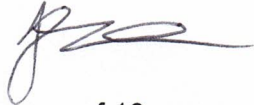


**CONSTITUTION OF**  
**MACCABI WESTERN AUSTRALIA (INC)**

This is the annexure of 12 pages marked "A" referred to in the Form No 5

Signed by me and dated ...22.../...03.../...2015...

A handwritten signature in black ink, appearing to be 'J. J.', written over the date line.

This is the annexure of 16 pages marked "A" referred to in the Form No 5

Signed by me and dated ...24.../...03.../...2019...

A handwritten signature in black ink, appearing to be 'J. J.', written over the date line.

# Maccabi WA Constitution

Contents .....	
Constitution of Maccabi W.A. (Inc.) .....	3
Name .....	3
Definitions.....	3
Aims and Objects .....	4
Powers .....	5
Affiliation .....	5
Membership.....	5
Register of Members of Association .....	7
Cessation of Membership.....	7
Suspension or expulsion from Membership.....	7
Fees .....	8
Financial Year.....	8
Constituent Bodies .....	8
Additional Constituent Bodies.....	9
Management.....	9
Executive .....	9
Casual Vacancies in Membership of Executive .....	10
Powers and Duties of the Executive .....	10
Control of Funds and Custody of Books and Records.....	11
Inspection .....	12
Meetings .....	12
Quorum.....	13
Voting .....	13
Audit of Accounts.....	14
Australian Maccabi Sports Carnivals .....	14

Amending the Constitution..... 14

Resolving Disputes..... 15

Distribution of Surplus Property on Winding up of Association ..... 15

Common Seal of Association..... 15

### **Constitution of Maccabi W.A. (Inc.)**

This constitution for Maccabi W.A. (Inc.) was adopted at an Annual General Meeting held on April 20, 1986 and amended at a Special General Meeting held on December 15, 1986, at the Annual General Meeting held on March 28, 1988, at the Annual General Meeting held on March 8, 2009, at the Annual General Meeting held on March 17, 2013 and at the Annual General Meeting held on March 24 2019.

#### **NAME**

1. The name of the association shall be Maccabi Western Australia (Inc.) ("**Maccabi W.A.**" or "**Association**")

#### **DEFINITIONS**

2. In this constitution, unless the contrary intention appears:

**"Act"** means the *Associations Incorporation Act 2015*(WA), as amended from time to time;

**"Annual General Meeting"** is the meeting convened under clause 41 (a);

**"Associate Member"** means a member referred to in clause 8(b);

**"Chairman"** means the person elected from time to time to preside at an Executive meeting or general meeting;

**"Commissioner"** means the Commissioner of the department;

**"Constituent Body"** means a sporting club affiliated with Maccabi W.A. from time to time;

**"convene"** means to call together for a formal meeting;

**"department"** means the government department charged with responsibility for administering the Act from time to time;

**"Executive"** means the committee of management referred to in clause 29;

**"Full Member"** means a member referred to in clause 8(a).

**"financial year"** has the meaning given it in clause 21;

**"general meeting"** means a meeting to which all members are invited;

**"Member"** means a member of Maccabi W.A. and includes Constituent Bodies, Full Members, Associate Members and Honorary Life Members;

**"Member Protection Policy (MPP)"** means the grievance procedure adopted by Maccabi W.A., as amended from time to time;

**"Jewish faith"** means a person who is Jewish or who has a Jewish parent. The Association may rely on the determination of a Rabbi, or if there is no Rabbi, the President of any Jewish synagogue congregation, that another person is Jewish;

**"poll"** means voting conducted in written form (as opposed to a show of hands);

**"special general meeting"** means a general meeting other than the Annual General Meeting;

**"special resolution"** means a resolution that is passed by a majority of not less than three-fourths of the members of Maccabi W.A. who are entitled under this constitution to vote, and vote at a general meeting, of which notice specifying the intention to propose the resolution as a special resolution was given in accordance with this constitution;

