



Western Australian Powerchair Football Association Inc Constitution

WAPFA December 2020



Western Australian Powerchair Football Association Inc Constitution



1 Name of the Association

Western Australian Powerchair Football Association Inc

2. OBJECTS

The objects of the Western Australian Powerchair Football Association inc are:

- 2.1 To provide, promote, and manage the sport of Powerchair Football in Western Australia. This sport is the newest and most accessible version of the world game here and throughout the world. It is open to all people, of all ages and all genders, who use electric wheelchairs for everyday mobility.
- 2.2 To provide sports coaching, leagues and events for members to participate in Powerchair football.
- 2.3 To provide facilities for sporting events to take place, and support other organisations in providing Powerchair Football related opportunities for people with disabilities.
- 2.4 To educate and increase awareness of the abilities of sports people with disabilities. To promote the knowledge and understanding of Powerchair football.
- 2.5 To promote the benefits of team sports and active recreation for people with disability and encourage participants to take an active role in sport and club development.
- 2.6 To maintain affiliation to the Australian Powerchair Football Association, Perth Glory, Rebound WA, WA Disabled Sports Association, the Department of Sport & Recreation, the Disability Services Commission and Rocky Bay Inc.
- 2.7 The property and income of WAPFA Inc shall be applied solely towards the promotion of the objects or purposes of WAPFA Inc and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of WAPFA Inc, except in good faith in the promotion of these objects or purposes.

3. POWERS

For the purpose of achieving or furthering the objects, Western Australian Powerchair Football Association Inc shall have power to do all things as are necessary, incidental or conducive to the attainment of the objects of WAPFA Inc.

4. INCOME AND PROPERTY

The income and property of Western Australian Powerchair Football Association Inc shall be applied solely towards the promotion of the objects of WAPFA Inc. No portion of the income or property shall be paid, transferred, or distributed directly or indirectly to the members of the club, provided that nothing shall prevent the payment in good faith of remuneration to any officer or employee of WAPFA Inc or to any person other than a member in return for services actually rendered to WAPFA Inc. Any payment made to WAPFA Inc members must be voted on by the committee.



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5. MANAGEMENT

The entire management of the general affairs and funds of WAPFA Inc shall be under the control of the Committee. The Committee shall have such administrative and other powers as may be necessary to affect the purposes and carry out all objects of WAPFA Inc.

6. COMMITTEE

6.1 The Committee shall consist of:

- Board of Directors; and
- The Officers of the Committee

6.1.1 The board of directors¹ (Executive Committee) shall consist of:

- President
- Vice President
- Secretary
- Treasurer
- League & Team Coordinator

6.1.2 Other Officers of the Committee that WAPFA Inc will endorse are:

- Fundraising Coordinator
- Social Media and Website Coordinator

6.2.1 The Committee must meet together for the dispatch of business not less than four times in each year. A Board of Directors member, or at least half the officers of the Committee, may at any time convene a meeting of the Committee.

6.2.2 The quorum at a Committee meeting shall be 4 committee members.

6.2.3 If the President or Vice-President is unable to attend, then a chairperson nominated by the meeting shall chair that meeting.

6.2.4 Each Committee member has a deliberative vote.

6.2.5 A question arising at a Committee meeting must be decided by a majority of votes, but, if there no majority, the person presiding at the Committee meeting will have a casting vote in addition to his or her deliberative vote.

6.2.6 Subject to these rules, the procedure and order of business to be followed at a Committee meeting must be determined by the Committee members present at the Committee meeting.

6.2.7 As required under the Act, a Committee member having any direct or indirect pecuniary interest in a contract, or proposed contract, made by, or in the contemplation of, the Committee (except if that pecuniary interest exists only by virtue of the fact that the member of the Committee is a member of a class of persons for whose benefit WAPFA Inc is established), must-

- (a) as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee; and

¹ Refer to Appendix One: WAPFA Organisational Structure and Board Roles



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- (b) not take part in any deliberations or decision of the Committee with respect to that contract.

6.2.8 Sub-rule (6) (a) does not apply with respect to a pecuniary interest that exists only by virtue of the fact that the member of the Committee is an employee of WAPFA Inc.

6.2.9 The Secretary must cause every disclosure made under sub-rule (6) (a) by a member of the Committee to be recorded in the minutes of the meeting of the Committee at which it is made.

6.3.1 Between meetings of the Committee, the day to day business shall be managed by the Officers.

6.3.2 Should any urgent matters arise and it is impracticable to refer the matter to the Committee meeting, the Executive shall have the power to deal with such matters.

6.3.3 The President shall seek the opinion of all available executive members and shall act in such a manner as the majority of such members approve.

6.3.4 In the event of there being no majority the President shall call a meeting of the Executive Committee to decide on the matter.

