



**SES VOLUNTEERS ASSOCIATION  
OF WESTERN AUSTRALIA  
INCORPORATED**

**CONSTITUTION**

**EFFECTIVE AS AT 22 SEPTEMBER 2011  
AMENDED 10 DECEMBER 2011**

## **NAME OF ASSOCIATION**

1. The name of the Association is the SES Volunteers Association of Western Australia (Incorporated), hereinafter called the Association.

## **INTERPRETATION**

2. In this Constitution, unless contrary intention appears:
  - “Act” means the *Associations Incorporations Act 1987*
  - “Active Member” means registered volunteer member of a State Emergency Service Unit/Section with current active status.
  - “Annual Membership Fee” means a fee set down from time to time by the Management Committee.
  - “Association” means the association referred to in clause 1.
  - “Association Officer” means a person who has been appointed (whether paid or unpaid) by the Executive to carry out duties on behalf of the Association.
  - “Business Rules” are a set of operating instructions that cover day-to-day operations of the Association. The Business Rules are accepted by a special resolution of the Management Committee.
  - “Committee” means the Management Committee of the Association as voted by the member Units.
  - “Convene” means to call together a formal meeting.
  - “Executive” means the Executive Members of the Committee, being the President, Vice President, Secretary and Treasurer.
  - “FESA Act” means the Fire and Emergency Services Authority of Western Australia Act 1998 and Fire and Emergency Services Authority of Western Australia Act Regulations 1998.
  - “Member Unit” means any Unit State Emergency Service of Western Australia Unit, as per the FESA Act that is approved for membership by the Association and has paid its Annual Membership Fee.
  - “Office” means the business address of the Secretary or such other place as the Committee shall determine.
  - “Poll”, called at a meeting means voting conducted in the written form.
  - “Property” includes money and everything capable of being the subject of ownership.
  - “Secretary” means the Secretary of the Association.
  - “Treasurer” means the Treasurer of the Association.
  - “Region” means a geographical area containing a number of units. Regional boundaries will be determined in the Business Rules by the Committee.
  - “SES” means the State Emergency Service of Western Australia, as per the FESA Act.
  - “Special Resolution” is a resolution passed by a majority of not less than three-fourths of the members who are entitled under the rules of the association to vote.

## **OBJECTS OF ASSOCIATION**

3. The Objects of the Association are:
  - (a) to be an independent and representative body of the State Emergency Service Units of Western Australia to promote welfare, safety and the provision of resources for the benefit of the volunteers;
  - (b) to promote and communicate knowledge and information to and amongst the volunteers of the State Emergency Service of Western Australia;
  - (c) any other activity, investment, affiliation or endorsement as approved by the processes of this Constitution.
4. The income and property of the Association shall be applied solely towards the promotion of the Objects of the Association and no part of that income or property may be paid or otherwise distributed, directly or indirectly, to members except in good faith in the promotion of those objects.

## **POWERS OF ASSOCIATION**

5. The powers conferred on the Association are the same as those conferred by section 13 of the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, the Association may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may -
  - (a) acquire, hold, deal with, and dispose of any real or personal property;
  - (b) open and operate bank accounts;
  - (c) invest its money in any security in which trust monies may lawfully be invested; or in any other manner authorised by the rules of the Association;
  - (d) borrow money upon such terms and conditions as the Association thinks fit;
  - (e) give such security for the discharge of liabilities incurred by the Association as the Association thinks fit;
  - (f) appoint agents to transact any business of the Association on its behalf;
  - (g) enter into any other contract it considers necessary or desirable;
  - (h) may act as trustee and accept and hold real and personal property upon trust, but does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene the Act or the rules of the Association.

## **RULES BINDING MEMBERS**

6. The Constitution and Business Rules of the Association shall bind the Association, all members thereof, and all employees of the Association.

