

A QUESTION FOR CONSIDERATION BY WARA MEMBERS

PREAMBLE

The WARA Council and Executive are seeking an indication from members as to whether they would support a change to the governance structure of the WARA. The WARA would however still remain as an Incorporated Association as currently constituted under Western Australian legislation.

The current proposal under consideration is to replace the Council, consisting of the elected District Delegates and appointed Co-opted Councillor, from the position of being the ultimate forum for discussion and decider in all matters for the WARA, with a smaller body of members, e.g. a Board of Directors.

The Board would consist of a maximum of 5 WARA members appointed for 3 year terms.

A smaller peak governance structure conducting at least 8 meetings (either in person or by electronic means) per year is considered to provide the following benefits:

- More responsive to dealing with matters requiring immediate action.
- Bringing greater focus, expert skills and experience benefits to the governance of the Association.
- Greater efficiency for the WARA in the conduct of meetings and decision making process.
- Capable of responding more rapidly to Government lead opportunities.
- Capable of receiving greater Government financial support due to improved governance structure and meeting gender equality targets.

The WARA Council, consisting only of District Delegates, would still exist but its role would be limited to (1) making the appointments of the Members to the Board on an annual basis, (2) making appointments to the Board mid-term due to resignation, removal or death of a sitting Board Member, and (3) exercising an oversight role in removing a Board Member for non-compliance with the Constitution.

The Board and District Delegate Council will have no common members other than the WARA President who would be non-voting, at all meetings of the Board or the Council.

The Board would appoint from its number the Office Bearers of the Association, e.g. the Chairman, Deputy Chairman, and Treasurer.

THE PROCESS

To bring about such changes to the WARA's governance structure will require a Special Resolution to make the changes to the WARA's current Constitution.

This in itself will require:

- Full and proper notice of any changes to the Constitution through the adoption of a Special Resolution,
- Calling a Special General Meeting, and
- Acceptance of at least 75% of attending members (in person or by proxy) for the Special Resolution.

TO COMMIT OR NOT TO COMMIT

As might be imagined, the preparatory tasks involved in detailing and drafting all necessary changes to the Constitution are not simple and will require some significant effort on behalf of the existing Council and Executive members.

If this matter were to proceed, it is proposed that a Special General Meeting of members would be called for March or April 2022, to allow for an orderly transition commencing 1 July 2022.

Discussion on this matter is therefore scheduled on the Agenda of the forthcoming Annual General Meeting of the WARA, September 2021.

The Council will also accept written submissions on the matter from any member separately to the proposed discussion at the 2021 AGM.