6.4 No member shall hold more than one executive position on the Committee.

6.5 The Officers and other members of the Committee shall be nominated by and elected by voting members of WAPFA Inc. Every person so nominated shall personally gather at the Annual General Meeting, or in writing consent to such nomination. They shall be elected at the Annual General Meeting and take office from the completion of that meeting.

6.6 Should any vacancy occur in the Board of Directors or nominated Officers of the Committee of WAPFA Inc, the Committee shall fill the vacancy from the voting members of WAPFA Inc and such members duly elected shall hold office for the unexpired portion of their predecessor's term.

6.7 Non-fulfilment of the Officers positions will not affect the solvency of the organisation.

6.8 A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member-

- (a) dies;
- (b) resigns by notice in writing delivered to the Chairperson or, if the Committee member is the Chairperson, to the Vice-Chairperson and that resignation is accepted by resolution of the Committee;
- (c) is convicted of an offence under the Act;
- (d) is permanently incapacitated by mental or physical ill-health;
- (e) is absent from more than-
 - (i) 3 consecutive Committee meetings; or



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(ii) 3 Committee meetings in the same financial year without tendering an apology to the person presiding at each of those Committee meetings;

of which meetings the member received notice, and the Committee has resolved to declare the office vacant;

(f) ceases to be a member of WAPFA Inc; or

(g) is the subject of a resolution passed by a general meeting of members terminating his or her appointment as a Committee member.

7. OFFICERS OF THE COMMITTEE - TERMS OF REFERENCE²

7.1 The Committee shall carry out the day to day running of WAPFA Inc and shall have the power to:

7.1.1 Administer the finances, appoint bankers, and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and to close such account.

7.1.2 Fix the manner in which such banking accounts shall be operated upon, providing all payments are passed by the Committee.

7.1.3 Fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary, and to enforce payment thereof.

7.1.4 Adjudicate on all matters brought before it which in any way affect WAPFA Inc.

7.1.5 Cause minutes to be made of all proceedings at meetings of the Committee and General Meetings of members.

7.1.6 Make, amend and rescind rulings and By-laws.

7.1.7 Have the power to form and appoint any sub-committee/s as required for specific purposes.

7.1.8 May at their discretion employ a person or persons to carry out certain duties required by WAPFA Inc, at salaries or remuneration for such period of time, as may be deemed necessary.

8. MEMBERSHIP

8.1 Membership of WAPFA Inc shall be open to all persons, at the discretion of the Committee, who wishes to further the interests of WAPFA Inc.

8.2 Any person seeking membership shall make an application online, in person or in writing. The Committee shall determine whether the application is successful or not. Applications denied membership shall be advised in writing stating just cause for their denial.

8.3 Each person admitted to membership shall be;

8.3.1 Bound by the Constitution and By-laws of WAPFA Inc.

² Refer to Appendix One Organisational Structure and Board Roles



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8.3.2 Come liable for such fees and subscriptions as may be fixed by WAPFA Inc.

8.3.3 Entitled to all advantages and privileges of membership.

8.4 Membership Categories:

8.4.1 ASSOCIATE MEMBER

Persons other than playing members who are interested in promoting WAPFA Inc, including Life Members who wish to have voting rights or hold office on committee.

8.4.2 PLAYING MEMBER

Open to any person who uses an electric wheelchair for everyday mobility no matter what their age, gender, or culture.

8.4.3 JUNIOR PLAYING MEMBER

Open to any person under the age of 18.

8.4.4 LIFE MEMBERSHIP

Any member who has given outstanding service to WAPFA Inc may be elected by the Committee as a Life Member. Any player who achieves the milestone of 300 games for both any regular season team and representing WAPFA Inc at State or National level. Any member who also makes a significant contribution to WAPFA, as deemed by the Committee, can be considered for life membership. Any member may nominate a person to the Committee for consideration for Life Membership. No more than two Life Memberships may be given in any one financial year for outstanding service to WAPFA Inc. Life membership is an Honorary Position and is to recognize service to WAPFA Inc both as a player and member. Life Members who wish to have voting rights or hold office on committee, must become an Associate Member.

9. TERMINATION OF MEMBERSHIP

9.1 Any person's membership may be terminated by the following events;

9.1.1 Resignation.

9.1.2 False or inaccurate statements made in the member's application for membership of WAPFA Inc, breach of any rule, regulation or By-law of WAPFA Inc or by any act detrimental to WAPFA Inc.

9.2 The Committee shall have the power to suspend or expel any member of WAPFA Inc for any of the events in Item 9.1.2 above.

9.3 Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to a General Meeting called for such purpose, and the decision of the General Meeting shall be final.

10. REGISTER OF MEMBERS OF WAPFA INC



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10.1 The Treasurer shall on behalf of WAPFA Inc keep and maintain the register of members in accordance with the Act and that register shall be so kept and maintained at his or her place of residence.

