

The CASTELLORIZIAN ASSOCIATION of WA

## Notice of Extraordinary General Meeting

Sunday 17 July 2022, 11.00am  
Castellorizian House  
160 Anzac Road, Mt Hawthorn

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### Introduction

The Association's Committee has convened an extraordinary general meeting (**EGM**) under rule 18 of its Constitution. The purpose for the meeting is to seek the members' approval to amend rule 5 of the Constitution which has proven prohibitive to the Association over the years.

The nature of the proposed changes, and the Committee's reasoning for seeking them, is explained below.

### Explanation

The Association's rules currently provide that the *Executive* members of the Association (namely the President, Vice-President, Secretary and Treasurer) are to be *Regular* members (Castellorizian or Descendant) of the Association (**Executive Rule**). We are finding it increasingly difficult to operate under this arrangement so wish to amend the Executive Rule so that the Secretary and Treasurer can be *Ordinary* members (spouse of Castellorizian or Descendant). There is no proposed change to the requirement for the President and Vice-President to be *Regular* members (Castellorizian or Descendant).

The difficulty in enacting this amendment arises due to a separate rule in the Constitution which provides that the Executive Rule cannot be amended without a 5/6<sup>th</sup> majority of the Associations members present a minimum of 100 members (**Prohibitive Rule**). In recent meetings, we have struggled to attain a quorum of 100 and as a result have not been able to present the Executive Rule amendment as a motion to be passed.

In order to amend the Executive Rule, we are required to first deal with the Prohibitive Rule and then convene a further meeting to amend the Executive Rule.

This EGM has been convened to deal with the Prohibitive Rule, which is the subject of the first motion below. The second and third motions are consequential amendments which follow the amendment proposed by the first motion.

**Moved:** Kevin Kannis

**Seconder:** Dr. John Yiannakis

### Proposed Resolutions for the amendment of the Prohibitive Rule

1. [**First motion**]: The Association proposes the following motion be passed at this EGM:

*That effective from 17 July 2022, rule 5.6 of the Constitution of the Castellorizian Association of Western Australia (Inc) 2018 be amended in accordance as follows:*

*5.6 Subsection 5.5 shall not be amended unless otherwise approved by a five sixth (5/6) majority of the members of the Association present at an AGM or EGM; ~~provided always that a minimum of 100 members are present.~~*

2. **[Second motion]**: If the first motion is carried, the Association proposes the following further motion be passed at this EGM:

*That effective from 17 July 2022, rules 11.1 and 11.2 of the Constitution of the Castellorizian Association of Western Australia (Inc) 2018 be amended in accordance as follows:*

*11.1 The management of the Association shall be vested in a committee of eleven (11) known as the Committee of Management which shall consist of the president, vice president, secretary, treasurer, who shall be the Executive, and seven (7) other members (who may be regular, ordinary or associate members) ~~non-executive members.~~*

*11.2 In the event that there are less than eleven (11) eligible members standing for election to the Committee of Management, the Committee of Management may consist of all such members elected under rule 11.3.*

*~~11.2 In the event that there are insufficient eligible regular members standing for election to the Committee of Management so that eleven (11) can be elected, the Committee of Management may consist of no less than nine (9), the number of seven (7) non-executive members thereby being reduced to five (5).~~*

### **Further proposed resolution**

3. **[Third motion]**: If the first motion is carried, the Association proposes the following further motion be passed at this EGM:

*That effective from 17 July 2022, rule 16.2.3 of the Constitution of the Castellorizian Association of Western Australia (Inc) 2018 be amended in accordance as follows:*

*Together with the president and ~~secretary~~ vice-president, the treasurer shall sign all deeds and other negotiable instruments and, together with either the ~~secretary~~ vice-president, or the president, shall sign all authorised transactions.*

### **Business for further EGM / AGM - Proposed Resolution to amend Executive Rule**

Assuming the first and second motions above are approved by the members, the Association intends to convene a further meeting, at which the Association will propose a further motion be passed in the following terms to amend the Executive Rule:

That effective from [date of next meeting], rules 5.2 and 5.5 of the Constitution of the Castellorizian Association of Western Australia (Inc) 2018 be amended in accordance as follows:

5.2 Ordinary members have the right to vote and be elected as secretary, treasurer or an ordinary member of the Committee of Management subject to Subsection 5.5.

5.5 The number of elected or co-opted members of the Committee of Management from ordinary and associate members shall not jointly exceed one third ( $\frac{1}{3}$ ) of the total number of members of the Committee of Management, with the President and Vice President at all times being regular members of the Association. ~~and at all times the executive being regular members of the Association~~