

OMA CONSTITUTION following AGM 28th January 2021

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PART-1: PRELIMINARY

1. NAME

1.1 The name of the Association shall be the “*Oceania Masters Athletics Inc.*”

2. QUALIFICATIONS AND DEFINITIONS

2.1 This Constitution must be consistent with the Constitution of WMA.

2.2 The Appendices to this Constitution are not part of the constitution and provide information relevant to the Constitution or guidance to aspects of the Constitution.

2.3 The By-Laws made under this Constitution are not part of this Constitution but provide further detail or expand on elements of the Constitution or address matters not specifically dealt with in the Constitution.

2.4 Policies made by Council in undertaking its responsibilities in implementing the Objects of the Association are not part of this Constitution.

2.5 In this Constitution and in any By-Laws made under it, the definitions set out below have the meanings given in this clause, except where a different meaning is clearly intended.

Act means the *Australian Capital Territory Associations Incorporation Act (1991)*.

Member means an organization or association representing masters athletes of a country, nation or territory which is a registered Member of OMA under Clause 6 of the Constitution.

Assembly means a General Meeting comprising:

- the OMA Council;
- eligible delegates of registered Members of OMA;
- representatives of registered Associate Members of OMA;
- a representative of WMA; and
- any OMA Life Members.

Associate Member means an organization or association representing masters athletes of a country, nation, territory or dependency which is a registered Associate Member of OMA under Clause 7.1 of the Constitution.

Association means the Oceania Masters Athletes Inc.

Athletics means the sport of Track and Field, Cross Country Running, Road Running, Race Walking and related athletic events.

Championships means the biennial OMA Regional Track & Field Championships that include the Road Walk, Cross Country and Half Marathon events.

Constitution means the Constitution of Oceania Masters Athletics Inc. in force from time to time.

Council means the elected officers of OMA including the Oceania Delegate to WMA, and the OAA representative.

Country means an independent State or Nation within the Oceania Region, but does not include a state within a Federation.

WA means World Athletics.

Masters Athlete means any financial male or female member of an organisation linked to OMA or WMA who has attained the age of 30 years on the first day of competition of the relevant Oceania Championships.

Month means 30 days.

Notice means notice by electronic mail, facsimile, telegram or any other means of written communication.

OAA means Oceania Athletics Association Inc.

OMA	means the Oceania Masters Athletics Inc.
Oceania	means the geographical region shown on the map contained in Appendix-A to this Constitution.
Public Officer	means as defined in Section 57 of the Act.
Region	means the geographical area known as “Oceania” as shown on the map contained in Appendix-A to this Constitution.
Simple majority	means a decision based on greater than half of the valid votes cast.
Special resolution	means as defined in Section 70 of the Act.
Territory	means any semi-autonomous territory, colony or dependency within the Oceania Region.
WMA	means World Masters Athletics.

3. OBJECTS OF OMA

- 3.1 To act as the co-ordinating body of masters athletics for Oceania Members, Associate Members and potential Members and Associate Members.
- 3.2 To regulate, develop, communicate and administer masters athletics within the Oceania region, including the technical aspects of the sport.
- 3.3 To foster the participation of masters athletes aged 30 years and over in the Oceania region.
- 3.4 To foster athletic competitions between Members, Associate Members and masters athletics groups in the Oceania region.
- 3.5 To sanction and ensure the conduct of the biennial OMA Championships for the athletes of OMA Members and Associate Members.
- 3.6 To be an active member of World Masters Athletics.
- 3.7 To liaise with Oceania athletics organisations through the Oceania Athletics Association in relation to masters athletics and the interests of athletics more generally.

4. REGISTERED OFFICE

- 4.1 The registered office of the Association shall be at an address nominated from time to time by the Secretary in consultation with the President.
- 4.2 OMA is incorporated in the Australian Capital Territory under the *Australian Capital Territory Associations Incorporation Act (1991)*.

5. POWERS

In furtherance of the Objects of the Association, the powers of the Association as vested in the Council are:

- 5.1 To act in the interests of masters athletics consistent with this Constitution.
- 5.2 To determine from time to time the conditions required for membership of OMA.
- 5.3 To acquire by purchase, lease, exchange, gift or donation property of any kind that in the opinion of the Council, may be necessary or useful for the carrying out of the Objects of the Association, and to dispose of such property.
- 5.4 To seek donations, sponsorship, grants or financial loans on behalf of OMA or a Member or Associate Member organisation for the development or support of masters athletics activities.
- 5.5 To invest and deal with the funds of the Association in such a manner as is thought fit in the interests of the Association.
- 5.6 To appoint an Oceania Regional delegate to WMA Council. The person appointed will be the OMA President unless the OMA President is unable to fill the position.
- 5.7 To nominate members to WMA Committees.
- 5.8 To allocate venues for forthcoming Oceania Championships in accordance with the By-Laws, and assist where necessary in the support, organization and management of masters athletics competitions or meetings.
- 5.9 To determine the level of voluntary and OMA Championship fees for the conduct of the OMA Association.

- 5.10 To hear and adjudicate in accordance with natural justice upon any accusation that a member of Council has:
- (i) improperly exercised powers conferred upon him/her by the Assembly;
 - (ii) failed to carry out duties properly delegated to him/her by the Assembly;
 - (iii) acted contrary to the Objects of this Constitution; or
 - (iv) displayed conduct prejudicial to the good name of OMA and the sport of masters athletics.
- 5.11 To hear and adjudicate in accordance with natural justice upon any charge that a Member or Associate Member of OMA has:
- (i) persistently refused or neglected to comply with the provisions of this Constitution;
 - (ii) persistently and wilfully acted in a manner prejudicial to the interests or reputation of the Association; or
 - (iii) become inactive or is no longer a properly constituted association or an organization that represents mature-age athletes.
- 5.12 To appoint a Patron for the Association, who shall be either a person of eminence who supports the furtherance of masters athletics, or a person who has served masters athletics with particular merit.
- 5.13 To confer Honorary Life Membership through the Assembly upon any member of a Member for outstanding service to the Objects of OMA.
- 5.14 To appoint or co-opt individuals or establish committees as necessary to assist on any matter on behalf OMA relating to the carrying out of the Objects of this Constitution.
- 5.15 To make By-Laws for the conduct of mature-age athletics in the Oceania Region consistent with this Constitution, subject to any resolution by the Assembly at a General Meeting.
- 5.16 To make formal policy decisions in relation to matters not covered, fully addressed or detailed by the Constitution or By-Laws in carrying out its responsibilities particularly in relation to administrative matters.

