

CONSTITUTION
OF THE
W.A. RECREATIONAL WATER SPORTS ASSOCIATION (INC) (A1004816L)

The Association shall be known as the W.A. Recreational Water Sports Association (Inc) hereinafter referred to as The Association.

The Venue shall be known as the Burswood Water Sports Centre.

1.0 Definitions

The Association – is the joint organisation set up by the five member bodies ie

Boating Industry Association of Western Australia A0720160Y.
Power Dinghy Racing Club Inc A1001147M.
West Australian Speed Boat Club A0500044T.
Western Australian Water Ski Association Inc. A0590061A.
West Australian Marathon Club Inc. A0820069B.

Body – One of the five member bodies referred to above.

The Board – The Board of Management of The Association, made up of two delegates from each of the five bodies.

The Executive – President, Vice President and Treasurer of The Association.

Delegate – One of the two persons appointed by a Body to The Board.

Venue – All of the land, buildings and other facilities comprising Agreement No. M573657 – S13; General Lease -79 LAA.

2.0 Objects

To hold in perpetuity all rights to the Venue together with all improvements for the term of the current lease, together with any extensions which may be granted.

To properly manage the building and surrounding land on the crown lease for use by The Association and the member bodies.

To promote the respective sports of the member bodies.

To do all things which are incidental or conducive to the attainment of the objects of The Association.

3.0 Formation and Resignation

The Association shall be a permanent organisation and no one body shall cause any of the other bodies to retire except under their own volition (except as provided for in Clause 14). Such resignation must be by a letter of intent to resign. In the event of a resignation, the resigning body shall not be entitled to the return of any monies of any kind.

4.0 Membership

The membership of The Association shall comprise the five member bodies as set out in Clause 1.

4.1 Assignment of Membership Rights

None of the Bodies may assign or transfer their membership rights or benefits to any other person or organisation.

5.0 Distribution of Property

The property and income of The Association shall be applied solely towards the promotion of the objects or purposes of The Association and no part of that property or income shall be paid directly or indirectly to members of The Association except in good faith in promotion of these objects.

6.0 The Board

The Board shall comprise 10 voting delegates, two from each of the five member bodies, and there will be no other voting members of The Board. The Office bearers shall be appointed at the Annual General Meeting. Existing Office bearers may stand for re-election. The President and the Vice President shall not be members of the same member body.

- 6.1 The delegates shall be appointed in writing by their respective member bodies. In the event of a delegate being unable to attend any meeting of The Board, written proxies are permitted.
- 6.2 The President and the Vice President shall be elected from the 10 voting delegates. The President shall have a casting vote only in the negative in addition to his deliberative vote.
- 6.3 The quorum for all meetings of The Board shall be five delegates who must represent four of the five member bodies. If there is no Quorum present then the meeting shall stand adjourned for seven days to the same time and venue, if at this second meeting there is still no Quorum present then those present and able to vote shall be deemed to be a Quorum.
- 6.4 At all meetings of The Board the President shall take the Chair or if he is not present within 15 minutes the Vice President shall take the chair. If neither are present The Board may nominate one of their number to take the chair or adjourn the meeting to a date fixed by The Board.
- 6.5 Board meetings shall be held monthly or at The Board's discretion.
- 6.6 Meeting notices of The Board shall be sent in writing by post or by electronic means to all delegates, advising them of the time and place of the meeting.
- 6.7 The financial year of The Association shall commence on the 1st of July.
- 6.8 All additions, deletions, or amendments to the Bylaws shall lie on the table until the following meeting of The Board where it shall be put to the vote. A three quarters majority shall be required.

7.0 Election of Officers

All persons elected under this clause shall not be entitled to vote at any meeting of The Board. They shall be entitled to speak. Should a delegate be elected to a position under this clause then that delegate's member body shall have the option of leaving that person with a vote or of replacing that person with another person who will become the voting delegate. The Board may give voting rights at Sub Committee meetings to any person that it appoints to a sub committee formed by The Board.