**"Secretary"** means the person elected as secretary under clause 29; and

**"Treasurer"** means the person elected as treasurer under clause 29.

### **AIMS AND OBJECTS**

3. The objects of the Association are to:
- (a) promote, encourage and coordinate Jewish sporting, cultural, recreational and social activities in Western Australia;
  - (b) administer, control and regulate Jewish sporting, cultural, recreational and social activities in Western Australia conducted by the Association or Member Clubs as appropriate;
  - (c) represent and advocate for Jewish sporting bodies and sportspeople in Western Australia;
  - (d) uphold traditional Judaism, to promote the unity of the Jewish community in W.A. by cultural, philanthropic, Zionist and sporting activities, and to promote the welfare of Jewish Youth;
  - (e) acquire land for the purpose of establishing, developing and maintaining a Memorial Park and Buildings dedicated to Jewish Servicemen of the State of Western Australia, who lost their lives in the 1914-1918 and 1939-1945 World Wars; and
  - (f) create a safe, fair and inclusive environment for all of its members and persons involved or associated with any of its associated organisations and clubs including Club members, officials, coaches, volunteers, and parents of Club Members and other participants of its associated organisations.

### **NOT FOR PROFIT**

4. The property and income of Maccabi W.A. shall be applied solely towards the promotion of the aims and objects of Maccabi W.A. 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 set out in clause 3.
5. A payment may be made (directly or indirectly) to a member out of the funds of Maccabi W.A. only if it is authorised under clause 5(a):
- (a) A payment to a member out of the funds of Maccabi W.A. is authorised if it is:
    - (i) a payment in good faith to that member of reasonable remuneration for services provided to Maccabi W.A., or reasonable compensation for goods supplied to Maccabi W.A. in the ordinary course of business on an arm's length basis;
    - (ii) a payment of interest on money borrowed from a member by Maccabi W.A., at a rate not exceeding the cash rate published from time to time by the Reserve Bank of Australia;
    - (iii) a payment of reasonable rent to the member for any premises leased by the member to Maccabi W.A.; or

- (iv) the reimbursement of reasonable expenses properly incurred by a member on behalf of Maccabi W.A.

## **POWERS**

6. Subject to the Act, Maccabi W.A. may do all things which are incidental to and necessary for the attainment of the objects of Maccabi W.A. and has the powers given to it under the Act, 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:
    - (i) in any security in which trust monies may lawfully be invested; or
    - (ii) in any other manner authorised by this constitution;
  - (d) borrow money upon such terms and conditions as the Executive thinks fit;
  - (e) give such security for the discharge of liabilities incurred by Maccabi W.A. as Maccabi W.A. thinks fit;
  - (f) appoint agents to transact any business of Maccabi W.A. on its behalf;
  - (g) enter into any other contract it considers necessary or desirable; and
  - (h) 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 this constitution.

## **AFFILIATION**

7. Maccabi W.A. shall be affiliated with Maccabi Australia (Inc.) and, as determined by the Executive from time to time, any other organisations that further the aims and objects of Maccabi W.A.

## **MEMBERSHIP**

8. The eligibility criteria for membership of Maccabi W.A. are as follows.
  - (a) Full Membership of Maccabi W.A. shall be open to persons who wish to promote the aims and objectives of Maccabi WA and are of the Jewish faith; and
  - (b) Associate Membership of Maccabi W.A. shall be open to persons who wish to promote the aims and objectives of Maccabi WA who are not, or are deemed not to be, of the Jewish faith. Constituent Bodies shall become members of Maccabi W.A., subject to their compliance with the obligations in clause 25 and being approved by the Executive in accordance with clause 26.
9. Rights attaching to membership
  - (a) A Full Member has all the rights provided to members under this Constitution, including but not limited to:
    - (i) receiving notices from Maccabi W.A.;

