

**BY-LAWS OF**  
**JAPANESE ANIMATION**  
**FANS OF**  
**WESTERN AUSTRALIA**  
**(INCORPORATED)**

**OCTOBER 2017**

# TABLE OF CONTENTS

**TABLE OF CONTENTS** ..... 1

**BY-LAWS** ..... 2

1. ADDITIONAL MEMBERS OF THE BOARD ..... 2

2. SCHEDULE OF FEES ..... 2

3. THE ACT ..... 3

4. ANY ACTS ..... 3

5. COMMITTEES OF THE BOARD ..... 4

6. SUB COMMITTEES ..... 4

7. STANDING ORDERS ..... 4

8. BOOKS AND FINANCES OF JAFWA ..... 7

9. METHOD OF ELECTION OF THE BOARD OF JAFWA ..... 9

10. REQUEST FOR SPECIAL GENERAL MEETING ..... 10

11. HONORARY LIFE MEMBERS OF JAFWA ..... 10

12. CORPORATE MEMBERS OF JAFWA ..... 10

13. ORIGINAL MEMBERSHIP OF JAFWA INCORPORATED ..... 11

14. ORIGINAL MEMBERSHIP OF THE BOARD OF JAFWA ..... 11

## **BY-LAWS**

### **1. Additional Members of the Board**

- 1.1. There shall be two Ordinary Members elected as additional members of the Board in accordance with Clause 14.1.5 of the Constitution.

### **2. Schedule of Fees**

- 2.1. The fees for membership in the Organisation shall be due and payable prior to or at the beginning of the period that membership shall be granted for.

- 2.2. Ordinary membership may be acquired for one of two periods:

- 2.2.1. Quarterly membership from the first screening date of a regularly scheduled JAFWA programming season to the day before the first screening date of the subsequent regularly scheduled JAFWA programming season;

2.2.1.1. The fee for quarterly membership shall be \$12.00

- 2.2.2. Yearly membership for a twelve month period commencing from the date membership is granted or renewed;

2.2.2.1. The fee for annual membership shall be \$40.00

- 2.3. There shall be no Honorary Life Member membership fee.

- 2.4. Associate Members are required to show proof of membership in an organisation which has been granted Corporate Membership of JAFWA

- 2.4.1. Associate Members are permitted to obtain Ordinary Membership.

- 2.5. 2.5 Supporting membership may be acquired for a twelve month period commencing from the date membership is granted or renewed;

- 2.5.1. The fee for acquiring supporting membership shall be \$30.00.

- 2.5.2. The fee for renewing supporting membership shall be \$10.00

- 2.5.3. The Board shall determine and publish the benefits of Supporting Members

PC Note: Supporting members may be removed.

- 2.6. 2.6 There will be attendance fees for attending individual screening sessions:
  - 2.6.1. An Ordinary or Honorary Life Member shall pay a fee of \$4.00 to attend a regularly scheduled JAFWA screening.
  - 2.6.2. An Associate Member shall pay a fee of \$5.00 to attend a regularly scheduled JAFWA screening
  - 2.6.3. A Guest or Supporting Member shall pay a fee of \$6.00 to attend a regularly scheduled JAFWA screening
  - 2.6.4. Children under 12 under constant adult supervision shall pay a fee of \$1.00 to attend a regularly schedule JAFWA screening
  - 2.6.5. A discount for late entry to any screening may be granted at the discretion of the Board. (PC Note: This is still to be revised)
  - 2.6.6. Attendance fees for JAFWA screenings not covered above will be determined by the Board
  - 2.6.7. Committee Members, or Ordinary Members performing a Committee Member's task in lieu of that Committee Member, may have part or all of the attendance fee for that particular screening session waived at the discretion of the Board.
  - 2.6.8. Carers of JAFWA attendees shall be granted a complimentary entry ticket. As a new attendee ticket.

### 3 (?) Code of Conduct

PC Note: There may be additional documentation concerning the Code of Conduct. Mostly, that this must be adhered to upon attending JAFWA and may be revised without notice (however, changes will be mentioned to JAFWA) and that breaches or prior breaches of the Code of Conduct can result in refusal of entry to JAFWA or removal from JAFWA events.

### **3. The Act**

- 3.1. Associations Incorporation Act 1987 as amended and re-enactments thereof for the time being in force in Western Australia.

### **4. Any Acts**

- 4.1. Any act being in force in Western Australia whether State or Federal.

