

2022 Annual General Meeting of Netball WA (Inc.)

Thursday, 12 May 2022 at 6:30pm

Gold Netball Centre
200 Selby Street, Jolimont WA and via Zoom

<https://us02web.zoom.us/j/85809377400?pwd=VEU4WDdXTVZyWnpUa1BqVDIIZk5oUT09>

AGENDA

1. MEETING OPENING

- 1.1 Attendance and Apologies Register
- 1.2 Confirmation of Quorum
- 1.3 Conflicts Register

2. PRESIDENT'S OPENING ADDRESS

3. CONFIRMATION OF MINUTES OF PREVIOUS ANNUAL GENERAL MEETING

- 3.1 Minutes of the NWA Annual General Meeting of 17 April 2021 (*attachment*)

4. CONSIDERATION OF THE 2021 ANNUAL REPORT

- 4.1 Netball WA 2021 Annual Report (*to be circulated by 4 May 2022*)

5. CONSIDERATION OF 2021 AUDITED FINANCIAL STATEMENTS

- 5.1 2021 Audited Financial Papers will be circulated with the Annual Report

6. NOTICE OF SPECIAL RESOLUTIONS – NIL RECEIVED

7. NWA SPECIAL RESOLUTIONS

- 7.1 Amendments to the Rules of Association (*attachment*)

The Netball WA Board is seeking, via a Special Resolution, the approval of the members to make the changes to the Rules of Association as provided in Attachment 1.

8. CONFIRMATION OF ELECTED DIRECTORS

9. CONFIRMATION OF LIFE MEMBERS

10. CONSIDERATION OF APPOINTMENTS OF PATRON AND AUDITOR

- 10.1 Patron – Governor of Western Australia
- 10.2 Auditor – PKF Perth

11. CLOSE OF MEETING



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Attachment 1 - Item 7.1 Amendments to the Rules of Association

The following table indicates the changes proposed to the constitution, for approval of the members via a special resolution at the Annual General Meeting 12th May 2022.

Page	Current Clause	Proposed Change	Change/Reason
all	All references to Netball WA and Netball WA (Incorporated) in document	Change all to Netball WA (Inc)	Feedback from the Department of Mines, Industry, Regulation and Safety (DMIRS) require this to be consistent to the registered name.
2	2.2 Individual Member means an affiliated financial individual member of a Member Association, which is recognised as a member under rule 5.3(f).	Individual Member means an affiliated financial individual member of a Member Association, which is recognised as a member under rule 5.3(e).	Correct the clause reference from 5.3(f) to 5.3 (e) due to the removal of the original 5.3 (a) in the last update.
2	2.2 Life Member means an individual upon whom life membership of Netball WA has been conferred under rule 5.3(g).	Life Member means an individual upon whom life membership of Netball WA has been conferred under rule 5.3(f).	Correct the clause reference from 5.3(g) to 5.3 (f) due to the removal of the original 5.3 (a) in the last update.
2	2.2 Member Entity means all Regions, Member Associations and Affiliated Clubs and other approved Members of Netball WA excluding Individual Members and Life Members.	2.2 Member Entity means all Member Associations, Affiliated Clubs and other approved Members of Netball WA excluding Individual Members and Life Members.	Removed the word <i>Regions</i> as it no longer applies.
3	2.2 Region means an entity recognised by Netball WA to administer the sport of Netball in a particular region until 31 December 2018.	Delete in full	Removed the definition of Region as it no longer applies.

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Page	Current Clause	Proposed Change	Change/Reason
3	2.2 Tier 1 Association means an association recognised by Netball WA, meeting the membership criteria prescribed in rule 5.3(b) effective from 1 January 2019.	2.2 Tier 1 Association means an association recognised by Netball WA (Inc), meeting the membership criteria prescribed in rule 5.3(a).	Remove the date reference as it is unnecessary. Correct the clause reference from 5.3(b) to 5.3 (a) due to the removal of the original 5.3 (a) in the last update.
3	2.2 Tier 2 Association means an association recognised by Netball WA, meeting the membership criteria prescribed in rule 5.3(c).	2.2 Tier 2 Association means an association recognised by Netball WA (Inc), meeting the membership criteria prescribed in rule 5.3(b).	Correct the clause reference from 5.3(c) to 5.3 (b) due to the removal of the original 5.3 (a) in the last update.
3	2.2 Tier 3 Association means an association recognised by Netball WA, meeting the membership criteria prescribed in rule 5.3(d).	2.2 Tier 3 Association means an association recognised by Netball WA (Inc), meeting the membership criteria prescribed in rule 5.3(c).	Correct the clause reference from 5.3(d) to 5.3 (c) due to the removal of the original 5.3 (a) in the last update.
3	2.2 Voting Member means the: (a) Regions up to and including 31 December 2018; and (b) Tier 1 Associations on and from 1 January 2019.	Voting Member means the Tier 1 Associations	Remove the reference to Regions as it no longer applies. Remove the date reference as it is unnecessary.
6	5.1 (a) (i) Tier 1 Associations, which subject to these Rules, shall be represented by their Delegate/s who shall have the right to nominate candidates for Elected Directors under rule 14.2(c)(iii), receive notice of, attend, speak, debate and vote at General Meetings for and on behalf of the their Association. Membership rights, including voting rights shall be effective on and from 1 January 2019.	5.1 (a) (i) Tier 1 Associations, which subject to these Rules, shall be represented by their Delegate/s who shall have the right to nominate candidates for Elected Directors under rule 14.2(c)(iii), receive notice of, attend, speak, debate and vote at General Meetings for and on behalf of the their Association.	Remove the date reference as it is unnecessary.