11. CUSTODY AND INSPECTION OF DOCUMENTS OF WAPFA INC

11.1 The Secretary shall on behalf of WAPFA Inc keep custody of WAPFA Inc's records, Minutes, books, documents and securities except those held by the Treasurer, in accordance with the Act and they shall be so kept and maintained at his or her place of residence.

11.2 The Secretary shall on behalf of WAPFA Inc provide for the inspection by members of records and documents of the incorporated association. Members also have the right to access and request a copy of the minutes and agendas of the general meetings and the annual general meetings.

12. FINANCE

12.1 A banking account is to be established with a recognised banking institution in the name of WAPFA Inc.

12.2 The account shall be operated by the Executive Committee, with any two to sign.

12.3 A statement showing the financial position of the club shall be tabled at Committee Meetings.

12.4 The financial year of WAPFA Inc shall commence on the first of July each year.

12.5 The Treasurer shall on behalf of WAPFA Inc keep custody of all finance records, invoices, bank statements, records, documents and books except those held by the Secretary.

12.6 The Treasurer shall on behalf of WAPFA Inc make all records and documents and books of the incorporated association for inspection by members at any time.

13. AUDITOR

If required, an Auditor shall be appointed by the Committee and shall not be a member of the Committee.

14. ANNUAL GENERAL MEETING AND SPECIAL MEETINGS

14.1 A minimum of 21 days' notice of proposed meetings must be sent to all members.

14.2 The Annual General Meeting of WAPFA Inc shall be held within six months of the end of WAPFA Inc's financial year.

14.3 At the Annual General Meeting, the following business shall be transacted:

- Confirmation of the minutes of the preceding Annual General Meeting, and matters arising.
- President's report.
- Treasurer's report.
- Election of Officers and Committee.
- Any other business.



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14.4 The quorum at the Annual General Meeting and Special Meetings shall be at least 50% of members entitled to vote, inclusive of the Executive Committee.

14.5 SPECIAL MEETINGS

14.5.1 May be called by; the member of the Executive Committee, the President or Secretary, on the written request of 3 voting members of WAPFA Inc.

14.5.2 No other business shall be transacted at a Special Meeting except the business for which the meeting was called.

15. General meetings

15 (1) The Committee-

(a) may at any time convene a special general meeting, that being, a meeting to which all members are invited, and must do so within 30 days of-

(i) receiving a request in writing to do so from not less than 5 members, convene a special general meeting for the purpose specified in that request; or

(ii) the Secretary receiving a notice, convene a general meeting to deal with the appeal to which that notice relates.

(b) must, after receiving a notice, convene a general meeting, no later than the next annual general meeting, at which the appeal referred to in the notice will be dealt with. Failing that, the applicant is entitled to address WAPFA Inc at that next annual general meeting in relation to the Committee's rejection of his or her application and WAPFA Inc at that meeting must confirm or set aside the decision of the Committee.

(2) The members making a request referred to in sub-rule (1) (a) (i) must-

(a) state in that request the purpose for which the special general meeting concerned is required; and

(b) sign that request.

(3) If a special general meeting is not convened within the relevant period of 30 days referred to-

(a) in sub-rule (1) (a) (i), the members who made the request concerned may themselves convene a special general meeting as if they were the Committee; or

(b) in sub-rule (1) (a) (ii), the member who gave the notice concerned may him or herself convene a special general meeting as if he or she were the Committee.

(4) When a special general meeting is convened under sub-rule (3) (a) or (b) WAPFA Inc must pay the reasonable expenses of convening and holding the special general meeting.

(5) The Secretary must give to all members not less than 14 days notice of a special general meeting and that notice must specify-

(a) when and where the general meeting concerned is to be held; and

(b) particulars of the business to be transacted at the general meeting concerned and of the order in which that business is to be transacted.



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(6) The Secretary must give to all members not less than 21 days notice of an annual general meeting and that notice must specify-

- (a) when and where the annual general meeting is to be held;
- (b) the particulars and order in which business is to be transacted, as follows-
 - (i) first, the consideration of the accounts and reports of the Committee;
 - (ii) second, the election of Committee members to replace outgoing Committee members; and
 - (iii) third, any other business requiring consideration by WAPFA Inc at the general meeting.

(7) A special resolution may be moved either at a special general meeting or at an annual general meeting, however the Secretary must give to all members not less than 21 days notice of the meeting at which a special resolution is to be proposed. In addition to those matters specified in sub-rule (5) or (6), as relevant, the notice must also include the resolution to be proposed and the intention to propose the resolution as a special resolution.