## **MEMBERSHIP**

7. Any SES Unit established under the FESA Act, or its equivalent, and/or any other volunteer emergency services unit approved by the Association, shall be eligible for membership upon payment of Annual Subscription, the amount of which shall be determined from time to time by the Committee and presented to the next Annual General Meeting of the Association.
8. Any Unit admitted to membership of the Association shall ensure that each member of the Unit undertakes to abide by the Constitution and Business Rules of the Association and such further provisions as the Committee may from time to time direct.

### **Admission to Membership**

9. Upon receipt of an application for membership, the Committee may accept or reject the application. The Committee shall state the reason or reasons, in writing, for the rejection of an application.
10. A Unit whose application for membership of the Association is rejected under clause 9 must, if it wishes to appeal against that decision, give notice to the Secretary of its intention to do so within a period of 28 days from the date it was advised of the rejection.
11. When notice is given under clause 10, the Association in a General Meeting no later than the next Annual General Meeting, must either confirm or set aside the decision of the Committee to reject the application, after having afforded the applicant Unit a reasonable opportunity to make representation to the Association in the General Meeting.
12. At the time of admitting an applicant unit for membership, the Committee shall, in consultation with the applicant Unit, allocate the Unit to a Region.

### **Termination of Membership**

#### *Resignation of Members*

13. Any Member Unit may resign from the Association by notice in writing and such notice shall be effective as at the date of the receipt thereof by the Secretary.

#### *Expulsion of Members*

14. If the Committee considers that any Member Unit should be expelled from membership of the Association the Committee shall communicate in writing the allegation or complaint made against the Unit.

15. Member Units that are subject to an allegation or complaint are entitled to an investigation following the rules of natural justice, to be conducted by a sub-committee nominated by the Committee.
16. Notice in writing of the findings of the investigative committee, and if necessary the proposed special resolution for expulsion and the time, date and place of the meeting at which the question of that expulsion will be decided shall be given to the Member Unit concerned not less than 14 days before the date fixed for the meeting of the Committee called to vote on the special resolution.
17. At the meeting referred to in the notice communicated under subclause 16, the Member Unit concerned must be provided a reasonable opportunity to be heard by, or to make representations in writing to, the Committee, prior to the Special Resolution to determine whether to expel or decline to expel that Unit from membership of the Association. The Committee shall forthwith after deciding whether or not so to expel that Member Unit, communicate that decision in writing to that Unit.
18. A Member Unit that is expelled from membership of the Association ceases to be a member 14 days after the decision so to expel the Unit is communicated.

#### **HONORARY LIFE MEMBERSHIP**

19. The Committee may, by special resolution, award Honorary Life Membership to any individual who, in the opinion of the Management Committee, has given meritorious service to the Association.
20. Honorary Life Membership in and of itself does not entitle the recipient to voting rights or any authority under the Association. Any Honorary Life Member of the Association may attend any meeting of the Committee at the invitation of the said Committee as an observer.
21. The Committee may at its absolute discretion award a "Certificate of Merit" to any person it sees fit for services rendered to the Association.

#### **MANAGEMENT COMMITTEE**

22. There shall be a Management Committee (Committee) which shall have sole management and control of the property, income and expenditure of Association funds and all affairs of the Association, subject to the Association Constitution and Business Rules and any decisions made at a Committee or General Meeting.
23. The Committee shall have authority to adopt and rescind Business Rules of the Association by special resolution of the Committee.
24. The Committee shall consist of the Regional Representatives and the President and Vice President.

25. The Committee shall define the boundaries of the Regions and shall nominate no less than six (6) Regions, in accordance with clause 42.
26. Regional Representatives are elected for a two year term in alternate years, with rotation of the elections determined by the Committee. Election results will be announced at the Association Annual General Meeting.
27. The President and the Vice President are elected for a two year term, with rotation of the elections determined by the Committee.
28. Each member of the Committee shall hold office until his/her successor is elected and retiring members shall be eligible for re-election.