## **5. Committees of the Board**

- 5.1. The committee may have as many members as the Board feel is appropriate for the task.
- 5.2. The committee shall be ad-hoc, and determine its operating procedure at its first meeting under the direction of the Board.
- 5.3. The committee may co-opt as members of the committee such persons as it thinks fit, whether or not such persons are members of the Organisation.
- 5.4. The committee shall consult together as frequently as it is necessary to carry out those functions, in such a manner, whether by meeting or otherwise, as the convenor or members in consultation may determine or the Board may direct.
  - 5.4.1. During the course of a scheduled committee meeting, attending Board Members, Committee Members and invited guests have full voting privileges for this committee meeting if they attend.
- 5.5. The Board may delegate to a committee any powers (except the power of delegation or exclusive powers of the Chairperson) conferred on it (whether expressly or by implication) by these rules or by the members voting in general meeting, but the exercise of such powers or the carrying out of such duties shall be subject to confirmation by the Board.

## **6. Sub Committees**

- 6.1. Subcommittees shall be assigned as needed by the Board. To minimise transition disruption, an out-going sub-committee member will serve in tandem with the replacement incoming sub-committee member.
- 6.2. The persons who do substantial work on a sub-committee shall be entitled to, at the discretion of the Board, become Subcommittee Members of JAFWA.

## **7. Standing Orders**

- 7.1. Subject to the presence of a quorum, meetings shall commence at the time set out in the notice of meeting, and shall continue until all business on the agenda is disposed of or until the time for the closing of the meeting set out in the notice, whichever is sooner,

unless the meeting otherwise decides or the attention of the Chairperson is drawn to the lack of a quorum.

- 7.2. Business shall proceed in the order shown on the agenda and any business unfinished at the close of the meeting shall lapse, but shall be included in the agenda for a subsequent meeting if fresh notice of meeting is given.
- 7.3. Any member desiring to speak shall indicate his intention to the Chairperson by raising her hand or by such other method as the Chairperson may direct, and shall speak only when called upon to do so by the Chairperson, who shall maintain a list of members desiring to speak and shall call upon them in order of her indicating her intention.
- 7.4. No member shall speak for longer than three minutes, except the mover of a motion (but not an amendment) may speak for five minutes when moving the motion.
- 7.5. When the Chairperson rises to speak, any member speaking shall cease, but may resume if called to do so by the Chairperson to do so.
- 7.6. Except to raise a point of order, members shall only speak to respond to a motion or an amendment that is before the Chairperson.
- 7.7. No member, other than the mover of a motion or an amendment, shall speak to it unless it has been seconded.
- 7.8. A motion that is not seconded shall lapse and shall be recorded in the minutes as having lapsed for want of a seconder.
- 7.9. If required to do so by the Chairperson, the mover of a motion or an amendment shall submit in writing.
- 7.10. A motion or an amendment may be withdrawn by its mover only with the agreement of its seconder and with the leave of the meeting, but a motion shall not be withdrawn while any amendment is under discussion or after any amendment has been passed by the meeting.
- 7.11. With the agreement of the seconder and with the leave of the meeting, the mover of a motion may change its wording or accept amendments to it in which case the amendment will be incorporated into the motion.
- 7.12. No member shall speak more than once to any question, except that the mover of a motion (but not an amendment) has a right of reply, which reply shall close the debate unless further amendments have been foreshadowed. For the purpose of this

Standing Order, an amendment constitutes a separate question from the original motion and any other amendment.

- 7.13. A member moving motion or an amendment shall speak to it at the time of moving it, but a member seconding a motion or amendment may reserve her right to speak but at such reserved right shall lapse if, in relation to that motion or amendment, the procedural motion that the question is now put is carried.
- 7.14. When an amendment is before the Chairperson, discussion shall be confined to that amendment and no further amendments shall be moved until the amendment before the Chairperson has been disposed of, although further amendment may be foreshadowed.
- 7.15. The Chairperson shall, after a motion or amendment has been seconded, call for a speaker against the motion or amendment or for any proposed amendments, and if there are none shall put the motion or amendments to the vote without further delay, and in such case the mover shall not exercise her right to reply.
- 7.16. If two consecutive speakers have both argued for or against a motion or an amendment and if there is no member wishing to argue the opposite view or to move an amendment, the motion or amendment shall be put to the vote without further delay, subject only, in the case of a motion, to the mover's right of reply.
- 7.17. Nothing in these standing orders shall prevent the mover or seconder of a motion or amendment from voting against it.
- 7.18. A member may at any time raise a point of order, which shall take precedence over all other business and which shall be open to discussion, provided that the Chairperson may disallow a point of order not raised at the time the alleged irregularity occurred. An explanation or a contradiction does not constitute a point of order.
- 7.19. Any member disagreeing with the Chairperson's ruling on a point of order may move dissent, and the motion shall be put to debate immediately, the Chairperson having stood aside while some other officer presides during the debate, the dissenting member speaking first, followed by the stood-aside Chairperson and the vote on the motion of dissent being put immediately following.
- 7.20. A member who has not participated in the debate on the question before the Chairperson may at any time, whether another speaker has the floor or not, move that the question be put, which motion, if seconded, shall be put to the vote immediately, and if carried, shall terminate the debate subject only to the mover's right of reply, but debate shall be terminated only in respect of a motion or amendment before the Chairperson.

