



STANDING ORDERS
Equestrian Western Australian Incorporated.
 ABN: 53 591 481 584

Policy:	Standing Orders
Policy Area:	Board & Governance Policies
Date Approved:	24 th June 2010
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PREAMBLE

In view of good governance principles, the Equestrian Western Australia Board has identified the need to provide guidance to members of the EWA Board and EWA Committees on the rules and procedures relating to the conduct of meetings.

PART 1 – Preliminary

- 1.1 The purpose of the Standing Orders is to provide the rules for the conduct of meetings of the Board and EWA Committees.
- 1.2 The Board of Equestrian WA are the elected and appointed directors who responsible for EWA Incorporated.
- 1.3 The Committees of EWA include:
 - 1.3.1 Dressage Western Australia Committee
 - 1.3.2 Dressage Judges Taskforce
 - 1.3.3 Eventing Western Australia Committee
 - 1.3.4 High Performance Advisory Panel
 - 1.3.5 Inter-school Western Australia Committee
 - 1.3.6 Jumping Western Australia Committee
 - 1.3.7 NCAS Advisory Panel
 - 1.3.8 Reining Western Australia Committee
 - 1.3.9 Show Horse Western Australia Committee

1.4 The effect of the Standing Orders is intended to result in:

1.4.1 Equitable decision making at meetings

1.4.2 The orderly and efficient conduct of meetings

1.4.3 Greater clarity of members and employees responsibilities relating to the business discussed at meetings

PART 2 – Calling and convening meetings

2.1 Ordinary and special meetings of the Board are dealt within the EWA Constitution.

2.1.1 An ordinary meeting is for the purpose of considering and dealing with the ordinary business and is relevant to the purpose for which the Board is established by the Constitution.

2.1.2 A special meeting is held for the purpose of considering and dealing with business that is urgent or complex in nature and is relevant to the purpose for which the Board is established.

2.1.3 In the case of a special meeting, if called for by the Chair or at least 50% of the members of the Board in a written notice to the CEO, setting out the date and purpose of the proposed meeting.

2.1.4 Upon notice, the CEO is to convene a special meeting of the Board by giving each member at least **three (3) days** notice of date, time, and an agenda of the meeting.

2.1.5 Where in the opinion of the Chair there is a need to meet urgently, the CEO may give a lesser period of notice of the date, time, and agenda for the meeting.

2.2 EWA Committee meetings are ordinary meetings.

2.2.1 An annual schedule of dates will be set at the first ordinary meeting after the EWA AGM.

PART 3 – Chairman and quorum

3.1 A Chair is elected for the Board and each EWA Committee at the first meeting after the AGM.

3.2 The Chair is to preside at all meetings of the Board / EWA Committee at which he or she is present.

3.3 During the vacancy of the Chair, (unable to act by reason of sickness, absence, or other cause) the Vice-chair is to perform the functions of the Chair.

3.4 If both the Chair and the Vice-chair are absent from a meeting, the members present are to appoint one of their number to preside.

3.5 A quorum for a meeting:

3.5.1 The Board shall be four (4) Directors

3.5.2 An EWA Committee is five (5) voting of whom at least three (3) shall be elected.

3.6 The Board / EWA Committees are not to transact business at a meeting unless a quorum is present.

3.7 If upon any time during a meeting a quorum is not present, the Chair upon becoming aware of that fact is to suspend the proceedings for up to 15 minutes.

3.7.1 If a quorum is not present at the expiration of the 15 minutes, the Chair shall adjourn the meeting to a future date time and date.

PART 4 – Business of the meeting

- 4.1 No business is to be transacted at a special meeting of the Board other than that specified in the agenda, and to which the notice as to the purpose of the meeting has been given.
- 4.2 No business is to be transacted at any ordinary meeting other than that specified in the agenda without the approval of the Chair or a decision of the Board / EWA Committee.
- 4.3 Unless otherwise decided by the Board / EWA Committee the order of business at an ordinary meeting is to be as follows:

4.3.1 Opening

A meeting is to proceed to as soon after the time stated, and a quorum is constituted.

4.3.2 Apologies

At any meeting, the names of the members must be recorded as either present, absent or as an apology.