### **Executive Council**

29. There shall be an Executive Council (Executive), consisting of the President, Vice President, Secretary and Treasurer. The Executive shall take care of the day to day affairs of the Association, and may authorise payments on behalf of the Association only in accordance with the Business Rules of the Association.
30. The positions of Secretary and Treasurer will be elected annually at the first Committee Meeting after the Association Annual General Meeting.

### **Co-Option**

31. The Committee has the right to co-opt a person(s) to the Committee under the following circumstances:
  - No nomination for a Regional Representative is received and the person being co opted is an active member of a Member Unit from that RegionOR
  - No nomination for a Regional Representative is received and the person is an active member of a Member Unit who has appropriate skills/knowledge/experience to fill a vacant position in order to adequately represent the members of the Region they would representOR
  - No nomination for a Secretary and/or Treasurer is received from within the Committee and the person has the appropriate skills/knowledge/ experience to fill the vacant position.
32. Co-option must be by special resolution of the Committee.
33. The Committee is to determine the voting rights of the co-opted member prior to the co-option to the Committee.

## **Resignation from Management Committee or Executive Council**

34. Any member of the Committee may, by notice in writing to the Secretary, resign from office. Any notice shall be effective from the date it is received by the Secretary.
35. The Secretary or Treasurer may, by notice in writing to the Secretary or President, resign from office and the notice shall be effective from the date it is received. Resignation from Treasurer or Secretary position does not imply resignation from the Committee, unless the incumbent was co-opted.

## **Expulsion from the Committee or Executive**

36. If any member of the Committee fails to attend two consecutive meetings without apology or approved leave of absence, the Committee may declare the Committee member position vacant.
37. A Regional Representative may be removed from the position held either by special resolution of the Committee or by special resolution at a General Meeting. The President and Vice President may be removed from the position held by a special resolution at a General Meeting. A notice of motion of no confidence to remove a member of the Committee must be signed by at least three Committee members or Member Unit representative and must state clearly the reason for the motion. The relevant Committee member must be provided the opportunity to address the Committee (in writing and in person) prior to the voting on said motion.
38. Expulsion from the Executive positions of Treasurer or Secretary does not mean expulsion from the Committee, unless the motion so requires or the incumbent was co-opted onto the Executive position.

## **Filling Vacant Positions**

39. In the event of a vacancy occurring in the Committee occasioned by any cause whatsoever other than the appointed expiration of term, the vacancy shall be filled within 3 months after the occurrence of the vacancy.
40. The filling of such vacancy shall be in accordance with the Constitution except that the date of nomination closing shall be determined by the Committee, unless:
  - a casual vacancy occurs within six months of the end of a representative's two year term, in which case a Regional proxy may represent the Region to the end of the term. Such a proxy must be eligible to be a representative for the Region in which the vacancy occurred as if elected.
  - in the opinion of the Committee, an election to fill the vacancy is not practical, in which case the position may be filled by co-option in accordance with clauses 31,32 and 33, with the term of such appointment being until the next election.

## **Special Committees or Sub-Committees**

41. The Committee may appoint special committees or sub-committees for particular purposes from amongst its Committee, active members of a Unit or co-opted non members and may determine the size, purpose and authority of any such special committee or sub-committee.

## **REGIONS**

42. For the purpose hereof, Western Australia shall be divided into geographical Regions, as determined by the Committee, there being no less than six (6) regions. All Member Units, following consultation with the said Unit, will be allocated to a Region. Member Units of each Region shall constitute the Region.

