



# CONSTITUTION

**Amended By Special Resolution 18<sup>th</sup> April 2011 and lodged 27<sup>th</sup> April 2011  
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**AEROMODELLERS W.A. ( Inc) CONSTITUTION  
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### 1. NAME

The name of the Association is **Aeromodellers W.A. (Inc)** (hereinafter called “AWA”).

### 2. DEFINITIONS

- 2.1 “Delegate” means a Delegate chosen by a Club Member to represent it at meetings of AWA.
- 2.2 “Meeting” means the Annual General Meeting, Special General Meetings and/or General Meetings.
- 2.3 “The Act” means the Association Incorporation Act 1987 as amended or any legislation that replaces or repeals the Act.

Unless the context otherwise requires –

- (a) Expressions defined in the Act or any modification made by any law in force at the date at which this Constitution shall take effect have the meanings do defined;
- (b) The singular includes the plural;
- (c) Masculine includes the feminine and vice versa;
- (d) Writing includes print and anything in the nature of print;
- (e) .Month means calendar month.

### 3. REPEAL of PREVIOUS CONSTITUTION

- 3.1 This Constitution repeals the previous Constitution but shall not, except as expressly or by necessary implication provide herein, affect any right, duty or liability or any matter or thing done, commenced or acquired or imposed under or by virtue of the previous Constitution.

### 4. AMENDMENT OF THIS CONSTITUTION

- 4.1 This constitution may be added to, repealed or amended by special resolution at any Annual or Special General Meeting provided that notice of the special resolution to amend the Rules shall be included in the notice of meeting and no special resolution shall be deemed to have been passed unless it be carried by a majority of at least three fourths of the Members voting.

### 5. OBJECTS

- 5.1 To encourage the development of Model Aircraft and Model Aviation in Western Australia.
- 5.2 To affiliate with other bodies with similar objectives & interests in the development of Model Aviation.

### 6. INCOME AND PROPERTY

- 6.1 The property of AWA shall be applied solely towards the promotion of the objects or purposes of the association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects or purposes.

## 7. POWERS

- 7.1** The Powers conferred on AWA 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, AWA:  
May do all things necessary or convenient for carrying out its objects and purposes, and in particular, may:
- 7.1.1** open and operate bank accounts;
- 7.1.2** invest its money – (a) In any security in which trust monies may lawfully be invested; or (b)  
in any other manner authorised by the rules of AWA
- 7.1.3** appoint agents to transact any business of AWA on its behalf;
- 7.1.4** enter into any other contract AWA considers necessary or desirable; and
- 7.1.5** to acquire by purchase lease or otherwise land, buildings, plant and equipment and to permit the same to be used by members, employees and servants of AWA either gratuitously or for payment either as trustee or otherwise, 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 this constitution;
- 7.1.6** to trade either directly or indirectly in the purchase or manufacture and sale of material and equipment necessary or auxiliary to the objects of AWA in so far as such trade is to the benefit and convenience of members;
- 7.1.7** to trade in the purchase and resale of all kinds of liquor refreshments and provisions required or used by members and their friends in compliance with the Liquor (Licensing) Act 1963 as amended or any re-enactment or statutory modification thereof for the time being in force;
- 7.1.8** to promote and conduct either alone or jointly with any other association club or persons meetings competitions and matches in connection with the objects of AWA and to offer give or contribute towards prizes medals and awards therefore and to promote give or support dinners balls concerts and other entertainment;
- 7.1.9** to acquire by purchase or otherwise and to let or sub-let any premises, plant and equipment for the operation of services for the benefit of members;
- 7.1.10** to borrow or raise and give security for money by the issue of or upon bonds, debentures, debenture stock, bills of exchange, promissory notes or other obligations or securities of AWA or by mortgage or charge upon all or any part of the property of the Association or without security and upon such terms as to priority or otherwise as AWA shall think fit provided that the total amount of borrowing in excess of \$1,000.00 in any financial year shall first be approved by a majority of the members present and voting at a general meeting.