7.1 The Board shall elect from their ranks or from outside their ranks, persons to fill the positions of Treasurer, Secretary and Manager.

7.2 Treasurer

The Treasurer shall attend all meetings of The Board. The Treasurer shall keep all the books and accounts of The Association in order and up to date in such a manner that they may be properly audited. The Treasurer shall present a Financial Statement to each Board Meeting, and shall present an Audited set of accounts to the Annual General Meeting. The financial year shall end on 30th June.

7.3 Secretary

The Secretary shall attend all meetings of The Board and shall record the minutes of all Board meetings. The Secretary shall maintain an up to date record of the names and addresses of all of The Board members and the names and addresses of the Secretaries of the five member bodies.

7.4 Manager

The Board may appoint a Manager to control the day to day operations of the Venue. The Manager's responsibilities shall include the co-ordination and timing of the use of the Venue by the five member bodies.

7.5 It is intended that the five member bodies shall each have the right to a fair and equitable share of the use of the Venue. In the event that a member body feels aggrieved regarding its' use of the Venue it will appeal to The Board. If the member body is unable to resolve the matter with The Board then the matter will be referred to an independent arbitrator agreeable to all parties who shall determine the matter. The arbitrators' decision will be accepted by all parties.

8.0 Annual General Meeting

The Annual General Meeting shall be held within 60 days of the end of the financial year.

The Quorum shall be defined in Clause 6.3. If there is no Quorum present then the meeting shall stand adjourned for seven days to the same time and Venue. If at this second meeting there is still no Quorum present then those present and able to vote shall be deemed to be a Quorum.

The voting members at the AGM are as defined under Clause 6. The Chairman may allow observers to attend the AGM and they may speak at the invitation of the Chairman.

8.1 Order of Business

- 8.1.1 Confirmation of the Minutes of the previous AGM.
- 8.1.2 Correspondence.
- 8.1.3 President's Report.
- 8.1.4 Treasurer's Report and Audited Financial Statements.
- 8.1.5 Election of Office Bearers.
- 8.1.6 Appointment of Auditor.
- 8.1.7 Determination of Annual membership fees.
- 8.1.8 Formal Agenda Items.
- 8.1.9 General Business at the Chairman's discretion.

9.0 Funds

The funds of The Association shall be placed in a bank account in the name of The Association and shall be operated by the President, Vice President and Treasurer on a two to sign basis. Prior to payment all accounts must be approved by The Board or by The Executive.

10.0 Patrons

The Board may appoint a Patron or Patrons. Patrons shall have the right to attend any meeting, but shall have no voting rights. These appointments shall be reviewed annually.

11.0 Arbitrator

The Board may appoint an Arbitrator. This appointment shall be reviewed annually.

12.0 Changes to the Constitution

The constitution may only be amended by the unanimous vote of all delegates (present or proxy) at a properly convened meeting of The Board, for which formal written notice of the proposed changes shall have been sent to each delegate and to each member body. Such resolution if agreed shall be placed on the agenda for the next meeting which shall be held not less than 60 days after the first meeting. The motion must then be put and passed by a unanimous vote of all delegates (present or proxy) voting.

13.0 Common Seal

The Common Seal of The Association, engraved with the name of The Association, shall be kept in the custody of the Secretary. The seals shall not be used or affixed to any document except by resolution of The Board and in the presence of the President and one member of The Board who shall subscribe their names as witnesses.

14.0 Termination

In the event that one of the member bodies fails to meet its financial obligations to The Association and or becomes insolvent then that member may have its' membership terminated. This proposed termination shall be communicate to all the member bodies in writing and shall not take effect within twelve months of the notice of the notice of termination. A Board meeting shall then be held to review and confirm the proposed termination. After the notice of termination is first served, The Board shall operate with 8 voting delegates, and wherever there is a reference to five member bodies this shall be read as four member bodies. Clause 6.3 shall read "The quorum for all meetings of The Board shall be four delegates who must represent three of the four member bodies." The member body who is terminated under this clause shall not be entitled to the return of any monies of any kind.