PART-II: MEMBERSHIP

6. QUALIFICATIONS FOR MEMBERSHIP

- 6.1 Only one properly constituted association or organisation that represents mature-age athletes for each Country, Nation or independent Territory in the Oceania Region, as defined by the map contained in Appendix-A, is eligible for Membership of the Association.
- 6.2 The association or organization referred to in Clause 6.1 above must also be affiliated with World Masters Athletics to be eligible for membership of OMA.
- 6.3 An application from an association or organisation referred in Clause 6.1 to join OMA must address the matters listed under Clause 13.2 and include other information specified in the OMA Membership Application Form, together with any other relevant supporting information.
- 6.4 The Council shall, on the evidence provided, accept or reject the applicant organisation as a Member of OMA.
- 6.5 Affiliation to OMA shall not be available to any prospective Member whose Constitution is inconsistent with the Objects and spirit of this Constitution.

7. QUALIFICATIONS FOR ASSOCIATE MEMBERSHIP

- 7.1 A properly constituted organisation that represents mature-age athletes for a Country or Territory within the Oceania Region as defined by the map contained in Appendix-A, is eligible to apply for Associate Membership of OMA, if the organization is:
- (i) the national governing body for athletics which is not a member of the WA but is eligible to be a member of the WA; or
 - (ii) a member of a national body of a country or territory that is a member of the WA, but is not a member of the WA Oceania Region.
- 7.2 Any organisation that is eligible under Clause 7.1 and wishes to be an Associate Member shall apply to the OMA Council.

- 7.3 An application from an association or organisation referred in Clause 7.1 to join OMA must address the matters listed under Clause 13.2 and include other information specified in the OMA Membership Application Form, together with any other relevant supporting information.
- 7.4 The Council shall, on the evidence provided, accept or reject the applicant organisation as an Associate Member of OMA.
- 7.5 Associate Membership of OMA shall not be available to any organisation whose Constitution is inconsistent with the Objects and spirit of this Constitution.

8. LIMITATIONS ON ASSOCIATE MEMBERS

- 8.1 An Associate Member's rights and obligations will be the same as those of a Member as defined in this Constitution except that:
- (i) the Associate Member's representative can participate in discussion but is not entitled to vote at an Assembly General Meeting;
 - (ii) the Associate Member's members cannot be nominated for or be members of the OMA Council;
 - (iii) an Associate Member can raise issues for discussion at an Assembly but cannot directly or formally lodge a remit.
- 8.2 It is expressly stated that an Associate Member of OMA **is eligible** to host the OMA Championships.

9. MEMBERSHIP

- 9.1 The current Member and Associate Members of OMA are listed from time to time in the Appendix-B to this Constitution.

10. MEMBERSHIP CONTRIBUTION AND OMA CHAMPIONSHIP FEES

- 10.1 Voluntary financial contributions to assist in the running of the Association may be requested from larger Members, with the amount of the contribution, its method of determination, and the method of its payment shall be set by Council and specified in OMA Policies.
- 10.2 The Member or Associate Member hosting the OMA Regional Championships is required to charge each masters athlete competing in the Championships an OMA participation fee.
- 10.3 OMA may require a Member or Associate Member hosting the Oceania Regional Championships to pay a sanction fee, payable to OMA, for the hosting of the Championships.
- 10.4 The amount of the OMA Championship participation fee or the sanction fee shall be determined from time to time by Council and specified in OMA Policies.

11. TERMINATION OF MEMBERSHIP

- 11.1 If membership of a national body of WMA or the WA is withdrawn or is terminated by WMA or the WA (for whatever reason) in accordance with the WMA or WA Constitution then the Member's or Associate Member's membership of OMA is simultaneously terminated.
- 11.2 A Member or Associate Member may resign from the Association by giving three months notice in writing to the Secretary, and provided any outstanding fees are paid then the member will cease to be a member of OMA at the end of the three month period.
- 11.3 The Council may recommend termination of a Member's or Associate Member's membership through a resolution to a General Meeting of the Assembly if it is of the opinion that a Member or Associate Member has:
- (i) persistently refused or neglected to comply with the provisions of this Constitution;
 - (ii) persistently and wilfully acted in a manner prejudicial to the interests or reputation of the Association; or
 - (iii) become inactive or is no longer a properly constituted association or an organization that represents mature-age athletes.
- 11.4 Where the Council recommends termination of membership, the Secretary shall as soon as practicable cause a notice in writing to be served on the Member's or Associate Member's last known contact:
- (i) setting out the resolution to the Assembly and the grounds on which it was based;
 - (ii) stating that the Member's or Associate Member's delegates or their representatives may address the next General Assembly after the serving of the notice;

- (iii) stating the date, place and time of the General Assembly Meeting; and
- (iv) informing the Member or Associate Member that their delegates or representatives may do either or both of the following:
 - (a) attend and speak at that meeting; and
 - (b) submit through the Secretary to the meeting at or prior to the date of the meeting written representations relating to the resolution.

- 11.5 Subject to Section 50 of the Act, the Assembly at a General Meeting of the Association, shall:
- (i) give to the member mentioned in Clause 11.3 an opportunity to make oral representations;
 - (ii) give due consideration to any written representations submitted to the General Meeting by that Member or Associate Member at or prior to the meeting; and
 - (iii) decide by a two-thirds majority vote of those present and entitled to vote, the resolution as recommended by the Council.