- (ii) attending, requesting the convening of and voting at all general meetings of Maccabi W.A.; and
    - (iii) being elected to the Executive and any sub-committees of Maccabi W.A.
  - (b) Associate Members are entitled to:
    - (i) receive notices from Maccabi W.A.;
    - (ii) participate in the activities of Maccabi W.A.; and
    - (iii) attend all general meetings,
  - (c) Associate Members are not entitled to:
    - (i) represent Maccabi W.A. at Maccabi Australia Junior Sports Carnivals, Maccabiah Games or other International Maccabi Games.
    - (ii) do not have the right to vote at any general meeting of Maccabi W.A and are unable to hold office on the Executive.
10. The Executive may resolve to create such other classes of membership with such respective rights and obligations as the Executive may determine from time to time.
11. Applying for Membership
- (a) A person who does not play sport for a Constituent Body, but wishes to become a Member (either as a Full Member or an Associate Member), must apply for membership to the Executive in writing, and such application shall be in such form as the Executive from time to time determines. The Executive shall determine in its sole discretion whether the application is successful or not. Upon such approval being granted, the person must pay the membership fee due to the Executive as determined under clause 19.
  - (b) A person who plays sport for a Constituent Body is a Member, subject to payment of the membership fee.
  - (c) Honorary Life Membership may be bestowed, at a general meeting on a recommendation from Executive, on a person who has rendered outstanding service to Maccabi W.A.
  - (d) An Honorary Life Member has the same rights and obligations as a Full Member, though is not required to pay a membership fee.
  - (e) A person will only become a Member once he or she:
    - (i) has been approved for membership in accordance with clause 11(a);
    - (ii) has paid the requisite annual fee under clauses 19 or 20; and
    - (iii) has his or her name entered in the register of members maintained under clause 12.
  - (f) Each member shall be:
    - (i) bound by this constitution and any by-laws of Maccabi W.A.; and
    - (ii) entitled to all advantages and privileges of his or her class of membership of Maccabi W.A.

**REGISTER OF MEMBERS OF ASSOCIATION**

12. The Secretary (or any other person authorised by the Executive), must comply with the Act by keeping and maintaining in an up to date condition a register of the members of Maccabi W.A, containing:
  - (a) the name and residential, postal or email address of each member;
  - (b) the class of membership of each member; and
  - (c) the date on which each member's name was entered into the register.
13. Any change in the membership of the Association must be recorded in the register within 28 days.
14. Upon the request of a member of Maccabi W.A., shall make the register available for the inspection of the member but shall have no right to remove the register for that purpose.
15. A member may apply in writing to the Executive for a copy of the register. The Executive may in its discretion require the member to provide a statutory declaration setting out the purpose of the request and declaring that the purpose is connected with the affairs of Maccabi W.A. The Executive may charge a reasonable fee for providing a copy of the register.
16. A member must not use or disclose any information in the register for any purpose other than a purpose that:
  - (a) is directly connected with the affairs of Maccabi W.A; or
  - (b) relates to the administration of the Act.

**CESSATION OF MEMBERSHIP**

17. Membership of Maccabi W.A. will end:
  - (a) upon receipt by the Secretary or another member of the Executive of a member's written resignation;
  - (b) non-payment by a member of any membership fee under clauses 20 and 23;
  - (c) expulsion of a member in accordance with clause 18; or
  - (d) when the member dies.

**SUSPENSION OR EXPULSION FROM MEMBERSHIP**

18. If the Executive considers that a Member should be suspended or expelled from membership of Maccabi W.A. because his or her conduct is detrimental to the interests of Maccabi W.A., the Executive must notify the Member:
  - (a) of the proposed suspension or expulsion and of the time, date and place of the Executive meeting at which the question of that suspension or expulsion will be decided; and
  - (b) particulars of that conduct,
  - (c) not less than 30 days before the date of the Executive meeting referred to in clause 18 (a).



- (d) At the Executive meeting referred to in clause18(a),the Executive may, having afforded the Member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Executive, suspend or expel or decline to suspend or expel the Member and must give notice of the decision to the member forthwith.
- (e) Subject to clause18(e), a member has his or her membership suspended or ceases to be a member 14 days after the day on which the member is notified of the decision to suspend or expel him or her under clause18.
- (f) A member who is suspended or expelled under clause18 must, if he or she wishes to appeal against that suspension or expulsion, give written notice to the Secretary of his or her intention to do so within the period of 14 days referred to in clause18.
- (g) When notice is given under clause18(e):
  - (i) Maccabi W.A. in a general meeting, must either confirm or set aside the decision of the Executive to suspend or expel the Member, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the general meeting; and
  - (ii) the Member who gave that notice is not suspended or does not cease to be a member unless and until the decision of the Executive to suspend or expel him or her is confirmed by the general meeting under this clause18.