## **ELECTIONS**

43. Regional Representatives, the President and Vice President shall be elected as follows:
- a) The Association shall adopt simple majority voting for the election of Regional Representatives, President and Vice President to the Committee.
  - b) The Secretary or an Association Officer as determined by the Executive, shall act as the Returning Officer for the election of Regional Representatives, President and Vice President to the Committee.
  - c) The Returning Officer shall call for nominations from all member Units of the Association of that Region for the position of specific Regional Representative.
  - d) The Returning Officer shall call for nominations from all Member Units in Western Australia for the positions of President and Vice President.
  - e) All nomination papers shall be forwarded to Member Units at least four weeks before the closing date for nominations.
  - f) Completed nomination papers shall be forwarded direct to the Returning Officer immediately upon completion. The papers may be faxed, posted or sent by electronic format and must be received in the Office prior to the close of business on the closing date for nominations.
  - g) If a ballot is necessary then it is to be conducted within 35 days from the close of nominations. The ballot will be conducted by a Postal Vote or a secure electronic voting system as approved by the Committee.
  - h) For Regional Representative positions, only Member Units of each specific Region shall be eligible to vote.
  - i) For the positions of President and Vice President, all Member Units in Western Australia will be eligible to vote.
44. In the event of a tie in the voting, when relating to the outcome of elections, the sitting member will take precedence; otherwise if a sitting member is not involved in the election, the names of the candidates will be placed in a receptacle for drawing. The first candidate drawn will be declared elected.



45. Candidates for election as Regional Representatives can only accept nomination for one Region, and must be an active member of a Unit in the Region to be represented.
46. The successful candidates will take office immediately following the Annual General Meeting.
47. Members of the Committee shall elect from their members, by ballot, a Secretary and a Treasurer. If either position cannot be filled from within the Committee, they may be co-opted in accordance with clauses 31, 32 and 33.

### **MANAGEMENT COMMITTEE MEETINGS**

48. The Committee shall meet at least twice in each year. The presence of a member at a meeting of the Committee need not be by attendance in person but may be by that person and each other person at the meeting being simultaneously in contact by telephone or other means of instantaneous communication.
49. Any Regional Representative who is unable to attend a Committee Meeting may appoint a proxy from their Region to attend on their behalf. The proxy must be nominated in writing to the Secretary prior to the meeting which they are to attend. A proxy is to be valid only for the meeting for which it is given and for any adjournments of that meeting.
50. No business shall be transacted at a meeting of the Committee unless a quorum of members is present at the time the meeting proceeds to business. Four members of the Committee constitute a quorum.
51. The President shall be the Chairperson at the Committee meetings, and in the absence of the President, the Vice President shall take the Chair. In the absence of the President and the Vice President, the members present shall elect a Chairperson.
52. Each member of the Committee, or their proxy, including the Chairperson, shall be entitled to exercise one vote at Committee Meetings. In the event of an equality of votes, the Chairperson shall have a casting vote.
53. A Committee member having any direct or indirect pecuniary interest in a contract made/proposed to be made by the Committee (except if that pecuniary interest exists only by virtue of interest in common), must disclose the nature and extent of his/her interest to the Committee and must not take part in the deliberations or decisions with respect to that contract.

### **Notice of Committee Meetings**

54. Ten days notice at least specifying the place, date and time of meeting and the nature of all business shall be given. Notices shall be sent by ordinary letter post, facsimile or email and addressed to each Committee member at his/her registered address. The accidental omission to give notice of a meeting or non receipt of notice shall not invalidate proceedings of the meeting.

## **Resolution Without Meeting**

55. A resolution in writing signed by each member for the Committee or assented to by each member by letter, facsimile transmission, electronic mail or other written means has the effect as if it had been passed at a Committee meeting.

## **FINANCIAL MANAGEMENT**

56. The financial year of the Association shall end on the 30th day of June.
57. The financial management of the Association shall meet all statutory standards and shall be undertaken in accordance with the Business Rules.
58. The Treasurer shall submit to members at each Annual General Meeting the accounts of the Association showing the financial position of the Association at the end of the immediately preceding financial year.
59. An auditor may be appointed each year by the Committee to audit the affairs of the Association and the remuneration shall be negotiated by the Committee.
60. Such auditor appointed shall be permitted free access to all books and records of the Association and shall be given such information regarding its affairs and finances as they may reasonably require. If appointed, the auditors shall report to the Committee and the Annual General Meeting on the financial affairs of the Association.