12. RIGHTS OF APPEAL

- 12.1 Where the Assembly has voted on termination of membership under Clause 11.5 (iii), the Secretary shall within one month after the passing of the resolution, notify the Member or Associate Member in writing advising of the passing of that resolution and the member's right of appeal.
- 12.2 A resolution passed by the Assembly under Clause 11.5 (iii) does not take effect until:
- (i) the expiration of the period within which a member is entitled to appeal against the resolution where the Member or Associate Member does not exercise the right of appeal within that period; or
 - (ii) where within that period the Member or Associate Member exercises the right of appeal, unless or until the Assembly confirms the resolution in accordance with Clause 11.5 (iii).
- 12.3 A Member or Associate Member may appeal against the resolution of the Council passed by the Assembly under Clause 11.5 (iii) within one month after the notice of resolution is served on the Member, by lodging with the Secretary a notice to that effect.
- 12.4 Upon receipt of notice under Clause 12.3 the Secretary shall convene a Special General Meeting of the Assembly to be held within two months after the date on which the Secretary received notice, or as soon as possible after that date.
- 12.5 Subject to Section 50 of the Act, and Clause 30 of this Constitution, at a Special General Meeting of the Association convened under Clause 12.4:
- (i) the only item of business shall be the question of the appeal;
 - (ii) the delegates of the Member in question shall be given the opportunity to make representations in relation to the appeal orally or in writing or both; and
 - (iii) the Assembly shall vote by secret ballot on the question of whether the resolution made under Clause 11.5 (iii) is confirmed.
- 12.6 If the Assembly passes a special resolution by a three-quarters majority in favour of confirming the resolution made under Clause 11.5 (iii), that resolution is confirmed.
- 12.7 An applicant organisation whose case for acceptance of membership of the Association is rejected also has the right of appeal to the Assembly at a Special General Meeting.
- 12.8 The same appeal process as outlined under Clause 12 for termination of membership shall apply in the case of rejection for membership of the Association, except that the process will be in relation to confirmation of the resolution to reject membership of the Association and that a simple majority shall apply to voting on the resolution.

13. MEMBER'S OR ASSOCIATE MEMBER'S OBLIGATIONS

- 13.1 Members or Associate Members shall regulate, administer and support masters athletics in their jurisdiction and otherwise operate in a manner that is consistent with the Objects of this Association.
- 13.2 A Member or an Associate Member is obliged to advise OMA's Secretary of:
- (i) the area over which it has jurisdiction;
 - (ii) its Constitution;
 - (iii) its office bearers;

- (iv) its competition uniform;
 - (v) copies of annual reports and financial statements;
 - (vi) the number of its active members; and
 - (vii) any other relevant information relating to masters athletics within their jurisdiction.
- 13.3 Members or Associate Members should promptly provide to the OMA Secretary any changes or updates to any of the above, and should respond in a timely manner to any reasonable request from the Secretary for information relating to the member's organization, financial viability and activities relating to masters athletics under their conduct.
- 13.4 Annual reports to the WA by WA members may be accepted for the information required by OMA under Clauses 13.2 and 13.3 provided it addresses all of the matters identified.
- 13.5 Members or Associate Members shall facilitate the payment of the OMA Championship sanction fee, and competitor fees collected on behalf of OMA by the Championship Organising Committee under their jurisdiction within one month of completion of the Championships.
- 13.6 Members or Associate Members shall report in a timely manner on their progress and performance against any agreed programs and/or activities sponsored or funded by the Association.

14. OMA'S RESPONSIBILITY

- 14.1 The OMA Secretary shall provide each Member or Associate Member with or details of how to access information from the relevant website:
- (i) a copy of the OMA Constitution, By-Laws and Policies;
 - (ii) a copy of an OMA Competition Manual;
 - (iii) a copy of the WMA Constitution; and
 - (iv) any other information relevant to the conduct of masters athletics or as agreed in the By-Laws.
- 14.2 Members or Associate Members shall be promptly advised of any approved changes to the OMA Constitution, By-Laws or Policies, changes to WMA rules, and any new editions of OMA documents.
- 14.3 The OMA Secretary shall place before the Council or the Assembly any request received from a Member or Associate Member for assistance in carrying out their objects.
- 14.4 The OMA Secretary shall communicate administrative matters as required by Clause 21.

15. MEMBER'S AND ASSOCIATE MEMBER'S LIABILITY

- 15.1 The liability of a Member or an Associate Member to contribute towards the payment of debts and liabilities of the Association, or the costs, charges and expenses in winding up the Association is limited to the amount, if any, unpaid by the Member or Associate Member in respect to any fees determined by Council under Clause 10 and set out in OMA Policies, and any OMA Championship sanction fee.

PART-III: ADMINISTRATION

16. MANAGEMENT STRUCTURE

- 16.1 The affairs of OMA shall be the responsibility of the Assembly and an elected Council.
- 16.2 The Assembly shall:
- (i) endorse strategic directions for the Association;
 - (ii) vote on any remits dealing with major proposed financial expenditure, projects, activities and other matters;
 - (iii) make decisions as required by this Constitution and By-Laws; and
 - (iv) vote on the membership of the Council.
- 16.3 The Council undertakes the running of the Association in between Assembly meetings.

17. THE ASSEMBLY

- 17.1 The Assembly shall be comprised of elected Council members, eligible delegates of registered Members of OMA, representatives of Associate Members, representatives of OAA and WMA and any OMA Life Members.
- 17.2 The number and eligibility of delegates from registered Members at an Assembly General Meeting is on the following basis:

- (i) each Member shall be entitled to two delegates;
 - (ii) a delegate must be a member or Office Bearer of the Member that he or she is representing;
 - (iii) each delegate present is entitled to one vote on any issue before the Assembly.
- 17.3 The Assembly shall include the following persons who may or may not be delegates:
- (i) the President;
 - (ii) the Vice-President;
 - (iii) the Secretary;
 - (iv) the Treasurer; and
 - (v) the other elected members of Council, including the Oceania Delegate to WMA.
- 17.4 The Council members identified under Clause 17.3 shall have full voting rights at an Assembly General Meeting.
- 17.5 Where a person is eligible for the Assembly under more than one criterion they shall be only entitled to one vote.
- 17.6 The following individuals are entitled to be present and engage in discussions, but are **not** entitled to vote:
- (i) a representative from each Associate Member;
 - (ii) a representative from WMA;
 - (iii) a representative from OAA;
 - (iv) the OMA Patron;
 - (v) any Life Members of OMA; and
 - (vi) the OMA Public Officer.
- 17.7 The Assembly shall meet in a General meeting each year in conjunction with the OMA Council. Whenever Oceania Championships are held, one such meeting will occur with it.
- 17.8 If for any reason the OMA Championships are not held, the Assembly General Meeting for that year shall take place at a location most convenient to the members of the Assembly.
- 17.9 Members can vote on matters included in the Agenda issued to Members at least one month before an Assembly General Meeting identified under Clause 17.9, without being physically present. A vote or votes on each individual matter can be submitted to the OMA Secretary by email from the registered email address of the Member. Each vote must be received by the OMA Secretary at least fourteen days prior to the date of the Assembly General Meeting. The OMA Secretary will arrange for any such votes to be taken in to account at the meeting.