## **FEES**

- 19. The membership fees of Maccabi W.A. shall be determined by the Executive before the end of each calendar year.
- 20. If a Member plays sport for a Constituent Body, the Member shall pay their annual membership fee to the Constituent Body or directly to Maccabi W.A. as determined by the Executive. If a Member does not play sport for a Constituent Body, the membership fees shall be paid directly to Maccabi W.A.

## **FINANCIAL YEAR**

- 21. The financial year of Maccabi W.A. shall commence on the 1 January and end on the 31 December of the same year.
- 22. Annual membership fees are due and payable to Maccabi W.A. or to the Constituent Bodies (as applicable) on 1 January of each year unless written resignation is received by that date.
- 23. Unless otherwise determined by the Executive, membership shall lapse if the membership fee is not paid by 31 March that year.
- 24. The Executive may, in its absolute discretion, reinstate a Member whose membership has ceased under clause 17(b) on payment of all arrears of amounts owing.

## **CONSTITUENT BODIES**

- 25. Constituent Bodies shall comply with the following conditions:
  - (a) Each Constituent Body shall submit a copy of its constitution for approval by the Executive.

- (b) Each Constituent Body shall submit its membership list and financial report to Maccabi W.A. within 30 days of the date of its annual general meeting.
- (c) Each Constituent Body shall pay such annual fees to Maccabi W.A., as determined by the Executive from time to time.
- (d) A Constituent Body may by duly executed instrument appoint a natural person (who need not be a Member) to act as its representative at general meetings in all matters, subject to the Act and subject to any restrictions on the representative's powers imposed by the Constituent Body. The instrument or a copy of it must be provided to the Executive.

### **ADDITIONAL CONSTITUENT BODIES**

- 26. Application for affiliation as a Constituent Body of Maccabi W.A. shall be approved by two-thirds majority of the Executive present and voting.

### **MANAGEMENT**

- 27. Maccabi W.A. shall be managed by the Executive. The Executive shall set and oversee the policy of Maccabi W.A. The Executive may exercise all powers of Maccabi W.A. which are not required by the Act or this Constitution to be exercised by Maccabi W.A. in a general meeting.
- 28. A Council consisting of the Executive and the president of each of the Constituent Bodies or their nominated delegates shall meet not less than three times each financial year to discuss the activities of the Constituent Bodies and issues of mutual interest.

### **EXECUTIVE**

- 29. The Executive shall consist of the following elected positions at the Annual General Meeting:
  - (a) a President, elected for a period of two years;
  - (b) a Vice President; elected for a period of two years
  - (c) one Treasurer; elected for a period of two years
  - (d) one Secretary; elected for a period of two years
  - (e) the Immediate Past President, for a period of one year; and
  - (f) up to 6 General Representatives.
- 30. The President and Treasurer must be elected on alternate years to the Vice President and Secretary.
- 31. Nominations for the Executive positions of Maccabi W.A. shall be lodged in writing with the Secretary 7 days prior to the date of the Annual General Meeting and shall be signed by the candidate, a proposer and a seconder, all of whom shall be Full Members. Should nominations not be received for any of the positions, the President shall accept nominations for those positions at the Annual General Meeting.
- 32. A person on the Executive shall have a term commencing from his or her election at an Annual General Meeting until the election held at the next following Annual General Meeting, but he or she is eligible for re-election to the Executive.

33. Notwithstanding clause 29, the Executive may co-opt additional persons with particular skills and expertise at any time in its discretion. The term of any such co-opted member is until the next Annual General Meeting. Co-opted members can serve as many terms as requested by the Executive. The co-opted member shall have the same rights as an Executive Member.