4.3.3 Disclosure of interests

4.3.4 Declaration of due consideration – (Board only)

Any member who is not familiar with the substance of any report or other information provided for consideration at a meeting must declare that fact at the time declarations of due consideration are called or otherwise before the meeting considers the matter.

In the event of a declaration made, the relevant matter shall be deferred for later consideration at that meeting so as to allow an opportunity for that member to become familiar with the relevant report of other information.

4.3.5 Deputation or presentations – (Board only)

Any individual or group wishing to be received by the Board must apply in writing to the CEO seventy-two (72) hours prior to the commencement of the meeting.

The Chair may either approve the request, in which case the CEO will invite the deputation, or may instruct the CEO to refer the request to the Board to decide whether or not to receive the deputation.

A deputation must not exceed three (3) persons.

Once the deputation has been received, those people must leave the meeting.

4.3.6 Announcements by the Chair without discussion

At any meeting the Chair may announce or raise any matter of interest or relevance to the business of the Board / EWA Committee.

Announcements may include communication from EWA administration.

4.3.7 Confirmation of minutes

The minutes of the meetings must be passed as a true and accurate reflection of the meeting.

The content of the minutes of a meeting is to include:

- names of the members present, absent and with apology.

- where a member enters or leaves the meeting during the course of the meeting, the time of entry or departure, as the case requires.
- details of each motion moved at the meeting, the mover, the seconder and the outcome of the motion.
- details of each decision made at the meeting

The minutes of a meeting are to be submitted to the next ordinary meeting, as the case requires for confirmation.

The Chair at the meeting at which the minutes are confirmed is to sign, date and certify confirmation.

4.3.8 General business

General business items must be available **seven (7) days** prior to the meeting date.

Urgent business – a member may move a motion involving business that is not included in the agenda.

- business that cannot wait till the next meeting
- if referring business till next meeting could have adverse legal or financial implications for EWA

The Board Chair may, at any time, recommend that a meeting or part of a meeting be closed to discuss any items of a confidential nature.

- confidential items at EWA Committee meetings must be referred to the EWA Board Chair or CEO. Committees shall **not** at any point close meetings for confidential discussion.
- the Board Chair may direct anybody to leave the room whilst confidential discussion takes place.
- unless the Board resolved otherwise, once the meeting is reopened the Chair is to ensure that any resolution the Board make while the meeting was closed is to be read out.

4.3.9 Reports

4.3.10 Correspondence

Correspondence placed before a meeting is not to be the subject of discussion or questions from members until the matter is formally considered as an agenda item.

4.3.11 Items for consideration at a future meeting

4.3.12 Closure

At the conclusion of all business or when otherwise determined by the meeting, the Chair is to declare the meeting closed, and the closing time is to be recorded in the minutes if the meeting.

PART 5 – Access to minutes

5.1 Board minutes are to be translated to a summary of Board minutes for all members to access.

5.2 EWA members may read minutes from an EWA Committee minute book at the EWA administration.

5.2.1 No photocopies or written records can be made of EWA Committee minute books.

5.3 The minute books are not to be removed from EWA administration building, unless the Board Chair has granted exemption.

PART 6 – Disclosure of interests

6.1 Terms used in this part:

- 6.1.1 **“direct pecuniary interest”** means a relevant person’s interest in a matter where it is reasonable to expect that the matter if dealt with by the Board / EWA Committees, or an employee in a particular way, will result in a financial gain, loss, benefit or detriment for the person;
- 6.1.2 **“indirect pecuniary interest”** means the relevant person’s interest in a matter where a financial relationship exists between that member and another person who requires a Board / Committee decision in relation to the matter;
- 6.1.3 **“proximity interest”** means a relevant person’s interest in a matter if the matter concerns:
- (i) Affiliate club they belong to
 - (ii) A closely associated person
 - (iii) The discipline the Board member supports
- 6.1.4 **“impartiality interests”** means a relevant person’s interest that could, or could reasonably be perceived to, adversely affect the impartiality of the member having an interest and includes and interest arising from closely associated persons.
- 6.2 Closely associated persons:
- 6.2.1 The person is in a partnership with the relevant person;
 - 6.2.2 The person is an employer of the relevant person;
 - 6.2.3 The person is a beneficiary under a trust, or an object of a discretionary trust, of which the relevant person is a trustee;
 - 6.2.4 The person is the spouse, de facto partner, child or living with the relevant person;
 - 6.2.5 The person has membership of an EWA affiliate club.
- 6.3 The disclosure of members’ **direct** and **indirect pecuniary interests** by members and their participation at meetings is to be recorded in the minutes of the meeting, and subsequently the member must not be present during any discussion or consideration, and is not to vote on any determination of the matter.
- 6.4 A member who has a **proximity interest** in any matter to be discussed at a meeting that will be attended by the member must disclose the nature of the interest:
- 6.4.1 Notice must be made at the start of the meeting;
 - 6.4.2 The member must not participate in, or be present during, and discussion or decision making procedure relating to the matter.
- 6.5 A member who has an **impartiality interest** in any matter to be discussed at a meeting attended by the member must disclose the nature of the impartiality interest:
- 6.5.1 Notice must be made at the start of the meeting;
 - 6.5.2 The members may participate in discussion, but may not participate in the decision making procedure relating to the matter.