- 7.21. During the discussion of a motion (but not of an amendment) a member who has not already participated in the debate may move that the question be not now put, which if seconded, shall be open to debate. If the motion is carried, the meeting shall proceed to the next item of business without further discussion; if lost, the original motion shall be put to the vote after amendments (including those foreshadowed) have been disposed of and the mover has exercised her right of reply.
- 7.22. At any time a member may move that the meeting be now adjourned but debate on this motion shall take place only after the motion (if any) before the Chairperson has been disposed of.
- 7.23. Any or all of the preceding Standing Orders may be suspended by an Absolute Majority. A motion to suspend Standing Orders shall be open to debate and the suspension shall cease no later than the close of the meeting.
- 7.24. With the exception of the motion that the question be not now put no motion that is in the negative shall be accepted by the Chairperson.
- 7.25. Amendments that do not relate to the intent of the original motion or that are a negative of the original motion shall not be accepted by the Chairperson.
- 7.26. Where a question is put to the vote the ruling of the Chairperson that the question was carried, was carried by the requisite majority, or was lost shall be final.
- 7.27. No decision made by a validly constituted meeting shall be void by reason of a departure from these Standing Orders which was not raised until after the decision had been made.
- 7.28. These Standing Orders shall be read and construed subject to these Rules and shall apply to all general meetings of the Organisation and shall be subservient to all other sections of these Rules.

## **8. Books and Finances of JAFWA**

- 8.1. All amounts referred to by the Constitution of JAFWA Incorporated and its By-Laws are in Australian Currency.
- 8.2. The Board Members may be paid out of the income of the funds of the Organisation all travelling and other expenses incurred by them in connection with the business of the Organisation, at the discretion of the Board.
- 8.3. The Voting Members may be paid out of the income of the funds of the Organisation all travelling and other expenses incurred by them



in connection with an event of the Organisation, at the discretion of the Board.

- 8.4. True accounts shall be kept of all sums of money received and expended by the Organisation and the matter in respect of which the receipt or expenditure takes place and of the property, credits and liabilities of the Organisation.
- 8.5. The Board shall from time to time cause to be prepared and at least once in every year to be laid before the Annual General Meeting of Members of the Organisation a Balance Sheet and Income and Expenditure Account for the year made up to a date not earlier than the date of the meeting by more than six calendar months. Such Balance Sheet and Accounts shall also show the investments representing the funds of the Organisation at the beginning and again at the end of the period of the accounts and the expenditure of the Organisation during such period and shall (inter alia) contain separate details indicating how the expenditure of the Organisation was applied and the amounts paid for the Board Members' fees and expenses. A copy of each such Balance Sheet and Annual report shall be sent to every Member of the Organisation who at any time gives notice that they require such to be sent to them, at least seven (7) days prior to the Annual General Meeting of Members.
- 8.6. The Board shall cause to be opened with such banks or other financial institution as it selects such banking accounts as it thinks fit in the name of the organisation into which all moneys received shall be paid by the Treasurer or such other person as is designated by the Board as soon as possible after receipt.
  - 8.6.1. All the Organisations funds, including those of committees, will be invested in financial institution.
- 8.7. The Board may receive from the Organisation's bank or bankers for the time being the cheques drawn by the Organisation on any of its accounts with the bank or bankers and may release and indemnify the bank or bankers from and against all claims, actions, suits or demands that may be brought against the bank or bankers arising directly or indirectly out of those cheques or surrender thereof to the Organisation.
- 8.8. Except with authority of the Board, no payment of a sum exceeding one hundred dollars shall be made from the funds of the Organisation otherwise than by cheque on the Organisation's bank account, but the Board may provide the Treasurer with a sum to meet urgent expenditure, subject to the observance of such conditions in relation to use and expenditure thereof as the Board may impose.