18. THE COUNCIL

- 18.1 The OMA Council shall consist of:
- (i) a President;
 - (ii) a Vice-President;
 - (iii) a Secretary;
 - (iv) a Treasurer;
 - (v) four Councillors; and
 - (vi) the Oceania Delegate to WMA (who must concurrently hold another Council office); as well as
 - (vii) a representative from OAA (who shall not be entitled to vote).
- 18.2 The OMA Council shall meet at least once each year. A Council meeting should always be held in conjunction with the Oceania Championships and Assembly General Meeting.
- 18.3 Meetings of Council will be called on at least two month's notice.

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- 18.4 A special meeting of Council shall be convened by the Secretary on the requisition in writing of not less than one-third of Council members.

- 18.5 The Council shall appoint the following honorary positions:
- (i) a qualified auditor;
 - (ii) a qualified legal adviser;
 - (iii) a Patron;
 - (iv) a Public Officer; and
 - (v) a statistician.
- 18.6 Council members and other officers under Clause 18.5, shall be elected or appointed for a notional period of two years.

19. OFFICE AND DUTIES OF THE PRESIDENT

- 19.1 The President is the chief executive officer of the Association and carries the ultimate responsibility for its good management and the conduct of any meetings in accordance with the Association's Objects, Constitution, By-Laws and policy directions provided by the Assembly.
- 19.2 The President may hold office for no longer than three consecutive terms.
- 19.3 The President by virtue of his/her office is an ex-officio member of any OMA subcommittee.
- 19.4 The President shall chair all Assembly and Council meetings in their deliberations in accordance with this Constitution, OMA's Standing Orders and By-Laws.
- 19.5 The President may instruct the Secretary to call meetings of the Assembly and Council as and when necessary, or required by this Constitution.
- 19.6 The President shall be a co-signatory with either the Secretary or Treasurer to all cheques or assign these duties in writing to another member of the Council if convenience dictates.
- 19.7 The President shall be a co-signatory with the Secretary or Treasurer or other person authorised by a resolution of the Council to all contracts and when the Common Seal is affixed to any document.
- 19.8 The President shall liaise co-operatively with OMA Office Bearers, Members, Associate Members and other external parties in carrying out the business and Objects of OMA.
- 19.9 The President shall speak on behalf of the Association in any forum or to the media or may assign these duties to another member of the Council where appropriate.
- 19.10 The President shall formally report on his/her activities at Council and Assembly meetings.

20. OFFICE AND DUTIES OF THE VICE-PRESIDENT

- 20.1 The Vice-President shall deputise for the President including in undertaking any co-signatory functions if the President, because of illness or other reason, is unable to perform his/her duties.
- 20.2 The Vice-President shall attend all meetings, and shall chair meetings of the Assembly or Council in the absence of the President.
- 20.3 In the event that the President dies or resigns between Assembly meetings, the Vice-President shall assume the office of President until the next Assembly.
- 20.4 The position of the Vice-President may carry other responsibilities or duties as agreed or delegated by Council.
- 20.5 The Vice-President shall liaise co-operatively with other OMA Office Bearers, Members, Associate Members and other external parties in carrying out the business and Objects of OMA.

21. OFFICE AND RESPONSIBILITIES OF THE SECRETARY

- 21.1 The Secretary is the officer most directly responsible for the day-to-day workings and administrative aspects of the Association.
- 21.2 The Secretary shall convene meetings of the Assembly and Council at the direction of the President and in accordance with this Constitution.
- 21.3 The Secretary shall conduct all correspondence on behalf of the Council and the Assembly, and shall:

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- (i) keep the Council members duly informed of correspondence sent on such matters as in his/her judgment is required, or as required by the President; and

- (ii) keep all Members and Associate Members informed of OMA business as appropriate.
- 21.4 The Secretary prior to any OMA meeting shall:
- (i) produce and send out an agenda and other relevant documentation;
 - (ii) notify Members and Associate Members of nominations and supporting statements on persons nominated for election as members of Council;
 - (iii) advise Members and Associate Members of remits for decision or notices for discussion; and
 - (iv) advise Members and Associate Members if it is possible to participate in a General Meeting through electronic means and advising them of the process for such participation.
- 21.5 The Secretary shall record clear, accurate and complete minutes in English of the proceedings and transactions of all OMA General Assembly, Special General Assembly and Council meetings.
- 21.6 The Secretary shall submit to Council and the Assembly at any General Meeting a report of the Association's activities for the preceding year or period.
- 21.7 The Secretary shall not later than six weeks after the closing of any Assembly or Council meeting:
- (i) send the draft minutes of such meetings to all Members and Associate Members, and individually to all members of the Council; and
 - (ii) send any amendments to this Constitution or By-Laws made under it to all Members and Associate Members, and individually to all members of the Council.
- 21.8 The Secretary shall maintain full records including all incoming and outgoing correspondence, notices and remits to Council or Members and Associate Members, minutes, an up-to-date list of Members and Associate Members, other documentation and results of OMA Championships.
- 21.9 The Secretary shall prepare an annual return as required under the Act.
- 21.10 The Secretary shall be a co-signatory with the President and/or any other person authorised by Council when the Common Seal is affixed to any document, unless the circumstances described elsewhere arise.
- 21.11 The Secretary may in conjunction with the Treasurer operate an Imprest account for operating costs associated with his/her role.
- 21.12 The Secretary shall attend all Assembly and Council meetings.

22. OFFICE AND RESPONSIBILITIES OF THE TREASURER

- 22.1 The Treasurer shall collect all moneys due to the Association and pay all accounts owed by it.
- 22.2 The Treasurer shall keep and maintain true records and accounts of the Association's financial affairs:
- (i) moneys received and expended;
 - (ii) the matters in respect of which such transactions have taken place; and
 - (iii) the assets and liabilities of the Association.
- 22.3 The Treasurer shall apply for regional grants from WMA in a timely manner and prepare documents for the reconciliation of the expenditure of the grant as per WMA requirements.
- 22.4 The Treasurer shall submit to the Assembly at General Meetings:
- (i) an audited balance sheet and statement of income and expenditure for the preceding financial year; and
 - (ii) a budget for the next financial year.
- 22.5 All payments made by the Treasurer must be authorised by the President or in his/her unavailability or incapacity by the Vice-president.
- 22.6 The Treasurer shall be a co-signatory with the President or other person authorised by Council to all cheques and contracts.
- 22.7 The Treasurer shall liaise with the appointed Honorary Auditor in relation to the preparation of an audit report of the Association's finances.
- 22.8 The Treasurer shall attend all Assembly and Council meetings.

