a show of hands, declare that a resolution has been —
 - (a) carried; or
 - (b) carried unanimously; or
 - (c) carried by a particular majority; or
 - (d) lost.
- (2) If the resolution is a special resolution, the declaration under sub rule (2) must identify the resolution as a special resolution.
- (3) If a ballot is demanded on any question by the chairperson of the meeting or by at least three (3) other members present in person or by proxy —
 - (a) the ballot must be taken at the meeting in the manner determined by the chairperson;
 - (b) the chairperson must declare the determination of the resolution on the basis of the ballot.
- (4) If a ballot is demanded on the election of the chairperson or on a question of an adjournment, the ballot must be taken immediately.
- (5) If a ballot is demanded on any other question, the ballot must be taken before the close of the meeting at a time determined by the chairperson.
- (6) A declaration under sub rule (2) or (4) must be entered in the minutes of the meeting, and the entry is, without proof of the voting in relation to the resolution, evidence of how the resolution was determined.

49. BY-LAWS OR POLICIES

- (1) SSWA have a number of by laws and policies to help in the governance for the association. These are amended or revoked by the Board.

- (2) A by-law/policy is of no effect to the extent that it is inconsistent with the Act, the regulations or these rules.
- (3) Without limiting sub rule (3), a by-law/policy made for the purposes of sub rule (4)(c) may only impose requirements on SSWA that are additional to, and do not restrict, a requirement imposed on SSWA under the Act.
- (4) By-laws/policies may —
 - (a) provide for the rights and obligations that apply to any class of SSWA membership approved under rule 7(1); and
 - (b) impose restrictions on the Board's powers, including the power to dispose of SSWA's assets; and
 - (c) impose requirements relating to the financial reporting and financial accountability of SSWA and the auditing of SSWA's accounts; and
 - (d) provide for any other matter SSWA considers necessary or convenient to be dealt with in the by-laws.
- (5) At the request of a member, SSWA must make a copy of the by-laws/policies available for inspection by the member.

50. ALTERATION OF CONSTITUTION

- (1) If SSWA wants to alter or rescind any of these rules, or to make additional rules, SSWA may do so only by special resolution.
- (2) The constitution shall only be added to, repealed, or amended by resolution at any AGM or SGM.
- (3) Notice of motion must be given in writing containing the name of the proposer and seconder and shall state what clause of the constitution it is proposed to add to, rescind or amend, quoting the number of the clause. This notice of motion must be in the hands of the SSWA office in time to allow the SSWA office to give notice required by rule 51(1)
- (4) No motion proposing to amend the Constitution shall be passed unless seconded at the meeting and agreed to by at least three quarters (75%) of those present and voting.

PART 6 —DISPUTES, DISCIPLINARY ACTION & APPEALS

51. QUALIFICATION FOR THE APPLICATION OF RESOLVING A DISPUTE

- (1) The grievance procedure applies to disputes between -
 - (a) one or more members and any SSWA committees;
- (2) It will only be applicable to:
 - (b) individual members disputes if they involve a competition format organised under SSWA auspice;
 - (c) that some attempt by members has been made to resolve the issue amongst themselves.
- (3) All other disputes between members will need to be directed to the Department of Education WA or respective school based administrators.
- (4) The grievance may be made to the committee by any person that is a member of the association ascertains another member has:
 - (a) refused or neglected to comply with a provision or provisions of this constitution, competition rules or
 - (b) wilfully acted in a manner prejudicial to the interests of the association.
- (5) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.

52. GRIEVANCE PROCEDURE

- (1) If the parties to a dispute are unable to resolve the dispute between themselves, any party to the dispute may start the grievance procedure by giving written notice to the SSWA office of—
 - a. the parties to the dispute; and
 - b. the matters that are the subject of the dispute.
- (2) If the committee decides to deal with the complaint:
 - a. Within **28** days after the SSWA office is given notice, a Board or sub-committee meeting must be convened to consider and determine the dispute
 - b. The SSWA office must give each party to the dispute written notice of the committee or Board meeting at which the dispute is to be considered and determined at least **7** days before the meeting is held.
- (3) The notice given to each party to the dispute must state —
 - a. when and where the meeting is to be held; and
 - b. that the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the Board or sub-committee about the dispute.
- (4) A party no later than **7** days prior to the scheduled meeting may request a mediator to help facilitate discussion before the scheduled meeting as per the '[SSWA Mediation: Selection and Procedural](#)' policy.

51. DETERMINATION OF DISPUTE BY A BOARD OR SUB-COMMITTEE

- (1) At a Board or subcommittee meeting at which a dispute is to be considered and determined, 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 respective committee about the dispute; and
 - b. give due consideration to any submissions so made; and
 - c. determine the dispute.
- (2) The Board or sub-committee must give each party to the dispute written notice of their determination, and the reasons for the determination, within **7** days after the meeting at which the determination is made.
- (3) A party to the dispute may, within **14** days after receiving notice of the determination, give written notice to the SSWA office requesting an appeal under rule 56.