## **RECORDS TO BE KEPT**

61. The Secretary shall cause to be kept and maintained an up to date register of the members of the Association, including Unit names and postal addresses, and upon the request of a Member Unit of the Association, shall make the register available for inspection by the Member's representative. The member's representative may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.
62. The Secretary shall cause to be kept and maintained an up to date register of the members of the Committee and the Executive, including their full name and postal addresses, and must upon the request of a member of the Association, make available the record for inspection by the member's representative. The member's representative may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.
63. The Secretary shall cause the name of a Unit or person who ceases to be a member of the Association or the Committee to be deleted from the relevant register.
64. The Secretary shall cause to be kept and maintained in an up to date condition the Constitution and the Business Rules of the Association and must upon request of a member of the Association, make the same available for inspection by the member's

representative. The member's representative may make a copy of or take an extract from the said records but shall have no right to remove them for that purpose.

65. The Secretary shall cause to be kept full and correct minutes of the proceedings of the Committee and general meetings of the Association.
66. Unless the members resolve otherwise at a general meeting, the Secretary shall have custody of all books, documents, records and registers of the Association, including those referred to in Clauses 61, 62, 63, 64 and 65, but other than those required by Clause 67 to be kept and maintained by, or in the custody of, the Treasurer.
67. Unless the Members resolve otherwise at a general meeting, the Treasurer shall cause to be kept:
  - a) accounting records to correctly record and explain the financial transactions and financial position of the Association
  - b) accounting records in such a manner as will enable a true and fair accounts of the Association to be prepared from time to time
  - c) accounting records in such a manner as will enable true and fair accounts of the Association to be conveniently and properly audited
68. Unless the Members resolve otherwise at a general meeting the Treasurer shall have custody of all securities, books and documents of a financial nature and accounting records of the Association.

## **ASSOCIATION GENERAL MEETINGS**

69. An Association Annual General Meeting will be conducted each year and is to be held at a date set by the Committee, being no later than 31 October each year.
70. The Committee may whenever it thinks fit, convene an Association Special General Meeting.
71. The Committee shall, within 30 days of receiving a request in writing to do so from not less than five Member Units, convene a Special General Meeting for the purpose specified in that request. The request must state the purpose for which the meeting is required and the request must be signed by the relevant authorised officers from the requesting Units.
72. Each Member Unit may attend a Special or Annual General Meeting but there shall be only one delegate to act as spokesperson, move or second a motion and vote. The representative is to be an assigned delegate as nominated in writing by an authorised officer/member of the Unit prior to the meeting.
73. The Association may conduct a postal ballot or electronic voting system as approved by the Committee, to determine any issue or proposal that is required to be passed by a special resolution at a general meeting.

74. Any items for the Agenda for the Annual General Meeting by Member Units shall be forwarded to the Secretary no later than 35 days prior to the Annual General Meeting.
75. At a general meeting, six members, being assigned delegates, present in person, constitute a quorum.

### **Notice of General Meetings**

76. The Secretary must give to all Member Units not less than 21 days notice of the meeting at which a special resolution is to be proposed, and must include the resolution to be proposed.