#### **CASUAL VACANCIES IN MEMBERSHIP OF EXECUTIVE**

34. A casual vacancy occurs in the office of the Executive and that office becomes vacant if the person:
- (a) dies;
  - (b) resigns by notice in writing delivered to the President or, if the person is the President, to the Immediate Past President and that resignation is accepted by resolution of the Executive;
  - (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 three Executive meetings in the same financial year without tendering an apology to the person presiding at each of those Executive meetings, and those apologies being accepted;
  - (f) ceases to be a Member of Maccabi W.A.; or
  - (g) is the subject of a resolution passed by a general meeting terminating his or her appointment.
35. Vacancies occurring from time to time on the Executive shall be filled by a person appointed by the Executive who shall hold office until the next following Annual General Meeting at which they shall be eligible for election to membership of the Executive.
36. If a person with banking authorisation vacates a position on the Executive, the Executive must cancel this authorisation with the bank as soon as reasonably practicable, ideally within 2 working days.

#### **POWERS AND DUTIES OF THE EXECUTIVE**

37. Without in any way restricting the generality of the foregoing and in addition to any other powers expressly or impliedly conferred upon the Executive by this constitution, the powers of the Executive shall include the power to enact By-Laws with respect to the following, and any other matter deemed appropriate by the Executive. The Executive must maintain an update record of all By-Laws that are enacted.
- (a) subject to clauses 38(c) and 49, the disposition of the finances and the funds of Maccabi W.A.;
  - (b) the management and control of Maccabi W.A.;
  - (c) the enrolment and resignation of Members of Maccabi W.A.;
  - (d) the control and provision of facilities and benefits for the members and Constituent Bodies of Maccabi W.A.;
  - (e) the control and provision of advancing the aims and objects of Maccabi W.A. and doing anything incidental to the above power or the exercise thereof;
  - (f) the formation of sub-committees.

**CONTROL OF FUNDS AND CUSTODY OF BOOKS AND RECORDS**

38. The Treasurer must:

- (a) be responsible for the receipt of all moneys paid to or received by, or by him or her on behalf of, Maccabi W.A. and must issue receipts for those moneys in the name of Maccabi W.A.;
- (b) pay all moneys referred to in clause 38(a) into such account or accounts of Maccabi W.A. as the Executive may direct from time to time;
- (c) make payments from the funds of Maccabi W.A. with the approval of the Executive, provided that any expenditure in excess of \$50,000 or smaller amounts with a combined value in excess of \$50,000 are first approved by a three-quarters majority of those present and entitled to vote at an Executive meeting;
- (d) ensure that all payments are approved by himself or herself and at least one other authorised person on the Executive, or by any two others as are authorised by the Executive;
- (e) comply on behalf of Maccabi W.A. with the Act with respect to the accounting records of Maccabi W.A. by:
  - (i) keeping such accounting records correctly to explain the financial transactions and financial position of Maccabi W.A.;
  - (ii) keeping its accounting records in such manner as will enable true and fair accounts of Maccabi W.A. to be prepared from time to time;
  - (iii) keeping its accounting records in such manner as will enable true and fair accounts of Maccabi W.A. to be conveniently and properly audited (if required); and
  - (iv) submitting to members at each Annual General Meeting of Maccabi W.A. accounts of Maccabi W.A. showing the financial position of Maccabi W.A. at the end of the immediately preceding financial year;
- (f) getting the accounting records reviewed or audited if required under the Act;
- (g) whenever directed to do so by the President, submit to the Executive a report, balance sheet or financial statement in accordance with that direction;
- (h) unless the members resolve otherwise at a general meeting, have custody of all securities, books and documents of a financial nature and accounting records of Maccabi W.A.; and
- (i) perform such other duties as are imposed by this constitution and the Act on the Treasurer.