23 OCEANIA DELEGATE TO WMA

- 23.1 The duties of the Oceania delegate to WMA are to:
- (i) represent OMA and its interests, and those of its Members and Associate Members on the WMA Council;
 - (ii) report on the status of the OMA and masters athletics in the Oceania Region to the WMA Council;
 - (iii) report to OMA in relation to general and region-specific WMA matters and engage in liaison between OMA and WMA as required;
 - (iv) participate in all WMA Council meetings, serve on WMA committees and other groups as needed from time to time, and undertake any other WMA roles and responsibilities as required;
 - (v) facilitate the correct nomination and registration of OMA Member representatives to the WMA General Assembly in compliance with requirements;
 - (vi) liaise with the Treasurer on the timely application for WMA regional grants and the reconciliation of such grants.
- 23.2 Oceania delegate to WMA shall also:
- (i) actively seek and assist suitable WMA Championship hosting bids from OMA Members for consideration by the WMA Council and General Assembly.
 - (ii) liaise between the WMA Council, the Member and the local organising committee in the event of a successful WMA Championship hosting bid from the Oceania Region, and
 - (iii) assist the Member and local organising committee with the successful planning and conduct of such Championships.

24. PUBLIC OFFICER

- 24.1 In accordance with the *Associations Incorporation Act 1991 (ACT)*, the Association shall appoint a Public Officer who must be resident in the Australian Capital Territory, and who shall:
- (i) keep a register of the members of the Council, including their addresses and dates of election; record changes in membership of the Council; and make the register available for inspection at any reasonable time;
 - (ii) keep a register of all the Association's Members and Associate Members, and make it available for inspection by any Member and Associate Member of the Association;
 - (iii) notify the Registrar-General's Office of any change in the name, objects, or rules of the Association within one month of the General Meeting of the Association at which such changes are approved;
 - (iv) lodge the Association's annual return with the Australian Capital Territory Office of Regulatory Services as required under the Act.

25. PATRON

- 25.1 The Patron shall be a person of high standing in the community who has links to, or an interest in mature-age athletics or mature-age sport.
- 25.2 The position of Patron is an honorary one, and while the position has no formal role they may informally represent or provide influential support for the Association, its interests and those of its Members, Associate Members and their athletes.
- 25.3 The Patron does not have to be a financial member of a Member or Associate Member association or organisation.

26. NOMINATIONS FOR OFFICE BEARERS

- 26.1 Any current financial member of a registered OMA Member is eligible for nomination for election to Council.
- 26.2 Except for the filling of casual vacancies, the elections for OMA Office Bearers shall be undertaken at an Assembly General Meeting held in conjunction with the OMA Oceania Championships.

- 26.3 Nominations shall be called for by the Secretary from registered Members three months prior to the commencement date of the Assembly General Meeting and these nominations shall be in the hands of the Secretary two months prior to the commencement date of the Assembly General Meeting. Any nomination received after that time shall be invalid and shall not be placed before the Assembly except where there are insufficient valid nominations.
- 26.4 If insufficient valid nominations are received from Members, Council members may nominate candidates for the remaining positions at the Assembly.
- 26.5 Nominations in accordance with section 26.3 can only be made by the Member of which the candidate is a member.
- 26.6 If only one nomination is received for any position, the nominee shall be deemed to have been duly elected. Similarly, if only four delegates to Council are nominated these shall be declared elected.

27. VACANCIES AND REMOVAL OF COUNCIL MEMBERS

- 27.1 For the purposes of this Constitution a vacancy on Council occurs if the member:
- (i) dies;
 - (ii) ceases to be a financial member of a Member association or club;
 - (iii) resigns from office;
 - (iv) is removed from office pursuant to Clause 27.2;
 - (v) becomes insolvent under administration within the meaning of the Corporations Law;
 - (vi) suffers from mental or physical incapacity that prevents them from performing their duties;
 - (vii) is disqualified from office under subsection 63(1) of the Act; or
 - (viii) absent without consent of the Council from two successive meetings of the Council.
- 27.2 The Assembly at a General Meeting may by resolution, subject to Section 50 of the Act, remove any member of the Council from the Council before the expiration of the member's term of office.
- 27.3 Should a casual vacancy occur in any elected office of Council, the President, in consultation with the Council, shall seek to make an appointment to fill the position.
- 27.4 Any Office Bearer appointed under Clause 27.3 shall, subject to this Constitution, hold office until the end of the next Assembly General Meeting at which elections take place.
- 27.5 On ceasing to be an OMA office bearer (elected or otherwise), the individual shall promptly hand over all material relevant to his/her former role to the new incumbent or to the OMA Secretary.

28. DISCIPLINE

- 28.1 Any accusation under Clause 5.10 of the Constitution shall be adjudicated upon by a Discipline Committee comprising six members of Council. Where necessary the Discipline Committee may be supplemented by Member delegates to give six sitting members of the Committee.
- 28.2 If a person accused is a member of the Council, they shall not be a member of the Discipline Committee considering their case.
- 28.3 If more than one person is accused, and each is a member of the Council, and the Discipline Committee is hearing the charges consecutively during the same meeting of the Committee, neither of the accused persons shall be members of the Committee whether cleared of the charges or not.
- 28.4 The Discipline Committee shall:
- (i) fully inform any accused person of the charge made against him or her;
 - (ii) invite the accused person to state as fully as he or she pleases, any defence he or she may wish to raise in answer to the charges; and
 - (iii) in cases where removal from office may result, give the accused person the opportunity to appear personally, and/or to be represented by another, to answer the charge.
- 28.5 The Discipline Committee shall not be convened in any case that the Council considers to be insufficiently serious for consideration by the Discipline Committee.
- 28.6 An accused person who is a Council Member may not deliberate under Clause 28.5, but may make his or her views known in writing.

- 28.7 The Discipline Committee may determine an accusation by correspondence, in person or by electronic means to hear oral evidence and submissions.
- The accused person shall not only be informed fully by the Discipline Committee of the charge made, but shall also be informed of the identity of his or her accuser. Moreover, all evidence and allegations made, and any other material in the possession of, or known to the Discipline Committee, whether to be used in the hearing or not, and whether favourable or unfavourable to the accused person, shall be given to him or her before the hearing takes place.
- 28.9 If the Committee assembles to hear the charge, the informant shall be asked to be present. If he or she refuses to be present, the charge shall proceed. If he or she is unable to be present for good reason, the Committee shall give weight to the fact that the accused person has not had the opportunity to challenge by cross-examination, the evidence against him/her.
- 28.10 In any case where the evidence or credibility of a witness cannot be challenged by cross-examination, the Committee shall take that into account when considering what weight shall be given to the evidence. This will include any matters considered by correspondence.
- 28.11 The Discipline Committee may, on the basis of a two-thirds majority secret vote, censure, suspend or remove from office the accused person or persons.