PART 7 – Conduct of members

- 7.1 A member must at all times act honestly and diligently in performing his or her functions under the Constitution.
- 7.2 A member must not interrupt another member while speaking unless:
- 7.2.1 Points of order;
 - 7.2.2 A member wishes to make a personal explanation;
 - 7.2.3 To call attention of absence of quorum;
 - 7.2.4 Move a procedural motion that the member be no longer heard.
- 7.3 A member must not use offensive or objectionable expressions in reference to any member, employee, or other person.
- 7.4 A member must restrict his or her remarks to the motion or amendment under discussion, or to a personal explanation or point of order.
- 7.4.1 The Chair, at any time, may call the attention of the meeting to any irrelevant or repetitious remarks by a member; or
 - 7.4.2 The Chair, at any time, may direct that member, if speaking, to discontinue his or her speech.
 - 7.4.3 A person must comply with the direction of the Chair by immediately ceasing to speak.

PART 8 – Preserving order

- 8.1 The Chair is to preserve order and, whenever he or she considers it necessary, may call any member or other person to order.
- 8.2 Without limitation, the following acts are to be taken as out of order:
- 8.2.1 Discussion of a matter not before the meeting;
 - 8.2.2 The use of offensive or objectionable language;
 - 8.2.3 Upon conclusion of meetings, members of the Board / Committees cannot discuss with others the determinations of resolutions or motions.
 - 8.2.4 The violation of any written law, including Constitution, Membership By-laws, EWA Policy, EWA rules and regulations, and the Standing Orders.
- 8.3 Procedures on a point of order:
- 8.3.1 Upon a matter of order arising during the progress of a debate, any member may raise a point of order with the Chair.
 - 8.3.2 A member raising a point of order is to specify one of the grounds of the breach of order before speaking further on the matter.
 - 8.3.3 A member who is expressing a difference of opinion or contradicting a speaker is not to be taken as raising a point of order.
- 8.4 If a member persists in any conduct that the Chair had ruled is out of order, or fails to comply with a direction from the Chair, the Chair may direct the member to refrain from taking any further part in that

meeting, other than voting, and the member must comply with that direction.

8.5 The Chair may adjourn the meeting for the purpose of preserving or regaining order:

8.5.1 For 15 minutes

8.5.2 To another date and time

8.6 If the Board or a Committee member considers their Chair is out of order:

8.6.1 They must move a point of order motion. Whether it is seconded and passed or not, it must be recorded in the minutes and the CEO be informed.

8.6.2 A review panel will be then formed to meet and discuss issues arising within **seven (7) days**, and will determine a fair and equitable resolution.

PART 9 – Motions and amendment

9.1 Where the Board or EWA Committee adopts a recommendation contained in a report, either with or without amendment, the recommendation so adopted is taken to be the decision of the Board / EWA Committee.

9.2 A motion, or an amendment to a motion is not open to debate until it has been seconded.

9.2.1 The mover of a motion will need to state the substance of the motion before speaking to it.

9.2.2 A member seconding the motion has the right to speak on the motion later in the debate.

9.2.3 A motion is not to be amended by the mover without the consent of the seconder.

9.3 Immediately after a motion has been moved and seconded, the Chair may ask the meeting if any member opposes it.

9.3.1 If no member opposes the motion, the Chair may declare it carried without debate and without taking a vote.

9.3.2 A motion carried under this clause is to be recorded in the minutes as a unanimous decision of the Board or EWA Committee.