39. The Secretary must:

- (a) co-ordinate the correspondence of Maccabi W.A.;
- (b) keep full and correct minutes of the proceedings of the Executive and of Maccabi W.A.;
- (c) keep and maintain the register of members of Maccabi W.A. under clause 12;

- (d) keep and maintain in an up to date condition the constitution of Maccabi W.A. and, upon the request of a member of Maccabi W.A. make available the constitution for the inspection of the member;
- (e) keep and maintain a record of the names and residential or postal addresses of the persons who hold positions on the Executive, including the persons who are authorised to use the common seal of Maccabi W.A. under clause 62;
- (d) unless the members resolve otherwise at a general meeting, have custody of all books, documents, records and registers of Maccabi W.A other than those required by clause 38 to be kept and maintained by, or in the custody of, the Treasurer; and
- (e) perform such other duties as are imposed by this constitution and the Act on the Secretary.

## INSPECTION

40. A member may at any reasonable time and for a proper purpose inspect without charge the register of Members of Maccabi W.A.

## MEETINGS

41. Annual General Meetings.

- (a) The Annual General Meeting of Maccabi W.A. shall be held on a date between the 1<sup>st</sup> March and the 30<sup>th</sup> April each year.
- (b) Notice to all members of the Annual General Meeting must be placed in a local Jewish communal paper and posted on the notice board at the WA Jewish Centre or sent to members via email or post to the address listed for the member in the register of members.
- (c) Members must be notified at least 21 days prior to the date of the Annual General Meeting.
- (d) The notice shall include the Agenda of Business.
- (e) The Agenda of Business for the Annual General Meeting shall be minutes, reports, motions under notice, the election of the Executive, the appointment of an auditor, two honorary solicitors and other general business.

42. Special General Meetings.

- (a) The Secretary must convene a Special General Meeting if directed to do so by the President.
- (b) The Secretary must convene a Special General Meeting it receives a request to do so which meets the following requirements:
  - (i) the request is made by at least 20% of Members eligible to vote at a general meeting;
  - (ii) the request is in writing, signed by all the members making the request, and states the business to be conducted at the Special General Meeting; and
  - (iii) the request is lodged with the Secretary or the President in the absence of the Secretary.

- (c) Any direction for a Special General Meeting must state the business for which such meeting is being called. No other business may be considered at the meeting.
- (d) The Special General Meeting shall be held within 2 months of the receipt by the Secretary of the direction to convene the meeting. The Secretary shall notify each member by mail or sent to members via email or place a notice in a Jewish communal paper and posting the notice on the notice board at the WA Jewish Centre no later than 21 days prior to the meeting, specifying the business of the Special General Meeting and at whose direction the meeting was called.

#### 43. Executive Meetings

- (a) There shall be at least 10 Executive meetings in each financial year. Notice for the Executive meetings shall be given to members of the Executive at least 7 days prior to such meeting.
- (b) Any person on the Executive may call a meeting of the Executive.

#### 44. Council Meetings

- (a) The President may call a meeting of any Constituent Body and the President, or his delegate, shall have a right of access to all meetings of Constituent Bodies

### QUORUM

- 45. No business may be transacted at a meeting unless the relevant quorum is present, as follows:
  - (a) The quorum for an Annual General Meeting shall be twenty Members. This does not include Associate Members.
  - (b) The quorum for Special General Meeting shall be twenty Members. This does not include Associate Members.
  - (c) The quorum for an Executive meeting shall be five Executive members.
- 46. If a quorum is not present within 30 minutes after the designated time for the relevant meeting:
  - (a) where the meeting is convened on the requisition of Members, the meeting must be automatically dissolved; or
  - (b) the meeting stands adjourned to a day and at a time and place as the Committee decides or, if no decision is made by the Committee, to the same day in the next week at the same time and place.
- 47. The President may adjourn a meeting from time to time and from place to place.

### VOTING

- 48. Subject to clause 49, at any general meeting every Member shall be entitled to one vote.
- 49. Associate Members do not have the right to vote or constitute a quorum.
- 50. Except where otherwise stated or required under the Act, all motions or resolutions shall be passed by a simple majority of the Members eligible to vote on such a motion or resolution.

51. The President, who will act as chair of any general meeting and Executive Meeting, shall be at liberty to exercise a deliberate as well as a casting vote.

#### **AUDIT OF ACCOUNTS**

52. If required by the Act, the accounts of Maccabi W.A. shall be audited or reviewed and certified annually by one auditor appointed by the Annual General Meeting.