Page	Current Clause	Proposed Change	Change/Reason
6	5.1 (a) (ii) Tier 2 Associations, which subject to these Rules, who shall have the right to nominate candidates for Elected Directors under rule 14.2(c)(iii), receive notice of, and may appoint a representative to attend, General Meetings and speak, but shall have no right to debate or vote at General Meetings. Membership rights shall be effective on and from 1 January 2019.	5.1 (a) (ii) Tier 2 Associations, which subject to these Rules, who shall have the right to nominate candidates for Elected Directors under rule 14.2(c)(iii), receive notice of, and may appoint a representative to attend, General Meetings and speak, but shall have no right to debate or vote at General Meetings.	Remove the date reference as it is unnecessary.
6	5.1 (a) (ii) Tier 3 Associations, which subject to these Rules, who shall have the right to nominate candidates for Elected Directors under rule 14.2(c)(iii), receive notice of, and may appoint a representative to attend General Meetings and speak, but shall have no right to debate or vote at General Meetings. Membership rights shall be effective on and from 1 January 2019.	5.1 (a) (ii) Tier 3 Associations, which subject to these Rules, who shall have the right to nominate candidates for Elected Directors under rule 14.2(c)(iii), receive notice of, and may appoint a representative to attend General Meetings and speak, but shall have no right to debate or vote at General Meetings.	Remove the date reference as it is unnecessary.
7	5.3 (b) (v) Provide in writing to Netball WA the name of the Delegate, who will receive all notices and correspondences from Netball WA and inform Netball WA of any changes to the membership and inform Netball WA of any changes to the membership.	5.3 (b) (v) Provide in writing to Netball WA (Inc) the name of the Delegate, who will receive all notices and correspondences from Netball WA (Inc) and inform Netball WA of any changes to the membership.	Remove duplicated words at the end of the paragraph.
10	10.2 Expiration of Notice Period Subject to rule 10.5 upon the expiration of any notice period applicable under rule 10.1 an entry, recording the date on which the Member who or which gave notice ceased to be a Member, shall be recorded in the register.	10.2 Expiration of Notice Period Upon the expiration of any notice period applicable under rule 10.1 an entry, recording the date on which the Member who or which gave notice ceased to be a Member, shall be recorded in the register.	Remove the words “subject to rule 10.5”, as that clause is deleted in full (see below).

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11	10.5 Cessation of Membership Where a Region ceases to be a Member in accordance with these Rules or the Act, the Member Associations, Affiliated Clubs and Individual Members of that Region may cease or remain Members to the extent (if any) and for such time (if any) as is determined at the sole discretion of the Board.	Delete in full	Remove the clause as it relates to regions and no longer applies.
13	14.1 (d) On and from 1 January 2019, a nominee who is subsequently elected as an Elected Director shall immediately retire or resign from any position they hold as an office bearer, director or a paid employee of any Member Entity.	14.1 (d) A nominee who is subsequently elected as an Elected Director shall immediately retire or resign from any position they hold as an office bearer, director or a paid employee of any Member Entity.	Remove the date reference as it is unnecessary.
15	15 Appointment of Appointed Directors The Directors shall appoint two Appointed Directors.	15 Appointment of Appointed Directors The Directors shall appoint four Appointed Directors.	Change “two” to “four” to be consistent with clause 13.2 (b) changed by Special resolution in February 2022.
15	15.1 The Appointed Directors may have specific skills in commerce, finance, marketing, law or business generally or such other skills which complement the Board composition and support the strategic direction but need not have experience in or exposure to the sport of Netball. The Appointed Directors must become Members of Netball WA.	15.1 (a) The Appointed Directors may have specific skills in commerce, finance, marketing, law or business generally or such other skills which complement the Board composition and support the strategic direction but need not have experience in or exposure to the sport of Netball. The Appointed Directors must become Members of Netball WA (Inc).	Change the clause number to “15.1 (a)” to accommodate the addition of two more clauses under 15.1, as per below.
15	None	15.1 (b) Prior to appointment, Appointed Directors must declare any position they hold in any Member Entity, including as an office bearer, director or a paid employee.	Add for consistency with elected director requirements under clause 14.1 (c).

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15	None	15.1 (c) On Appointment, an Appointed Director shall immediately retire or resign from any position they hold as an office bearer, director or a paid employee of any Member Entity.	Add for consistency with elected director requirements under clause 14.1 (d).
15	15.3 (b) One Appointed Director shall be appointed in each year of odd number and one Appointed Director shall be appointed in each year of even number.	15.3 (b) Two Appointed Directors shall be appointed in each year of odd number and two Appointed Directors shall be appointed in each year of even number.	Change both the words “one” to “two” to be consistent with clause 15.
18	19.2 (a) At meetings of the Board the number of Directors whose presence (or participation under rule 28.3) is required to constitute a quorum is four Directors.	19.2 (a) At meetings of the Board the number of Directors whose presence (or participation under rule 28.3) is required to constitute a quorum is five Directors.	Change the quorum from four to five to be more appropriate to the total number of Directors increasing by two.