## 8. MEMBERSHIP

- (a) All AWA Membership renewal registrations fall due at the start of each financial year.
- (b) Renewals or New Applications to be in such form as the Executive Committee from time to time directs.
- 8.1** All Membership of AWA shall be Registered Financial Members and be bound by the rules of AWA, MAAA and CASA 101 and shall be open to the following :
- 8.2** “Club Members” are Aeromodelling Clubs incorporated under the Act.
- 8.3** “Affiliate Members” are natural persons being Members of a Club Member.
- 8.4** “Junior Affiliate Members” are natural persons who are financial Members of a Club Member under the age of eighteen (18) years.
- 8.5** “Country Affiliate Members” are natural persons interested in the objects of AWA and who reside at a distance from the nearest Aeromodelling Club.
- 8.6** “Honorary Affiliate Member” are Affiliate Members who in the unanimous opinion of the Executive Committee have performed some outstanding service of a definite benefit to the Model Aircraft movement and has been awarded Life Membership in AWA.
- 8.7** Associate Members :- such Individuals or Organizations with similar interests as may be recognised by AWA but without having voting rights. These Members may be charged with specific responsibilities to AWA.
- 8.8** “Park Flyers Member” a natural person without voting rights and having restricted Insurance cover whose activities are restricted to Park Flyer models within Local Government approved parks within Western Australia .
- 8.9** A Club who wishes to become a Member or a country Person wishing to become a country member must:
- (a) As a club applying for AWA Membership, must include all of its Financial Members and be nominated by one Club Member and seconded by another.
- (b) As a country Person wishing to become an AWA Country Affiliate Member sign the application and be

- 8.10 Applications submitted to the Secretary to be accepted or rejected at a duly constituted meeting by a majority vote in person or by proxy.

## 9. REGISTER of MEMBERS

- 9.1 The Treasurer shall keep at his place of residence or at the registered office of AWA a Register of Members showing the amount and date of the payment of subscriptions payable by all Members and immediately upon the admission of a new member of any category provided by this constitution shall record such admission in such Register.

## 10 FINANCIAL YEAR.

- 10.1 The AWA financial year is from the 1<sup>st</sup> July to the following 30<sup>th</sup> June

## 11 SUBSCRIPTIONS.

- 11.1 The entrances fees, subscriptions and other amounts (if any) to be paid by all members shall be determined at an Annual General Meeting or a Special General Meeting.

## 12 RESIGNATION of MEMBERS.

- 12.1 A Member is not entitled to resign from membership of AWA except in accordance with this Rule.
- 12.2 A Member who has paid all amounts payable by the Member to AWA may resign from membership of the association by first giving notice in writing to the secretary of the Member's intention to resign whereupon the member ceases to be a Member.
- 12.3 When a Member resigns, the Treasurer shall make an appropriate entry in the Register of Members recording the date on which the Member ceased to be a Member.

## 13 DISCIPLINARY ACTION AND DISPUTES RESOLUTION

- 13.1 The Executive or General Committee may call a Executive Committee Meeting for Disciplinary Action if in it's opinion a Member :
- (a) Has persistently and wilfully neglected to comply with the provisions of the ACT governing the Rules or By Laws of AWA or;
  - (b) Has persistently and wilfully acted in a manner prejudicial to the interest of AWA or;
  - (c) Has persistently and wilfully failed to observe the prescribed safety rules or;
  - (d) Has been party to fraudulent or dishonest practices.
- 13.1.1 The Secretary shall send by prepaid mail, email or by hand, a written notice to the Member giving the time date and place of the Special Disciplinary Meeting stating the reason and affording the member the opportunity to attend the meeting.
- 13.1.2 After affording the member the opportunity to be heard the Executive Committee will decide an appropriate cause of action with not less than a 2/3 majority.
- 13.1.3 The Secretary shall confirm in writing to the member the action taken and the reason for the action & the Member's right of appeal in accordance with the Disputes Resolution..
- 13.1.4 A Member who exercises their right to appeal must notify the Secretary in writing with in 14 days stating the grounds on which they are appealing the action.
- 13.2 **Disputes Resolution** The grievance procedure set out in this rule applies to disputes under these rules between members and AWA.
- 13.2.1 The parties to the dispute must meet and discuss the matter in dispute and if possible, resolve the dispute within fourteen (14) days after the dispute comes to the attention of all of the parties.
- 13.2.2 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within ten (10) days, hold a meeting in the presence of a Mediator.
- 13.2.3 The Mediator must be –
- (a) a person chosen by agreement between the parties; or
  - (b) in the absence of agreement –
    - (i) in the case of a dispute between a Member and another Member, a person appointed by the Executive Committee;

