

**EQUESTRIAN WESTERN AUSTRALIA INC.  
("EWA")**

**NOTICE OF ANNUAL GENERAL MEETING  
& SPECIAL GENERAL MEETING**

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Convened in accordance with clause 34.1 of EWA's constitution (version dated 10 May 2018) (**Constitution**).

**1. NOTICE OF MEETING**

Notice is hereby given that the Board has called the annual general meeting of the members of EWA to be held at:

Venue: State Equestrian Centre, Ocean Foam Room

Date: 6 May 2021

Time: 7pm

**2. BUSINESS OF THE ANNUAL GENERAL MEETING**

**2.1 Ordinary Business**

- (a) Meeting Opening.
- (b) Apologies.
- (c) Acceptance of the Annual General Meeting conducted on 6 October 2020.
- (d) To receive and if thought fit, adopt the 2020 Annual Report.
- (e) To receive and if thought fit, adopt the 2020 Financial Statements including the Balance Sheet as at 31 December 2020.
- (f) To appoint the Auditors for the 2021 Financial Year.
- (g) Notice of Motion.
- (h) Close of General Meeting

**1. NOTICE OF MEETING**

Notice is hereby given that the Board has called a special general meeting of the members of EWA to be held at:

Venue: State Equestrian Centre, Ocean Foam Room

Date: 6 May 2021

Time: to immediately follow the conclusion of the annual general meeting

## 2. BUSINESS OF THE SPECIAL GENERAL MEETING

### 2.1 Special Business - Amendment of the Constitution:

To consider and, if thought fit, pass the following by way of a special resolution:

"In accordance with clause 52 of EWA's Constitution, it is resolved that EWA's Constitution be amended in the following manner:

- (a) with respect to clause 3.1e), insert a new subclause ii) as follows:
  - "ii) the conduct and governance of any Committees;"*;
- (b) with respect to clause 15.1, insert the words *"including those powers set out in clause 3,"* in the second line, after the words "powers of EWA,";
- (c) with respect to clause 15.1g):
  - (i) delete the word "feels" in the second line and replace it with the words *"considers"*; and
  - (ii) insert the words *"or appropriate"* after the word "necessary in the second line;
- (d) delete clause 24 in its entirety and replace it with the following:
  - "24 COMMITTEES**
  - 24.1 *Subject to the objects set out in clause 2.1 of this Constitution, the Board may appoint a Committee, on any terms it sees fit.*
  - 24.2 *For the avoidance of any doubt, the Board may:*
    - a) *subject to clause 39 of this Constitution, delegate specific responsibilities for the conduct of the affairs of each equestrian interest or sport within the State to any Committee;*
    - b) *as contemplated by clause 41 of this Constitution, make any rules or policies which may affect a Committee, as the Board sees fit.*
  - 24.3 *The election of Committee members shall occur at the same time as the annual elections for the Board (as set out in clause 14.5, and shall be conducted in accordance with the EWA Committee By-Laws (Regulations) as may be in force from at the time of the annual election."*;
- (e) with respect to clause 25, insert the words *" , or at any time as directed by the Board,"* after the words "calendar year" in the second line;
- (f) delete clause 26 in its entirety;

- (g) delete clause 27 in its entirety;
- (h) delete clause 28 in its entirety;
- (i) delete clause 29 in its entirety;
- (j) delete clause 30 in its entirety;
- (k) delete clause 31 in its entirety;
- (l) delete clause 32 in its entirety;
- (m) with respect to new clause 29.1 (formerly clause 36.1), delete the words “the election of Committee members and members of the Board of Directors,” from the second and third lines;
- (n) with respect to new clause 38.2 (formerly clause 45.2):
  - (i) delete the words “the Disciplinary By Laws of EWA will be” from the first line, and replace with the words “*EWA shall adopt*”;
  - (ii) insert the words “*as in effect at the time of the commencement of the disciplinary procedure*” after the words “Disciplinary By-Laws of EA” in the second line;
- (o) delete new clause 39.8 (formerly clause 46.8) in its entirety;
- (p) with respect to new clause 48.1a) (formerly clause 55.1a)), include the words “*(WA), and any of its subsidiary legislation, as amended from time to time*” after the words “*Association Incorporation Act 2015*” in the first line;
- (q) with respect to new clause 48.1 (formerly clause 55.1), insert a new subclause g) as follows:
  - “g) *‘Committee’ means a committee established by the Board under clause 24*”;
- (r) with respect to new clause 48.2 (formerly clause 55.2), insert a new subclause f) as follows:
  - “f) *the use of the wording ‘including’ does not denote any limitation*”.