- 8.9. No cheque for greater than one hundred dollars shall be drawn on the Organisation's bank account except for the payment of expenditure that has been authorised by the Board.
- 8.10. All cheques shall be signed by two different members of the Board, one being the Treasurer or, in her absence, by the Chairperson. In the case of sub-accounts of committees, cheques shall be signed by two different members of that committee, or by two different members of the Board.
- 8.10.1. All signatories to JAFWA accounts will also be signatories to subsidiary accounts.
- 8.10.2. Each subsidiary account will provide a duplicate of each bank statement for the Treasurer of the Organisation.
- 8.11. The capital amount of any loan to a Committee should be returned to the Organisation as specified by the JAFWA Board.
- 8.12. At the time the capital is returned to the Organisation interest is also due. The interest rate will be 5% or the market rate at the time of the loan, whichever is greater.
- 8.13. The Treasurer of a Committee will provide a quarterly report to the Board. The quarterly reports will include, but not be limited to:
- 8.13.1. The current cashbook,
- 8.13.2. Copies of bank statements, along with a bank reconciliation,
- 8.13.3. The budget showing annual receipts and expenditures and anticipated or projected future receipts and expenditures, and
- 8.13.4. A statement of liabilities and assets.

## **9. Method of Election of the Board of JAFWA**

- 9.1. Nominations for positions on the board will close one week before the scheduled date of the election or as otherwise notified. The chairperson or their nominee must be available between 60 and 90 minutes before the close of nominations so that nominees may nominate themselves.
- 9.1.1. A person may nominate themselves by email before the closing date, provided that a signed physical copy of the nomination is presented to the board as soon as possible, but prior to the election.

- 9.2. A current financial statement must be published by the Treasurer at least 60 minutes prior to the commencement of the meeting where the elections are to be held.
- 9.3. All nominees must be Voting Members of JAFWA, possessing residence status in WA.
- 9.4. The Chairperson of the meeting shall decide upon a suitable equal time to allow the nominees to speak on their own behalf.
- 9.5. Each Voting Member is entitled to one voting slip in a secret Ballot. The voting form should consist of a sheet of paper containing the names of the nominees with boxes beside the names. Voters shall be instructed to tick a number of boxes up to or equal to the number of positions open. The returning officer(s) will examine each voting slip and tally the number of votes for each candidate. The candidate with the highest tally will fill the open position in the Board, and this will be repeated with the candidate with the next highest tally until all open positions in the Board are filled. Should there be a tie in the tally, resulting in more candidates with the same tally than open positions in the Board, then another vote shall be required with only those tied tally candidates being considered. Once all the open Board positions have been filled, the Board Members will elect from amongst themselves, according to constitution section 14.3, the various offices of the Board.

## **10. Request For Special General Meeting**

10.1. A request for a Special General Meeting must:

- 10.1.1. Be made in writing;
- 10.1.2. Be signed by no less than 20 Voting Members; and
- 10.1.3. State the objects of the meeting.

## **11. Honorary Life Members of JAFWA**

11.1. The Honorary Life Members of JAFWA are:

- 11.1.1. Thomas Edge; and
- 11.1.2. Michael Studte.

## **12. Corporate Members of JAFWA**

12.1. The Corporate Members of JAFWA are:

- 12.1.1. Curtin Imagination Association.

### 13. Original Membership of JAFWA Incorporated

<b>Name</b>	<b>Occupation</b>	<b>Address</b>	<b>Suburb</b>
Charles Clark	Hospitality	5 Holly Mews	Ballajura
Dale Verdi	Software Engineer	14 Aspen Close	Greenwood
Jeremy Phillips	Computer Consultant	2/8 Norman St	Welshpool
John Samuel	Public Servant	1/72 Ravenswood Dr	Nollamara
Ruth Turner	Librarian	52 Phillips St	Maddington
Steve McGlone	Public Servant	2/8 Norman St	Welshpool

### 14. Original Membership of the Board of JAFWA

<b>Position</b>	<b>Name</b>	<b>Occupation</b>	<b>Address</b>	<b>Suburb</b>
President	Ruth Turner	Librarian	52 Phillips St	Maddington
Vice President	Charles Clark	Hospitality	5 Holly Mews	Ballajura
Treasurer	Dale Verdi	Software Engineer	14 Aspen Close	Greenwood
Secretary	Steve McGlone	Public Servant	2/8 Norman St	Welshpool
Board Member	Jeremy Phillips	Computer Consultant	2/8 Norman St	Welshpool