- (ii) in the case of a dispute between a Member and AWA, a person who is a Mediator appointed to, or employed, by a not for profit organization

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**13.2.4** A Member of AWA can be a Mediator

**13.2.5** The Mediator cannot be a Member who is a party to the dispute.

**13.2.6** The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

**13.2.7** The Mediator, in conducting the mediation, must –

- (a) give to the parties to the mediation process every opportunity to be heard;
- (b) allow due consideration by all parties of any written statement submitted by any party; and
- (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

**13.2.8** The mediator must not determine the dispute.

**13.2.9** The Mediation must be confidential and without prejudice.

**13.2.10** If the Mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at all.

## **14 EXECUTIVE COMMITTEE.**

**14.1** The Executive Committee is invested with the responsibilities of the day to day administration of AWA.

**14.2** The affairs of AWA will be managed exclusively by the Executive Committee consisting of:

- 14.2.1** President;
- 14.2.2** Two Vice Presidents;
- 14.2.3** Secretary;
- 14.2.4** Treasurer;
- 14.2.5** Contest Secretary;
- 14.2.6** Public Relations Officer;
- 14.2.7** Magazine Editor; and
- 14.2.8** Chief Flying Instructor

## **15 GENERAL COMMITTEE.**

**15.1** The Executive Committee may delegate its responsibilities to the General Committee which shall comprise the Members of the Executive Committee with two (2) Delegates from each of the Club Members.

## **16 ELECTION of OFFICE BEARERS.**

**16.1** All positions on the Executive Committee and the General Committee shall be declared vacant at the Annual General Meeting. However the Members who filled those positions shall remain eligible for re-election. Nominations of candidates for election to the Executive Committee and / or the General Committee:

**16.1.1** shall be made in writing, and be accompanied by the written consent of the candidate (which may be endorsed upon the nomination form ); and

**16.1.2** shall be delivered to the Secretary not less than 14 days before the date fixed for the Annual General Meeting at which the election is to take place.

**16.2** If no nomination is received then the outgoing incumbent shall be considered re-elected unopposed.

- 16.3 If not more than one (1) Candidate is nominated for a particular position the Candidate, shall be deemed to be elected to that position.
- 16.4 If more than one (1) Candidate is nominated for a particular position an election shall be held at the said Annual General Meeting by a majority vote.
- 16.5 If no nominations for a particular position are received the nominations shall be called for at the said Annual General Meeting. Page 4
- 16.6 The newly elected candidates may appoint suitable candidates to vacant positions if no such nominations are received

## 17 **PRESIDENT**

- 17.1 The President shall preside over all Meetings.

## 18 **VICE PRESIDENT**

- 18.1 Up to (2) two Vice Presidents may be elected by majority vote at an Annual General meeting.
- 18.2 In the absence of the President at any meeting a Vice President if present will preside.

## 19 **SECRETARY**

- 19.1 The Secretary shall:
- 19.1.1 coordinate the correspondence of the AWA; and
- 19.1.2 keep full & correct minutes of the proceedings of the meetings of the Committees of the AWA.
- 19.2 custody of all books, documents, records and securities of the AWA.
- 19.3 in the absence of the Secretary, either the Treasurer, Vice President or another Member of the Executive may be appointed by the Committee to carry out the functions of the Secretary for the duration of the meeting.