SUSPENSION OR EXPULSIONS

52. SUSPENSION OR EXPULSION

- (1) The Board or sub-committees may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances
- (2) These facts must be linked to —
 - (a) the degree of severity and duration of a breach of SSWA rules; or
 - (b) whose conduct is in the opinion of the Board or sub-committee is injurious to the character of SSWA; or
 - (c) the SSWA member acts detrimentally to the interests of SSWA.
- (3) The SSWA office must give the member written notice of the proposed suspension or expulsion at least **14** days before the Board or sub-committee meeting at which the proposal is to be considered.
- (4) The notice given to the SSWA member must state —
 - (a) when and where the Board or sub-committee meeting is to be held; and
 - (b) the grounds on which the proposed suspension or expulsion is based; and
 - (c) that the SSWA member, or the member's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the respective committee about the proposed suspension or expulsion;
- (5) At the Board or sub-committee meeting, the chairman must —
 - (a) give the SSWA member, or the member's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the Board or sub-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 SSWA member's membership and, if the decision is to suspend the membership, the period of suspension; or
 - (ii) whether or not to expel the member from SSWA.
- (6) All sub-committees decisions based on sub rule (4)(c) must seek approval from the Board.
- (7) If the committee expels or suspends a member, the SSWA office must, within **7** days after the action is taken, cause written notice to be given to the member of the action taken,
- (8) A decision of the Board to suspend the SSWA member's membership or to expel the member from SSWA takes immediate effect.
- (9) A SSWA member whose membership is suspended or who is expelled from SSWA may, within **14** days after receiving notice of the Board's decision under sub rule (7), can give written notice to the SSWA Office requesting the requesting an appeal under rule 56.

53. CONSEQUENCES OF SUSPENSION

- (1) During the period a SSWA member's membership is suspended, the SSWA member —
 - (a) loses any rights (including voting rights) arising as a result of membership; and
 - (b) is not entitled to a refund, rebate, relief or credit for any fees paid, or payable, to SSWA
- (2) When a SSWA member's membership is suspended, the SSWA office must record in the register of members—
 - (a) that the SSWA member's membership is suspended; and
 - (b) the date on which the suspension takes effect; and
 - (c) the period of the suspension.
- (3) When the period of the suspension ends, the SSWA office must record in the register of SSWA members that the member's membership is no longer suspended.

RIGHT OF APPEAL

54. RIGHT OF APPEAL FOR A DISCIPLINED MEMBER

- (1) A member may appeal to the association within **7** days after notice of the resolution is served on the member, by lodging with the SSWA office a notice to that effect.
- (2) The notice needs to outline any new information or a request for review of the determination or penalty application and on what grounds.
- (3) If no notice within the timeframe outlined in sub rule (1) or no grounds has been expressed as outlined in sub rule (2) then the appeal will not be upheld.
- (4) On receipt of a notice from a member under sub rule (1), the SSWA office must notify the Board or subcommittee, which is to convene a full board meeting by electronic or personal means to ascertain the validity of the appeal within **28** days after the date on which the SSWA office received the notice.
- (5) At a this meeting convened under sub rule (4):
 - (a) no business other than the question of the appeal is to be transacted, and
 - (b) the Board or sub committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - (c) the members involved in the hearing present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (6) The appeal is to be determined by a simple majority of votes cast by members of the appeal hearing.

PART 7 — FINANCIAL MATTERS

57. FINANCIAL YEAR

- (1) The financial year of SSWA spans from January 1st to December 31st of each year.

58. SOURCE OF FUNDS

- (1) The funds of SSWA are primarily derived through an agreement between SSWA and the Department of Education WA. They may also be derived from sport and team fees, donations, fund-raising activities, grants, interest and any other sources approved by the Board.

59. CONTROL OF FUNDS

- (1) SSWA must have an account in the name of SSWA with a financial institution from which all expenditure of SSWA is made and into which all funds received by SSWA are deposited.
- (2) Any additional accounts not held in the name of SSWA but linked to the business of or result of SSWA must be listed for the Board's approval.
- (3) Subject to any restrictions imposed at an AGM, the Board may approve expenditure on behalf of SSWA in accordance with the [SSWA Board Committee Roles and Functions Policy](#)
- (4) Negotiable instruments for the financial transaction of SSWA must be signed by —
 - (a) two (2) members authorised to sign by the Board
 - i. a minimum of one of the nominated Board members must be one of the two signatures required for authorisation at all times
 - ii. the President and Treasurer are recognised as the nominated Board members.
 - iii. Designated SSWA Office managers have the capacity to be the other signature in accordance within the [SSWA Office Roles and Delegations Policy](#) but must abide by all other financial delegation obligations.
- (5) All funds of SSWA must be deposited into SSWA's account within five (5) working days after their receipt.
- (6) All money or property of SSWA not subject to any special trust may be used to carry out the objectives of SSWA.