### **Proceedings at General Meetings**

77. All business that is transacted at an Association Special General Meeting and all that is transacted at the Annual General Meeting (with the exception of the consideration of the accounts balance sheets and the annual reports and the report of the auditors (if applicable) and the election of the Committee for the next ensuing year) shall be deemed special.
78. The President, or in his/her absence the Vice President, shall preside as Chairperson at every Association Annual General or Special General Meeting. If at any such meeting the President or the Vice President is not present within fifteen minutes after the time appointed for the holding of the meeting, or if present is unwilling to act, the Committee shall elect one of their members to be Chairperson.
79. The Chairperson may, with the consent of the meeting, adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. It shall not be necessary to give any notice of the business to be transacted at an adjourned meeting.
80. Votes shall be given personally by each delegate of a Member Unit, or by postal or electronic vote from a Member Unit, and each Unit shall have one vote. A declaration by the President at a general meeting that a resolution has been passed as a special resolution thereat shall be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded.
81. Any three delegates present, who do not also hold a proxy, may demand a poll, which shall be held forthwith. A proxy may not demand a poll. A declaration by the President of the result of the poll is evidence of the matter so declared.
82. The nomination of the Unit delegate for general meetings is to be determined by the individual Units.
83. A Member Unit may be represented at any general meeting of the Association by proxy. A Unit represented by proxy must make this fact known to the Association Secretary no less than 7 days before the meeting.

84. A copy of the standard form of delegate representative or proxy, signed by the Unit's authorising officer/member, shall be presented as proof of delegate or proxy prior to the meeting.
85. Unless or until a poll is demanded, that is where the vote is on a show of hand, the vote cast by a proxy counts as one vote only, even though that person may be entitled to a vote as a delegate for another Unit or may hold proxies of more than one Member Unit.
86. While any active member of a Member Unit may attend any general meeting of the association, only Member Unit delegates or proxies may move, second, object, speak for or against or vote for motions at any general meeting of the association.
87. Committee Members may move, object or second a motion at the Annual General Meeting, but unless the member is an accredited delegate from a member Unit, no member shall be permitted to vote for or against a motion provided always that no Unit shall exercise more than one vote.

#### **AMENDMENT OF THE CONSTITUTION AND RULES**

88. The Association's Constitution may be amended by a special resolution at an Annual General Meeting or a Special General Meeting.
89. Within one month of the passing of a special resolution to alter its Constitution, the Association must lodge notice of the special resolution with the Commissioner for Consumer Protection 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 so altered conform with the requirements of the Association's Act.
90. An alteration to the Constitution does not take effect until sub rule 88 has been complied with.
91. An alteration of the Constitution having effect to change the name of the Association does not take effect until sub rules 88 to 90 have been complied with and the approval of the Commissioner is given to the change of name.
92. An alteration of the Constitution of the Association having effect to alter the objects or purposes of the Association does not take effect until sub rules 88 to 91 are complied with and the approval of the Commissioner is given to alter the objects or purposes.
93. The Association Business Rules may be amended by a special resolution at a meeting of the Committee.

#### **NOTICES**

94. All notices which are required to be served or posted to any Member Unit shall be cleared, served or posted when:

- enclosed in a prepaid letter to the unit at the address appearing in the register, and put into the general post and such notices or demand shall be deemed to be effected at the expiration of forty-eight hours after the envelope containing the same was posted,

OR

- when emailed to the registered email address of the Unit

OR

- when sent by facsimile to the registered fax number of the Unit.

A certificate by the Committee member or Association Officer stating that a notice was so addressed and posted/emailed/faxed on a certain date at a certain time shall be conclusive evidence of the fact.

### **COMMON SEAL**

95. The Association shall have a Common Seal which shall be kept in the custody of the Secretary, or as determined by the Committee.
96. The Common Seal shall not be used except by authority of the Committee and every use of the Common Seal shall be recorded in the Minutes of the Meeting at which such authority was given.
97. The Common Seal when used shall be affixed in the presence of the any two of the President, Vice President, Secretary and Treasurer. The instrument to which the Seal is affixed shall then be countersigned by the persons in whose presence it is so affixed.

### **INSPECTION OF RECORDS, ETC. OF ASSOCIATION**

98. A member may at any reasonable time inspect without charge the books, documents, records and securities of the Association.

### **DISSOLUTION**

99. The Association may be dissolved by special resolution of a Special General Meeting convened by not less than twenty one days notice. The notice of the meeting shall specifically state the purpose of the meeting and to be effective the resolution must be agreed to by a three fourths majority of the delegates voting on the resolution.
100. If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members.