## 20 **TREASURER**

- 20.1 The Treasurer shall:
- 20.1.1 collect and receive all monies due to AWA and make payments authorised by AWA; and
- 20.1.2 to keep accurate accounts and books showing the financial affairs of AWA with full details of all receipts and expenditure connected with the activities of the association.

## 21 **CONTEST SECRETARY.**

- 21.1 The Contest Secretary shall be responsible for the administration of all competition State Events within Western Australia, in accordance with the By-Laws (if any).

## 22 **PUBLIC RELATIONS OFFICER**

- 22.1 The Public Relations Officer shall be responsible for the publicity and promotion of AWA activities.

## 23 **MAGAZINE EDITOR**

- 23.1 The Magazine Editor shall compile the publication in accordance with the objects of AWA and as directed by the Executive Committee.
- 23.2 The Magazine publication is to promote the aims of AWA and the activities of Model Aircraft or Model Aviation.

## 24 **CHIEF FLYING INSTRUCTOR**

- 24.1 The Chief Flying Instructor shall coordinate all Flight Training as approved by AWA and its by-laws.

## 25 **CASUAL VACANCIES**

- 25.1 A casual vacancy occurs when an Executive Committee Member:
- 25.1.1 dies;

- 25.1.2 resigns by notice in writing delivered to the President; or
- 25.1.3 if the resigning Executive Committee Member is the President or Vice President;
- 25.1.4 is convicted of a Criminal act or an offence under the ACT; or
- 25.1.5 is permanently incapacitated by physical or mental ill health;
- 25.1.6 is absent for three (3) Committee Meetings in the same financial year, of which he/she has received notice without tendering an apology to the person presiding at each of those Committee meetings or;
- 25.2 ceases to be a Member of AWA.
- 25.3 When a Casual Vacancy within the Executive Committee exists it may appoint a Member to fill that vacancy:
- 25.3.1 a Member so appointed shall hold office until the next Annual General Meeting; and
- 25.3.2 be eligible for election to Membership to the Executive Committee at the next following Annual General Meeting.

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## 26. CLUB MEMBER DELEGATES.

- 26.1 Club Members are represented by any two (2) Delegates chosen from their Clubs.
- 26.2 A Delegate who is a Member of more than one (1) Club Member can only represent one Club.

## 27. MEETINGS.

- 27.1 If within half an hour of the time appointed for the start of any meeting a quorum is not present then the meeting shall become a meeting of the Executive Committee.
- 27.2 **Annual General Meeting**
- 27.2.1 The Association shall in each year, cause to be held an Annual General Meeting not later than four (4) months from the end of that financial year.
- 27.2.2 The Secretary shall, at least twenty one (21) days before the date fixed for holding the Annual General Meeting, cause to be sent by pre-paid post, or by email, to each member's address appearing in the register of members, or in person, a notice specifying the place, date and time of the Annual General Meeting and the nature of the business to be transacted.
- 27.2.3 The business of the Annual General Meeting shall be to receive the annual report of the president, the balance sheet, profit and loss account and trading account and the Auditor's Report on such balance sheet and accounts to elect officers and committee and Auditors for the forthcoming year in accordance with this Constitution and to consider such other business as may be properly before the meeting.
- 27.3 **Special General Meeting.**
- 27.3.1 The Executive or General Committee may at any time convene a Special General Meeting for a special resolution.
- 27.3.2 Five delegates may give a written request for a Special General Meeting for a special resolution.
- 27.3.3 The Executive Committee shall convene a Special General Meeting within 30 days of receiving a written request.
- 27.3.4 If a Special General Meeting is not convened within the said thirty (30) days:
- (a) the Delegates that made the request concerned may themselves convene a Special General Meeting as if they were the Executive Management Committee or;
  - (b) the Member who gave the notice concerned may himself or herself convene a Special General Meeting as if he or she were the Executive Committee.
- 27.3.5 The Secretary shall give to all members, not less than twenty one (21) days notice in writing of the Special General Meeting as for the AGM and state the Purpose or the Special Resolution for which the meeting is to be convened stating when, where and time of that meeting.
- 27.3.6 No business, other than the purpose for convening the Special General Meeting may be transacted at a Special General Meeting
- 27.4 **Executive Committee Meeting**