**(SEE NOTE 1 OF THE EXPLANATORY NOTES BELOW)**

### **3 EXPLANATORY NOTES**

#### **NOTE 1 – ITEM 2.1**

The purpose of the proposed amendments to the Constitution are to address the following matters:

- (a) following the extensive consultation, and ultimately agreement with, the EWA Discipline Committees, the amendments primarily relate to the conduct of Committees, including:
  - (i) the Board's powers to establish Committees, and to establish rules that may apply to Committees;
  - (ii) removing the detailed provisions regarding the governance of Committees, so that this can be better and more flexibly addressed in appropriate rules, regulations or by-laws (as the case may be). In this regard, a copy of the proposed new Committee By-Laws has been included with this Notice of General Meeting, which is the result of a members' forum, meetings and discussions with the EWA Discipline Committees;
- (b) with respect to new clause 29.1 (formerly clause 36.1), this deletion is for the purpose of reflecting EWA's practice of conducting annual elections in November each year, in readiness for the commencement of the calendar year, and removing any inconsistency in that respect;
- (c) with respect to new clause 38.2, clarifying that EWA's previous adoption of the Disciplinary By-Laws of EA shall be the version of those By-Laws in effect at the time a disciplinary procedure is being commenced, to allow for the evolution of those By-Laws;
- (d) with respect to new clause 39.8 (formerly clause 46.8), this has been deleted because it is an outdated clause which was applicable for the period ending 30 June 2010, and therefore is no longer relevant;
- (e) otherwise, there are various grammatical, drafting and formatting tidy ups throughout the Constitution. A copy of the 'marked up' version of the Constitution has been included with this Notice of General Meeting showing all changes.

### **4 RECOMMENDATION**

The Board of EWA believe that all proposed resolutions are in the best interests of the members of EWA and recommend that you vote in favour of each of them.

### **5. HOW TO VOTE**

#### **5.1 Voting in person**

A member that is an individual may attend and vote in person at the meeting.

A member that is a corporation may appoint an individual to act as its representative to vote at the meeting (see paragraph 5.2 below).

Please arrive 20 minutes prior to the start of the meeting to facilitate the registration process.

## **5.2 Voting on behalf of a company or incorporated association**

A person intending to vote on behalf of a company or incorporated association as a corporate or organisational representative and not as its proxy must bring the properly executed authority from the company in favour of the person attending.

## **5.3 Voting by proxy**

If a member does not wish to attend the meeting or is unable to attend the meeting, a member may appoint a proxy to attend and vote on your behalf. A body corporate may also appoint a proxy. A proxy need not be a member.

To be valid, your proxy form (and any power of attorney under which it is signed or proof thereof to the satisfaction of the Board) must be duly signed and must be received at one of the addresses below no later than 48 hours before the commencement of the meeting, being by 6:00pm on 4 May 2021.

The proxy form must be received at one of the following addresses by the above date:

**In person:** 303 Cathedral Avenue, Brigadoon WA 6069

**By post:** 303 Cathedral Avenue, Brigadoon WA 6069

**By email:** [reception@equestrianwa.org.au](mailto:reception@equestrianwa.org.au)

## **6 CALLING OF POLL**

Pursuant to clause 39.8 of the Constitution, either:

- (a) the chairman of the meeting; or
- (b) 25% of the members present and eligible to vote,

may exercise his or her, or their, right under to demand a poll in relation to the above resolutions.

## **7 QUESTIONS FROM MEMBERS**

The chairman of the meeting will allow a reasonable opportunity for members to ask questions or make comments on the resolutions.

To assist the Board in responding to any questions the member may have, please submit any questions by using the enclosed 'Questions from members' form to one of the addresses below by no later than 5:00pm on 5 May 2021:

**In person:** 303 Cathedral Avenue, Brigadoon WA 6069

**By post:** 303 Cathedral Avenue, Brigadoon WA 6069

**By email:** [reception@equestrianwa.org.au](mailto:reception@equestrianwa.org.au)

The submission of any questions in writing will not prevent a member from asking questions at the annual general meeting.

By order of the Board:

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Dwight Pedlow  
CEO

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Dated

## Questions from members Equestrian Western Australia Inc.

This form is provided with the Notice of Meeting for Equestrian Western Australia Inc. to be held at 303 Cathedral Avenue, Brigadoon WA 6069 at 7pm 6 May to assist members in asking questions of the Board in relation to the resolutions and to ensure that the Board are able to prepare considered answers.

The Board will endeavour to respond to the questions received by members as the chair of the meeting determines is reasonable given the time available at the meeting.

This form does not preclude you asking questions at the general meeting.

Name of member:

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**Questions (please place an "X" in the box next to the question if your question is directed at the auditor)**

1. \_\_\_\_\_

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2. \_\_\_\_\_

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3. \_\_\_\_\_

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Lodging this form:

If you wish to ask questions using this form, you should submit to one of the addresses below by no later than 5:00pm on 5 May:

**In person: 303 Cathedral Avenue, Brigadoon WA 6069**

**By post: 303 Cathedral Avenue, Brigadoon WA 6069**

**By email: [reception@equestrianwa.org.au](mailto:reception@equestrianwa.org.au)**