#### **AUSTRALIAN MACCABI SPORTS CARNIVALS**

53. Carnivals at Home

- (a) The Council shall form a sub-committee headed by a Carnival Manager to conduct Home Carnivals.
- (i) Applications shall be sought for the position of Carnival Manager at least 15 months prior to the particular carnival being conducted in Perth. The position shall be selected by Executive in the following month.
- (ii) Applications shall be sought for the other positions of the Carnival Executive immediately after the selection of the Carnival Manager. These positions shall be selected by the Executive in the following month.
- (b) All Carnivals
- (i) Applications shall be sought 9 months prior to the particular carnival for the position of Carnival Team Manager. In the following month the Executive shall select that Carnival Team Manager.
- (ii) Applications shall be sought immediately upon the election of the Carnival Team Manager for the required number of Assistant Carnival Team Managers. In the following month the Executive shall select the Assistant Carnival Team Managers.

#### **DEALINGS WITH LAND OR BUILDINGS**

54. The disposal by sale, lease, gift or otherwise of land or buildings of Maccabi W.A., the acquisition, leasing or otherwise of any land or buildings by Maccabi W.A. or the utilisation of the title to any land, buildings or other assets of Maccabi W.A. for any purpose shall be subject to the decision of the majority of those present and entitled to vote at an Executive meeting and subsequently approved by a special resolution at a general meeting.

#### **AMENDING THE CONSTITUTION**

55. This constitution may be amended or repealed by a special resolution but not otherwise.
56. Subject to the approval of the Executive, any Constituent Body may amend or add to its constitution in accordance with that Constituent Body's constitution.
57. Within one month of the passing of a special resolution amending, varying or repealing this constitution, or such further time as the Commissioner may in a particular case allow (on written application by Maccabi W.A.), Maccabi W.A. must lodge with the Commissioner notice of the special resolution setting out particulars of the alteration together with a certificate given by any person on the Executive certifying that the resolution was duly passed as a special resolution and that the constitution so altered conforms to the requirements of the Act.

58. Subject to clause 56, an alteration of this constitution does not take effect until clause 57 is complied with.
59. An alteration of the name or the objects or purposes of Maccabi W.A. does not take effect until clause 57 is complied with and the approval of the Commissioner is given to the change of name or change of objects or purposes (as the case may be).
60. At a meeting at which a resolution proposed as a special resolution is submitted, a declaration by the person presiding that the resolution has been passed as a special resolution shall be evidence of the fact.

### **RESOLVING DISPUTES**

61. The MPP sets out the dispute resolution procedure that applies to disputes under or relating to this Constitution between:
  - (a) a Member or Members and the Association;
  - (b) a Member and another Member or Members.
62. The parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.
63. The Executive must establish and appoint, as appropriate, a MPP sub-committee, Maccabi Club Compliance Officers, Maccabi Integrity Officers, Maccabi Grievance Tribunals and an Appeals Tribunal all as provided for in the MPP.

### **DISTRIBUTION OF SURPLUS PROPERTY ON WINDING UP OF ASSOCIATION**

64. For the purposes of this clause Surplus Property has the meaning given in section 3 of the Act.
65. Subject to the Act, Maccabi W.A may cease its activities and be wound up or cancelled in accordance with a special resolution.
66. Upon the winding up or cancellation of Maccabi W.A, any Surplus Property will not be paid to or distributed among the members, but will be distributed to one or more organisations listed in section 24(1) of the Act with objects similar to the Objects.

### **COMMON SEAL OF ASSOCIATION**

67. Maccabi W.A. shall have and use a common seal (with power to alter or change the same from time to time) on which shall be inscribed the name of Maccabi W.A. The common seal shall be kept by the Secretary of Maccabi W.A. The seal of Maccabi W.A. shall not be affixed to any instrument except by the authority of a resolution of the Executive and in the presence of the President and Secretary or such other person or persons as the Executive may appoint for the purpose; and such President and Secretary or other person or persons as aforesaid shall sign every instrument to which the seal of Maccabi W.A. is so affixed in their presence.