27.4.1 The Executive Committee may convene such meetings as and when required.

27.4.2 Any decisions made by the Executive Committee shall be made by ordinary resolution and decided by a majority vote.  
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27.4.3 The Executive Committee may from time to time and as the need arises convene a sub committee to be a working party on a specific project, to report back to the Committee with its findings, outcomes & recommendations.

#### 27.5 General Committee Meeting

27.5.1 The General Committee shall deal with the day to day running of the association.

27.5.2 Any decisions made by the General Committee shall be made by ordinary resolution and decided by a majority vote.

27.5.3 The General Committee may at any time appoint a Sub Committee to deal with a project or agenda item as a working party to report back to the Committee.

### 28. PROCEEDINGS AT MEETINGS

28.1 At all General Meetings and those of the Executive and General Committees the President or in his absence, a Vice or a Member selected by the Committee shall take the chair. Every Member present shall be entitled to one vote upon every motion and in the case of an equality of votes the President shall have a second or casting vote.

### 29. QUORUM.

29.1 At an Annual General Meeting shall be (10) ten of the Member Clubs eligible to vote, who are represented by Delegates present or by proxy.

29.2 At a Special General Meeting (other than for disciplinary action) shall be (10) ten of the Member Clubs eligible to vote, who are represented by Delegates present or by proxy..

29.3 At an Executive Committee Meeting shall be five (5) which shall include the President or in his absence the Vice President the Secretary & the Treasurer.

29.4 At a General Committee Meeting shall be ten (10) Delegates to vote and shall include the President or his Vice, the Secretary and the Treasurer.

### 30. VOTING RIGHTS.

30.1 Upon any question arising at a General Meeting of AWA a Delegate has one vote only.

30.2 All votes shall be given personally or by proxy (when permitted).

30.3 In the case of an equality of votes on a question at a General Meeting, the person presiding is entitled to exercise a second or casting vote.

30.4 A Member or Delegate or proxy is not entitled to vote at any General Meeting unless all money due and payable by the Member or proxy has been paid, other than the amount of the annual subscription payable in respect of the then current year.

30.5 Any Delegate may move that any matter be dealt with by a postal vote, if he/she has the support of (9) nine other Delegates.

30.6 The Secretary shall send by pre-paid post, by email or in person, the postal vote forms no later than 21 days before the General Meeting in which the Member or Delegate is entitled to vote.

30.7 The Members shall return the postal vote forms so that it arrives at the registered office of AWA no later than five (5) days before the said meeting.

30.8 Each Member Club Having one (1) vote for each ten (10) Affiliates Members or part thereof at the time of the Meeting when the postal vote was called. A majority of postal votes will decide the resolution subject to the postal vote.

30/9 Voting for an Annual General Meeting or Special General Meeting is open to all Registered Financial Affiliate Members who are entitled to vote who are present, or by proxy.

### 31. BY-LAWS



- 31.1 The Executive or General Committee is empowered to make repeal and amend such By-Laws as they may from time to time consider necessary for the well-being of AWA which By-Laws repeals and amendments shall have effect until otherwise determined by the Executive or General Committee.

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**32 COMMON SEAL.**

- 32.1 The AWA shall have a Common Seal on which its Corporate name shall appear in legible characters.
- 32.2 The Common Seal of the AWA shall not be used without the express authority of the Executive Committee and every use of the Common Seal shall be recorded in the minutes.
- 32.3 The affixing of the Common Seal shall be witnessed by any two (2) of the President, the Secretary or the Treasurer.
- 32.4 The Common Seal of the AWA shall be kept in the custody of the Secretary or of such person as the Executive Committee from time to time may decide.