60. PROPERTY

- (1) All money, property or items used to conduct operational, communication or meeting practices of SSWA remains with SSWA on exit of membership or role within SSWA.

61. FINANCIAL STATEMENTS AND FINANCIAL REPORTS

- (1) For each financial year, the Board must ensure that the requirements imposed on SSWA relating to the financial statements or financial report of SSWA are met.

- (2) Without limiting sub rule (1), those requirements include —
- (a) the preparation of the financial report; and
 - (b) if required, the review or auditing of the financial statements or financial report, as applicable; and
 - (c) the presentation to the AGM of the financial statements or financial report, as applicable; and
 - (d) if required, the presentation to the AGM a copy of the report of the review or auditor's report, as applicable, on the financial statements or financial report.

62. PAYMENTS TO BOARD MEMBERS AND SUB COMMITTEE MEMBERS

- (1) A payment to a member out of the funds of SSWA is authorised if it is —
- (a) the payment in good faith to the member as reasonable remuneration for any services provided to SSWA, or for goods supplied to SSWA, in the ordinary course of business; or
 - (b) the reimbursement of reasonable expenses properly incurred by the member on behalf of SSWA—
 - i. in attending a meetings or conferences
 - ii. otherwise in connection with SSWA's operational business.

PART 8 — GENERAL MATTERS

63. NOT FOR PROFIT

- (1) The property and income of SSWA must be applied solely towards the promotion of the objects or purposes of SSWA 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.

64. GIVING NOTICES TO MEMBERS

- (1) 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.

65. DISSOLUTION

- (1) SSWA may be dissolved by resolution at any AGM or SGM called for the purpose on a majority of three quarters (**75%**) of the members present.

66. EXECUTING DOCUMENTS AND COMMON SEAL

- (1) SSWA may execute a document without using a common seal if the document is signed by —
- (a) two (**2**) Board members; or
 - (b) one (**1**) Board member and a person authorised by the Board.
- (2) If SSWA has a common seal —
- (a) the name of SSWA 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 Board and in the presence of —
 - (i) two (**2**) Board members; one of which must be the President or
 - (ii) the President and a person authorised by the Board,
- and each of them is to sign the document to attest that the document was sealed in their presence.
- (3) The SSWA office must make a written record of each use of the common seal.
- (4) The common seal must be kept in the custody of the SSWA office personnel and within the premises of the SSWA office.

67. DISTRIBUTION OF SURPLUS PROPERTY ON CANCELLATION OF INCORPORATION OR WINDING UP

- (1) In this rule —
- surplus property**, in relation to SSWA, means property remaining after satisfaction of —
- (a) the debts and liabilities of SSWA; and
 - (b) the costs, charges and expenses of winding up or cancelling the incorporation of SSWA, but does not include books relating to the management of SSWA.

- (2) On the cancellation of the incorporation or the winding up of SSWA, its surplus property can be divided amongst current or former school members and whose rules do not prevent the distribution of this property to its school.

68. CUSTODY OF BOOKS AND SECURITIES

- (1) Subject to sub rule (2), the books and any securities of SSWA must be kept in the SSWA office custody.
- (2) The financial records and, as applicable, the financial statements or financial reports of SSWA must be kept in the SSWA office custody.
- (3) Sub rules (1) and (2) have effect except as otherwise decided by the Board.
- (4) The books of SSWA must be retained for at least seven (7) years.

69. INSPECTION OF RECORDS AND DOCUMENTS

- (1) Sub rule (2) applies to a member who wants to inspect —
 - (a) the register of members or
 - (b) the record of the names and addresses of Board members, and other persons authorised to act on behalf of SSWA or
 - (c) any other record or document of SSWA.
- (2) The SSWA member must contact the SSWA office, to make the necessary arrangements for the inspection.
- (3) The inspection must be free of charge.
- (4) If the SSWA member wants to inspect a document that records the minutes of a Board or sub-committee meeting, the right to inspect that document is subject to any decision the Board or sub-committee has made about minutes of these meetings generally, or the minutes of a specific meeting, being available for inspection by SSWA members.
- (5) The SSWA member may make a copy of or take an extract from a record or document referred to in sub rule (1)(c) but does not have a right to remove the record or document for that purpose.
- (6) The SSWA member must not use or disclose information in a record or document referred to in sub rule (1)(c) except for a purpose —
 - (a) that is directly connected with the affairs of SSWA; or
 - (b) that is related to complying with a requirement of the Act.

70. PATRON

- (1) SSWA can nominate a suitable patron at each AGM.