9.4 Debate on motions

9.4.1 The order of debate is called by the Chair.

9.4.2 The Chair may offer the right of reply and put the motion to the vote if he or she believes sufficient discussion has taken place even though all members may not have spoken.

9.4.3 A member may require the motion under discussion to be read at any time during a debate, but not so as to interrupt any other member who is speaking.

9.5 If a member opposes a motion after debate, the motion is to be dealt with by show of hands in casting a vote for or against the motion.

9.6 Members must exercise their vote independently and based on the information provided and must not be fettered by the policy or positions adopted by other organisations to which they belong to.

9.7 The Chair is to determine whether the affirmative or the negative has the majority of votes and declare the result of the vote.

9.8 In the event there is a tie in votes, the Chair will have the casting vote.

PART 10 – Revocation motions

10.1 Requirements to revoke or change decisions:

10.1.1 Clearly identify the decision to be revoked or changed; and

10.1.2 Clearly state the reason for the decision to be revoked or changed.

10.2 If a member wishes to revoke a decision after the meeting:

10.2.1 Notify the CEO in writing;

10.2.2 Specify the decision proposed to be revoked or changed;

10.2.3 Include reasons.

10.3 No steps are to be taken to implement or give effect to a decision if there is potential valid reason for revocation.

PART 11 – Procedural motions and their effects

11.1 Permissible procedural motions:

11.1.1 That the motion be deferred

If a motion “**that the motion be deferred**”, is carried, then all debate on the primary motion and any amendment is to cease and the motion or amendment is to be resubmitted for consideration at a time and date specified in the motion.

11.1.2 That the meeting now adjourn

If a motion “**that the meeting be adjourned**”, is carried then the meeting is to be adjourned to a time and date specified in the motion. If no time and date is specified then the chairperson may declare, or the meeting is adjourned till the next ordinary meeting.

11.1.3 That the debate be adjourned

If a motion “**that the debate be adjourned**” is carried, then all debate on the primary motion or amendment is to cease and is to continue at a time and date specified in the motion.

11.1.4 That the motion be now put

If a motion “**that the motion be now put**” is carried during discussion, the chairperson is offered the right of reply and then immediately put the motion to the vote without further debate.

11.1.5 That the meeting proceed to the next item of business

The motion “**that the meeting proceed to the next item of business**”, if carried has the effect:

(i) The debate ceases immediately;

(ii) No decision is made;

(iii) The meeting move to the next item of business; and

(iv) There is no requirement for the matter to be raised again for consideration

11.1.6 That the member be no longer heard

If a motion “**that the member be no longer heard**” is carried, the speaker against whom the motion has been moved must not speak further on the current primary motion, or any amendment relating to it, except to exercise the right of reply if he or she is the mover of the primary motion.

PART 12 – Administrative matters

- 12.1 All Board and EWA Committee meetings must be conducted at either the State Equestrian Centre or a neutral venue.
- 12.2 Resignation and removal of members is dealt with in the Constitution.
- 12.3 Unless otherwise determined by a resolution of the Board:
 - 12.3.1 The Board / Committee Chair is the spokesperson for their relevant committees;
 - 12.3.2 The Chair may nominate others including the Vice-chair.
- 12.4 The chairperson of a meeting is to ensure compliance with the Standing Orders and that:
 - 12.4.1 All material relevant to a decision has been made available to all members;
 - 12.4.2 All matters are well considered;
 - 12.4.3 All members are able to contribute to the discussion of any matter; and
 - 12.4.4 The decision on the matter is understood by all.
 - 12.4.5 Abide by decisions once reached.
- 12.5 The Board Chairman is an ex-officio of all EWA Committees, entitling them to vote.
- 12.6 Members of the Board are to comply with the Equestrian WA Codes of Conduct and Ethics and all other relevant policies.
- 12.7 Members of an EWA Committee are to comply with EWA Codes of Conduct and all other relevant policies.
- 12.8 Any breach of the Standing Orders is to be brought to the attention of the CEO.