**33. DISSOLUTION of AWA**

- 33.1 If upon winding up of the Association, there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed amongst the Members or former Members, but shall be given or transferred to another Association Incorporated under the Act which has similar objects and to which income tax deductible gifts can be made as approved by the Commissioner of Taxation and which Association shall be determined by resolution of the Members.

**34. INSPECTION OF RECORDS**

- 34.1 Any AWA Member has the right to access the following and may, by giving notice in writing to the Executive, arrange a mutually agreeable day, time & place.
- (a) Register of Members
  - (b) Current copy of the Rules
  - (c) Record of Office Holders
- 34.2 The Member may make a copy of, or take extracts from, those records but shall have no right to remove for this purpose, alter or in any way change or cause damage to those records.

**Ratified by Special Resolution 16<sup>th</sup> Aug 2010 and Registered 27 Aug 2010  
Amended By Special Resolution 18<sup>th</sup> April 2011 and registered 27 April 2011**

## AEROMODELLERS W.A. (Inc)

### By-Laws

1. The Treasurer shall maintain a list of the Affiliate Member's Wings Proficiency and publish it on the AWA Web Site.
2. All Membership renewals become due on the 1<sup>st</sup> July each year. **MEMBER CLUBS ARE RESPONSIBLE TO ENSURE THAT SUBSCRIPTIONS ARE PAID.**
3. Each Member Club's Secretary shall in writing, list its Delegate/s and is entitled to include substitute Delegates should the primary Delegate/s not be able to attend any General Committee Meeting and this written list shall be forwarded to the AWA Secretary at the AWA Annual General Meeting or immediately following its own AGM.
4. No Member Club may have the right to vote without supplying in writing a list of its Delegates to the AWA Secretary.
5. At the start of each General Committee Meeting, the attendance be marked off against the AWA Delegate's Registered. This will established that only accredited Delegates are voting. If a Club Member attends as a Delegate but is not listed on the AWA Delegates Register he/she is a Visitor and shall sign in as a Visitor who can be heard but has no voting rights.
6. In the event that all 4 of a Member Club's nominated Registered Delegates attend an AWA meeting, & none are listed as primary Delegates, then prior to signing the attendance, they shall between them, decide which two (2) among them will sign in as the Delegates and who will sign in as Visitors.
7. Each Delegate shall be entitled to have one (1) vote on any motion at any Committee Meeting that he/she attends.
8. In the event that a Member Club can not be represented at any one (1) Committee Meeting, then the Member Club's Secretary shall forward in writing to the AWA Secretary any matters that the Club wants dealt with as agenda items.
9. The Contest Secretary shall produce for the start of each AWA financial year a complete Events Calendar covering all Western Australian Model Aircraft competitions and maintain a complete list of results for all AWA Model Aircraft Contests, W.A State Championship competitions and record attempts.
10. The Contest Secretary shall report on the completion of the calendar events with the results and records to the General Meetings throughout the year.
11. The Contest Secretary shall recommend to the Executive Management Committee a list of Officials necessary for the efficient running of all AWA controlled Model Aircraft contests in Western Australia and shall maintain an inventory of all equipment necessary for the efficient running of contests.
12. The Chief Flying Instructor shall be responsible for all AWA Member Clubs to have a uniform Flight Training program as per AWA / MAAA requirements.
13. The Chief Flying Instructor shall coordinate all Instructor Flight Training Courses in line with AWA requirements, and the MAAA Flight Instructors' Manual for Fixed and Rotary Wing Model Aircraft. Evaluate the written and flying tests and award the successful participants with their MAAA Instructor Gold Wings and shall maintain a register of all AWA Accredited MAAA Instructors
14. In the first instance it is the responsibility of the Member Clubs to deal with & resolve any & all matters of complaint resulting from rule infringements or internal Club matters.