29. REMITS

- 29.1 No less than three months prior to each General Meeting of the Assembly the Secretary shall invite each Member and elected Council member to submit remits and topics for discussion or decision. Such remits or topics should be in the hands of the Secretary no later than two months prior to the Assembly. Any remits received after that time shall be invalid and shall not be placed before the Assembly.

PART-IV: GENERAL MEETINGS

30. ANNUAL GENERAL MEETINGS

- 30.1 The management and control of the Association is, in the first instance, exercised by the Assembly at an Annual General Meeting.
- 30.2 One Assembly General Meeting must always be held in conjunction with the OMA Championships.
- 30.3 The Secretary shall send by mail, email or facsimile or otherwise deliver formal notice of Annual General Meetings, not less than three months prior to the date of the meeting.
- 30.4 The business of the Assembly Annual General Meeting, in order, taking precedence over all other business, shall be to:
- (i) confirm the minutes of the previous Annual General Meeting;
 - (ii) deal with any business arising out of the minutes;
 - (iii) receive and adopt the annual reports and the audited financial statement;
 - (iv) elect the President, Secretary, Treasurer and Vice President, other Council members and any other positions provided for in this Constitution;
 - (v) consider and decide on proposed changes to the Constitution and By-Laws;
 - (vi) deal with remits and notices of motion; and
 - (vii) deal with other general business of which there has been prior notification.

31. SPECIAL GENERAL MEETINGS

- 31.1 A Special General Meeting of the Assembly shall be convened by the Secretary on the requisition of not fewer than one third of Members **or** one third of Council.
- 31.2 A Special General Meeting may also be convened by the Secretary under Clauses 12.4, 12.7 and 35.2 of this Constitution.
- 31.3 The Secretary shall send by mail, email or facsimile or otherwise deliver formal notice of a Special General Meeting. The notice shall be sent within two weeks of the Secretary receiving the requisition.
- 31.4 The business of a Special General Meeting shall only deal with the issues for which the meeting was called.

32. THE CONDUCT OF MEETINGS

- 32.1 The President shall preside at all meetings of the Assembly and Council. In the President's absence the Vice-President shall take the chair. Where both are unavoidably absent from an OMA meeting, Those present and eligible to vote shall elect a chair for that meeting.
- 32.2 A quorum for an Assembly General Meeting shall constitute twelve persons with voting rights, comprising at least five elected Council Members.
- 32.3 A quorum for a Council meeting shall constitute five elected members of Council.
- 32.4 A quorum must be present at all times during a meeting.
- 32.5 If within one hour of the time notified for a meeting it appears that it will not be possible to achieve a quorum, the President or chair, in discussion with those present, shall:
- (i) postpone the meeting and attempt to re-convene the meeting later in the day or on the following day; or
 - (ii) dissolve the meeting.
- 32.6 The conduct of all OMA Assembly and Council meetings shall be according to the OMA Standing Orders as included in Appendix-C of this Constitution.
- 32.7 The chair may adjourn a meeting from time to time and from place to place, and no business shall be transacted at an adjourned meeting other than the unfinished business of the meeting at which the adjournment took place.

33. VOTING

- 33.1 Any remit, resolution or matter requiring decision at any meeting of the Association, other than those specifically identified by Clauses 11.5 (iii), 12.6, 28.11, 35.2 and 37.1 by this Constitution, shall be by a simple majority determined by voice or a show of hands, unless a formal count or a secret ballot is requested and agreed.
- 33.2 The election of Office Bearers shall be by secret ballot, or, if necessary, by a series of secret ballots until one candidate has individually polled a simple majority of votes cast or, in the case of the election of four non-executive councilors, those four individuals with the highest number of votes.
- 33.3 Voting on proposed amendments to this Constitution and By-Laws are set out in Clauses 37.1 and 36.2.

PART-V: GENERAL

34. ACCOUNTS, FINANCE AND PECUNIARY PROFIT

- 34.1 The Treasurer shall be responsible for the management of OMA's finances, accounts, receipts and payments as per Clause 22.
- 34.2 The financial year of the Association shall commence on the first day of September and end on the 31st day of August in the following year.
- 34.3 Audited Financial Statements prepared by the Treasurer for each financial year, shall be distributed by the Secretary to Council members and all Members not later than two months after the end of each financial year.
- 34.4 The Financial Statements for each year shall be approved by the Assembly at a General Meeting.
- 34.5 The accounts shall be recorded in New Zealand or Australian currency as agreed by Council.
- 34.6 All funds received by the Association shall be deposited in approved bank accounts in the name of the Association.
- 34.7 The Treasurer in consultation with the President shall prepare and present to Council an annual budget in accordance with current policies, funds and anticipated income.
- 34.8 Council shall approve each annual budget with any required amendments.
- 34.9 Where any commitment or payment is made which varies significantly from the budget, such commitment or payment must be approved in advance by Council.

- 34.10 No member or person associated with a Member or Associate Member of OMA shall derive any income, benefit or advantage from the Association where they can materially influence the payment of income, benefit or advantage, except where the income, benefit or advantage is derived from:
- (i) professional services to the Association rendered in the course of business charged at no greater than current market rates; or
 - (ii) interest on money lent at no greater than current market rates.

35 DISSOLUTION

- 35.1 The Association may be dissolved at an Annual or Special General Meeting by a resolution to dissolve the Association passed by a simple majority of those present and entitled to vote.
- 35.2 Any resolution to dissolve the Association must be confirmed within one month of the original resolution by a two thirds majority of those present and entitled to vote at a subsequent Special General Meeting called for that purpose.
- 35.3 In the event of the Association being dissolved, any assets remaining shall be transferred to the OAA for use by Members for masters activities.

36. BY-LAWS & POLICIES

- 36.1 By-Laws setting out procedures and specific detail of the management of OMA or the conduct of masters athletics in the Oceania Region may be prepared, and when duly adopted by OMA in Assembly, shall be subordinate to and not part of this Constitution.
- 36.2 By-Laws developed or altered under this Constitution shall be only approved in accordance with the provisions of Clause 17 by a simple majority of those present and entitled to vote at the Assembly.
- 36.3 Council may also from time to time make formal policy decisions in relation to administrative matters and in undertaking its responsibilities in implementing the Objects of the Association. These official OMA Policies are subordinate to and are not part of this Constitution.
- 36.4 Any formal Policy decisions shall be approved or altered by a simple majority of those present and entitled to vote at a Council meeting.