15.0 Dissolution

If on the winding up of The Association there remains property of The Association after the satisfaction of the debts and liabilities of The Association, the same shall not be distributed amongst the members or former members of The Association, but shall be given or transferred to another Association, Incorporated in Western Australia, having similar objects to The Association or for charitable purposes. The liability of member bodies shall be limited to a sum of twenty dollars.

BYLAWS
OF THE
W.A. RECREATIONAL WATER SPORTS ASSOCIATION (INC)

1.0 The qualification for membership of The Association shall be the payment of a sum of money as determined by The Board as a once only payment. Each of the following 4 member bodies the Boating Industry Association of WA, the Power Dinghy Racing Club , The West Australian Speed Boat Club, and the Western Australian Water Ski Association Inc will have credited to a special reserve account in the books of The Association an amount of \$62,500. This will be a long term, non interest bearing loan. This will appear as a liability in The Association's accounts. This liability will not become due and payable until The Association sees fit.

The West Australian Marathon Club Inc will have credited to a special reserve account in the books of The Association an amount of \$125,000. This will be a long term non interest bearing loan. This will appear as a liability in The Association's accounts. This liability will not become due and payable until The Association sees fit.

In this eventuality, if the net assets of The Association are equal to or exceed \$374,000 then the liability will be paid in full including interest. If the assets of The Association are less than \$374,000 then the balance of the funds after the satisfaction of all other debts will be divided equitably amongst the 5 member bodies.

2.0 The Board shall agree on a schedule of use for the Venue. On any day where one of the member bodies has the use of the adjacent water facilities then that member body shall have priority use of the land and the Venue should it so desire.

3.0 The Board acknowledges the importance of the position and structure of the existing judging tower. The position of the tower will not be altered without the written approval of The West Australian Speed Boat Club Inc.

4.0 The Board acknowledges the importance of the existing Pit area and parking. No alteration to these facilities will be made without the prior written agreement of the member bodies.

5.0 Adequate Insurance shall be maintained over the assets of The Association and to protect itself and the five member bodies from litigation.

6.0 It is intended that the five member bodies shall each have the right to a fair and equitable share of monies expended by The Association. In the event that a member body feels aggrieved regarding such expenditure it may appeal to The Board. If the member body is unable to resolve the matter with The Board then the matter will be referred to an independent arbitrator agreeable to all parties who shall determine the matter. The arbitrator's decision will be accepted by all parties.

7.0 It is recognised that the vacation of the office space by the Boating Industry Association of WA represents their financial contribution to the upkeep and maintenance of the Venue. This is contained in an Agreement between the Boating Industry Association of WA and The Association, which is attached to and becomes part of these Bylaws.

8.0 It is recognised that there is an Agreement between the West Australian Marathon Club Inc and The Association, which is attached to and becomes part of these Bylaws.

9.0 All payments by way of maintenance or loans made by any of the member bodies shall be credited to a special reserve account in the books of The Association. This will be a long term non interest bearing loan. This will appear as a liability in The Association's accounts. This liability will not become due and payable until The Association sees fit.

10.0 Life Member of the WARWSA Board

Life membership of The Association, may be granted to a past or present member of The Board, who has given outstanding service over an extended period.

The proposal must be proposed & seconded by serving members of The Board.

It must be a majority of 75% vote, in the affirmative, held at a WARWSA AGM.

A Life member has no Voting Rights.

11.0 Use of Grounds and Buildings by Recognised Members of Affiliated Groups and Non-Recognised Members of Affiliated and Non Affiliated Groups

The use of the Venue grounds and facilities will be made available to any financial member of The Association's affiliated groups, providing that those members are participating on a regular basis in that groups recognised activities.

If any of the affiliated groups chose to accept new members, be they individuals or groups whose activities differ from the regular groups activities, then those new members and or their activities will require approval from The Executive or The Board for the use of the grounds and buildings. Approval for said mentioned activities on an individual basis will be granted as per Bylaw 2. If an affiliated group requests a new group and or it's activates to be permitted on a permanent basis then an application must be made to The Board. That application will lie on the table for one month upon which time a three quarters majority shall be required to approve that activity or member group to be part of the affiliated applicant's activities.