(8) The Secretary must give a notice under sub-rule (5), (6) or (7) by-

- (a) serving it on a member personally; or
- (b) sending it by post to a member at the address of the member appearing in the register of members kept and maintained under rule 6.

(9) When a notice is sent by post, sending of the notice will be deemed to be properly effected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepaid mail.

QUORUM & PROCEEDINGS AT GENERAL MEETINGS

16 (1) At a general meeting 2 Executive Committee and 2 or more other persons entitled to vote members present in person constitute a quorum.

(2) If within 30 minutes after the time specified for the holding of a general meeting in a notice given under rule 15 (5)

- (a) as a result of a request or notice referred to in rule 15 or as a result of action taken under rule 15 (3) a quorum is not present, the general meeting lapses; or
- (b) otherwise than as a result of a request, notice or action referred to in paragraph (a), the general meeting stands adjourned to the same time on the same day in the following week and to the same venue.

(3) If within 30 minutes of the time appointed for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may nevertheless proceed with the business of that general meeting as if a quorum were present.

(4) The Chairperson may, with the consent of a general meeting at which a quorum is present, and must, if so directed by such a general meeting, adjourn that general meeting from time to time and from place to place.



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(5) There must not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.

(6) When a general meeting is adjourned for a period of 30 days or more, the Secretary must give notice under rule 15 of the adjourned general meeting as if that general meeting were a fresh general meeting.

(7) At a general meeting-

(a) an ordinary resolution put to the vote will be decided by a majority of votes cast on a show of hands, and

(b) a special resolution put to the vote will be passed if supported by 75% of those present.

(8) A declaration by the Chairperson of a general meeting that a resolution has been passed as an ordinary resolution at the meeting will be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded in accordance with sub-rule (9).

(9) At a general meeting, a poll may be demanded by the Chairperson or by three or more members present in person or by proxy and, if so demanded, must be taken in such manner as the Chairperson directs.

(10) If a poll is demanded and taken under sub-rule (9) in respect of an ordinary resolution, a declaration by the Chairperson of the result of the poll is evidence of the matter so declared.

(11) A poll demanded under sub-rule (9) must be taken immediately on that demand being made.

17. VOTING

17.1 Voting at Annual General Meetings and Special Meetings:

17.1.1 The President shall be entitled to a deliberate vote, and in the event of a tied vote, shall exercise a casting vote.

17.1.2 Only financial members shall be entitled to vote at the AGM whether present or not. Each individual financial member present shall have one (1) vote.

17.1.3 Members shall be entitled to a postal vote at the AGM

17.2 Voting at Committee Meetings:

17.2.1 The President shall be entitled to a deliberate vote, and in the event of a tied vote, shall exercise a casting vote.

17.2.2 Each individual committee member present shall have one (1) vote.

18. COMMON SEAL

The Common Seal of WAPFA Inc shall be kept in the care of the secretary. The seal shall not be used or affixed to any deed or other document, except pursuant to the



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resolution of the Committee and in the presence of the President and two members of the Committee, both of whom shall subscribe their names as witnesses.

19. ALTERATIONS TO THE CONSTITUTION

19.1 The Constitution may be altered, amended or added to by special resolution of not less than 75% of the voting members present at the Annual General Meeting or Special Meeting of WAPFA Inc, provided that notice of convening the meeting shall specify the proposed amendment and shall be circulated to members not less than twenty-one (21) days before the date of the meeting.

19.2 Within one (1) month of a special resolution altering its rules, or such further time as the Commissioner may in a particular case allow (on written application by WAPFA Inc), WAPFA Inc must lodge with the Commissioner notice of the special resolution setting out particulars of the alteration together with a certificate given by a member of the Committee certifying that the resolution was duly passed as a special resolution and that the rules of WAPFA Inc as so altered conform to the requirements of this Act;

19.3 These rules bind every member and WAPFA Inc to the same extent as if every member and WAPFA Inc had signed and sealed these rules and agreed to be bound by all their provisions.

20. DISSOLUTION

20.1 WAPFA inc may at any time, by special resolution and with the consent of 75% of the members present at a Special Meeting called for the purpose, be dissolved.

20.2 If upon the dissolution or winding up of WAPFA Inc, there remains after the satisfaction of all its debt and liabilities any property whatsoever, the same shall be given or distributed:

- to another incorporated Association having similar objects to those of WAPFA Inc, or
- For charitable purposes.

Which incorporated association or purposes, as the case requires shall be determined by the resolution of the members when authorising and directing the Committee under section 33(3) of WAPFA Incs Incorporation Act 1987 to prepare a distribution plan of the surplus property of WAPFA Inc.

20.3 In the event of the winding up or dissolution of WAPFA Inc, a copy of a special resolution shall be lodged with the Commissioner within 14 days after the passing of the resolution in accordance with 30(3) of WAPFA Incs Incorporation Act 1987.