37. CHANGES TO THIS CONSTITUTION

- 37.1 This Constitution shall be only altered in accordance with the provisions of Clause 17 and by a majority of two thirds of those present and entitled to vote at the Assembly.

38. CONFLICT BETWEEN THE CONSTITUTION, BY-LAWS AND STANDING ORDERS

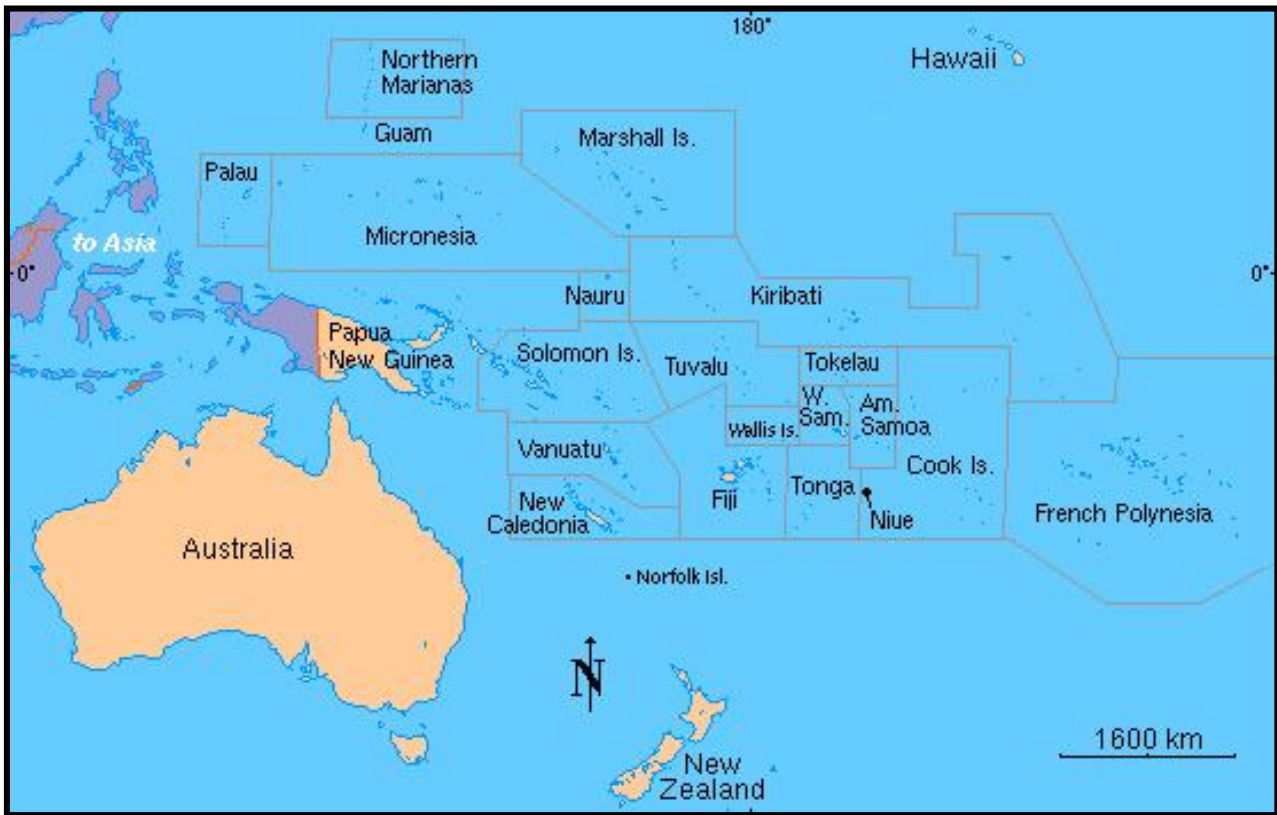
- 38.1 In the event of a dispute concerning the meaning of any part of this Constitution or By-Laws, the Laws of the Australian Capital Territory shall govern the matter.
- 38.2 If any question arises as to the meaning of any provisions in this Constitution or By-Laws made under it, the Council shall rule on the matter.
- 38.3 If there is any conflict between the Constitution, OMA's Standing Orders and the By-Laws created under the Constitution, the Constitution shall prevail.

39. COMMON SEAL

- 39.1 The Common Seal shall be in the custody of the Secretary and shall be affixed to all agreements, and to any other document by resolution of the Council and in the presence of, and with the accompanying signatures of, the President and Secretary or in the absence of either of these then by another Council Member.

PART-VI: APPENDICES

APPENDIX-A: A MAP AND COUNTRIES OF THE OCEANIA REGION



APPENDIX-B: CURRENT MEMBERSHIP OF OMA

Members and Associate Members as at January 2018

American Samoa, Australia, Cook Islands, Federated States of Micronesia, Fiji, Guam, Kiribati, Marshall Islands, Nauru, New Zealand, Norfolk Island, Northern Marianas Islands, Palua, Papua New Guinea, Samoa, Polynesia Franciase, Solomon Islands, Tonga, Tuvalu, Vanuatu, New Caledonia, Niue.

APPENDIX-C: OMA STANDING ORDERS

Objectives To ensure that meetings of the OMA Assembly, OMA Council and any OMA sub-committee are conducted in an orderly and fair manner.

Interpretation

Interpretation of these Standing Orders is within the jurisdiction of the Chair, pursuant to the authority of the meeting, and subject to the OMA Constitution and By-Laws, and the Australian Capital Territory Associations Incorporation Act (1991).

If a situation arises which is not covered by these Standing Orders, the Chair must act as he or she sees fit provided that he/she acts fairly. In such circumstances, the President may use the most recent edition of Renton "*Guide for Meetings and Organisations*" as a guide.

General

- 1 These Standing Orders shall be applicable to all OMA Assembly General Meetings, Council meetings, and meetings of sub-committees, subject to the OMA Constitution and By-Laws.
- 2 Meetings shall, subject to the presence of a quorum, start at the time set out on the notice, and shall, subject to the discretion of the meeting, continue to an agreed time or until all business on the agenda is disposed of.
- 3 If within one hour of the time notified for a meeting it appears that it will not be possible to achieve a quorum, the meeting shall be postponed and the President or presiding Chair shall attempt to fix the time of the next meeting later in the day or on the following day. If a revised time is not possible the President or presiding Chair shall dissolve the meeting. All business on the agenda of a lapsed meeting shall be included on the agenda of the next meeting and shall take precedence over any new business.