At the time of writing this Bylaw, member groups and their affiliated activities are recognised as follows:

- Western Australian Water Ski Association Inc
 - 1) Tournament division
 - 2) Wakeboarding division
 - 3) Barefoot division
 - 4) Show Ski Division
 - 5) Disabled division
- West Australian Marathon Club, Inc - All individuals to be members of the Power Dinghy Racing Club Inc
- Power Dinghy Racing Club Inc - All individuals to be members of the Power Dinghy Racing Club Inc
- The West Australian Speed Boat Club Inc- All individuals to be members of The West Australian Speed Boat Club Inc
- Boating Industry Association of WA Inc - All individuals to be members of the BIA

12.0 Non Recognised Activities or Events by Non Members

Any activity carried out within the grounds and buildings of the Venue by an individual or group that differ to the normal recognised activities carried out by the affiliated member bodies of The Association, must make application no less than 28 days prior to that scheduled event, seeking approval of The Association. Upon receipt of that application and should the applicant be successful, the required fee set by The Association must be paid 7 days from the application being approved or the approval will be revoked at the discretion of The Association.

The Board or The Executive will have sole discretion in all respects to make its decision without reason or recourse. The Board will approve all applications on an individual basis. Any such activity is to be approved by a three quarters majority of The Board. All facilities and the grounds at the Venue must be left in a clean and tidy state, failure to do so will result in a cleaning fee imposed.

13.0 Use of Clubrooms for Functions

Only the affiliated bodies of The Association nominated in Bylaw 1 will be granted use of the club rooms with privileges nominated from time to time. Should an affiliated body wish to operate a function or an activity for another non affiliated group and be seeking those same privileges, be that non affiliated group too have similar interests or not, they must make application no less than 28 days prior to that scheduled event, seeking approval of The Association. Upon receipt of that application and should the applicant be successful, the required fee set by The Association must be paid 7 days from the application being approved or the approval and associated privileges for that event will be revoked at the discretion of The Board.

The Board or The Executive will have sole discretion in all respects to make its decision without reason or recourse. The Board or The Executive will approve all applications on an individual basis. Any such activity is to be approved by a three quarters majority of The Board. All facilities and the grounds at the Venue must be left in a clean and tidy state, failure to do so will result in a cleaning fee imposed

14.0 Use of Boat Ramp

Only members of the affiliated bodies of The Association nominated in Bylaw 1 will be permitted to use the boat ramp facilities.

- At all times the boat ramp is to be made available for all said mentioned members to access and launch, irrespective of prior booking made on the Venue's grounds and facilities.
- Due care must be taken to ensure any member launching a vessel is not to effect groups who may have water allocations gazetted by the Aquatic council or any other regulatory bodies empowered with similar duties outside of the The Association's tenure
- No parking is to be permitted on the boat ramp at any time.
- Flushing of boats on the boat ramp is not permitted
- No launching of boats off the side of the ramp
- Launching and retrieving vessels is limited to member's boats only.
- Boats utilizing the ramp must be no longer than eight (8) metres in length and less than three (3) tonne in weight.
- Members can only launch and retrieve boats on your club's designated days.

15.0 Parking on Grounds

Only members of the affiliated bodies of The Association nominated in Bylaw 1 will be permitted to park anywhere on the grounds.

- At no times will a member be permitted to park so as to restrict access to the boat ramp
- A designated area must be provided at all times adequate to turn a car and trailer in order to launch a boat
- No parking is permitted under the roof area of the building or on the paving surrounding the building
- No parking in front of the storage sheds or yard enclosure gates
- Cars, boats and trailers are not permitted to be parked on the premises overnight without the written consent of The Board.

16.0 Driving Within the Grounds

A speed limit of walking pace will be adhered to at all times.

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