Speakers

- 4 Any member desiring to speak at meetings or in a committee of the Whole shall raise their hand or rise in his or her place and when called upon by the Chair shall address the Chair. If two or more members rise or raise their hand simultaneously, the Chair shall call upon the member who first caught the eye of the Chair.
- 5 When the Chair rises to speak any member standing shall sit down and be silent.
- 6 Except in committee, no member other than the proposer of a motion or an amendment shall speak to it until it has been seconded.
- 7 Speakers must keep to the question under discussion. Any member who digresses may be called to order by the Chair.
- 8 A speaker may be interrupted only on a point of order or on a closure motion.

Proposals

- 9 All proposals shall be in the form of motions, clearly expressed and capable of only one interpretation. However, open discussion may take place on any topic, at the discretion of the Chair, which may or may not lead to a proposal being made.
- 10 If required by the Chair, the proposer shall submit any motion (or amendment) in writing.
- 11 A motion before the meeting may be re-worded by permission of the meeting.
- 12 A motion must be moved and seconded before its acceptance by the Chair and before any member speaks to it.
- 13 A motion failing to have a seconder shall lapse and not be recorded in the minutes.
- 14 A motion (or amendment) before the meeting may be withdrawn only by its mover, and by leave of the meeting. A motion may not be withdrawn while an amendment is under discussion, or after adoption of an amendment.

Amendments

- 15 An amendment may be proposed and seconded during discussion of a proposal. If passed, the amendment becomes the substantive motion. It remains open to subsequent amendment until it is finally either accepted or rejected.
- 16 An amendment must not contradict the substantive intent of the original motion.
- 17 An amendment before the meeting may be reworded by the mover subject to leave of the meeting.
- 18 When an amendment is before the Chair, discussion shall be confined to that amendment. No further amendment shall be proposed until the amendment before the Chair has been disposed of.

Debate

- 19 A member moving a motion or amendment shall be deemed to have spoken to it. A member seconding a motion or amendment without speaking to it may reserve the right to speak to it subsequently.
- 20 The Chair shall, as far as practicable, call on speakers for and against a motion or amendment alternately, subject to the right of the seconder to speak immediately after the mover. If two consecutive speakers have both argued for or against a motion or an amendment, and there is no member wishing to argue the opposite view, or, in the case of a motion, to move an amendment, the motion or the amendment shall, subject, in the case of a motion, to the mover's right of reply, be put without further debate.
- 21 Except in committee, no member shall speak more than once to any question, except that the mover of a motion (but not of an amendment) shall have a right of reply, which reply shall close the debate. An amendment shall constitute a separate question from the original motion and from any other amendment.
- 22 The Chair or Secretary must read the motion or amendment aloud before it is put to the vote.
- 23 A General Meeting of the Assembly or a Council Meeting may at any time during the discussion of a motion or an amendment resolve itself into a committee of the whole.
- 24 During "In committee" sessions of the Assembly or Council only informal discussion of the issue before the Chair will be allowed, and no motions (or amendments) may be put except the motion "*that the Board move out of committee*".

Closure Motions

- 25 A member may at any time move "*That the speaker be no longer heard*" or, "*That the speaker be heard for a further limited period only*". Such motions shall be put without amendment or debate. No other motion, except the closure motion or a motion dealing with the speaker's time, shall be moved while a speaker has the floor.
- 26 A member who has not already participated in the debate may at any time, whether another speaker has the floor or not, move, "*That the question be now put*", which motion, if accepted by the Chair, shall be put without amendment or debate. The Chair shall have absolute discretion to accept or refuse the motion. The Chair may also without a motion put the question if the Chair feels that adequate discussion has taken place. In either case the mover of a motion shall retain the right of reply. If an amendment is before the Chair, the closure motion shall be deemed to close the debate on the amendment only.
- 27 During the discussion of a motion (but not of an amendment), a member who has not already participated in the debate on the motion may move: "*That the question be not now put.*" This motion shall be open to debate, and shall be debated together with the original motion. If carried, the original motion shall not be dealt with further. If lost, the original motion shall be put forthwith, subject to the mover's right of reply. The motion may be foreshadowed while an amendment is before the Chair, but in no case shall it be put till all amendments have been disposed of.
- 28 A member may move: "*That the debate or meeting be now adjourned*". Discussion shall be in order, but only amendments as to time and/or place shall be permitted. The motion shall take precedence over other business before the Chair except points of order and personal explanations.

Points of Order

- 29 Any member may raise a point of order if they consider procedural rules appear to have been broken, which shall take precedence over all other business. The point must be raised at the time the alleged irregularity occurred. An explanation or contradiction shall not constitute a point of order. The Chair may rule on the point of order or submit it to the judgment of the Council or Assembly.
- 30 Any member disagreeing with the Chair's ruling on a point of order may move dissent. The Chair shall then vacate the chair and such motion shall be put forthwith without debate.
- 31 Standing Orders may be suspended by a majority of those present. A motion to this effect shall be open to debate.

Voting

- 32 Voting shall be by the voices or by show of hands, except where a ballot is specified by OMA's Constitution or By-Laws, or requested by the meeting.
- 33 Except where required by the OMA Constitution or By-Laws or these Standing Orders, a vote on a motion shall be carried with a simple majority.
- 34 On an equality of voting, the *status quo* shall be maintained.

Rescission and Validity of Proposals

- 35 Member shall not reflect on the vote of a meeting, except on a motion for the rescission of any resolution previously adopted. No member shall reflect on a clause of the Constitution, By-Law or these Standing Order, except on a motion (of which due notice was given) to amend or repeal such Clause, By-Law or Order.
- 36 Any decision made by a validly constituted meeting shall not be void by reason only of a departure from these Standing Orders that was not detected till after the decision had been made. However, any resolution passed inadvertently in contravention to the OMA Constitution or By-Laws must be declared null and void by the Chair.
- 37 Suggested speaking times:

A proposer to a motion	up to 5 minutes
A seconder to a motion	up to 3 minutes
A speaker in favour or against the motion	up to 3 minutes
A proposers right of reply (closing the debate)	up to 3 minutes
A proposer to an amendment to a motion	up to 3 minutes
A seconder to an amendment to a motion	up to 2 minutes
A speaker raising a point of order	briefly up to 1 minute
A speaker in committee	up to 2 minutes