



**SUBMARINE ASSOCIATION OF AUSTRALIA**  
**ANNUAL GENERAL MEETING TO BE HELD ON 1000 ON 13 OCTOBER 2024**  
**AGENDA**

1. Open Meeting
2. Silence in memory of departed comrades
3. Apologies
4. Confirmation of Minutes of previous meeting
5. Business Arising from previous minutes
6. Treasurer presents statement of accounts and auditor's report
7. Adoption of Treasurers Report
8. Reports
  - President
  - Secretary
  - Welfare Foundation
  - Office Bearers – as appropriate
9. Adoption of Annual Reports
10. Determination of subscription fees
11. Motions on Notice;
  - a. That Motions 2,3, & 4 which were originally tabled at the 2023 AGM, proposing constitutional changes to National Constitution, be re-tabled, debated and voted on. – Submitted by National Vice President.
  - b. Block of 14 Motions to amend and update the National Constitution – Submitted by the National Vice President.
  - c. Motion by NSW Branch that Rev 6 to the Constitution be removed from the website.
12. General Business.
13. Vote of thanks to organising Committee of SUBCON 2024.
14. SUBCON 2025 - declaration of next meeting place.
15. Close meeting

  
P Gale  
SAA National Secretary  
22 August 2024

# NOTICE OF MOTIONS

I, **Anthony John Vine**

*(Full Name)*

Of the NSW Branch

Submit the following Motion to be included in the Agenda of the 2024 Annual General Meeting of the SAA.

I, MOVE THAT

That Motions 2-4 from the 2023 AGM be re-tabled at the 2024 AGM, debated, and voted on in accordance with the SAA National Constitution.

### **Background & Supporting Argument.**

At the 2023 AGM, I as the National Vice President, submitted five motions to the AGM for consideration. The first of those motions, relating to the CIM Position, was debated by the members, a vote taken and the Motion passed. The remaining four motions were not debated, nor was a vote taken as the then National Secretary shut down debate, arguing that they had been passed at the NEC and that the vote taken by the member had encompassed all five motions and not just Motion 1 (2023).

This was at variance with the requirements of the SAA National Constitution and to allow the reform and updating of the constitution to progress, they need to be debated and voted on at the 2024 by members in accordance with the constitution.

Proposer Signature



Date 21 July 2024

Seconded: .....Geoffrey Anderson.....  
.....

*(Full Name)*

Signature .....OSB..... Date .....

Notices of motion for inclusion in the agenda of the Annual General Meeting shall be in the hands of the Secretary no later than Ten (10) weeks before the AGM.

Enclosures:

2023 Motion #2 - AGM Milestones Table

2023 Motion #3 - Clarification of who can access the SAA Welfare Trust

2023 Motion #4 - Changes to the clauses on Termination of Members to ensure procedural fairness.

2023 Motion #5 - Nomination of members for National Honours & Awards.

## NOTICE OF MOTIONS

I, **Anthony John Vine**

(Full Name)

Of the NSW Branch

Submit the following 14 Motions to be included in the Agenda of the Annual General Meeting of the SAA.

I, MOVE THAT

That Motions be adopted at the 2024 AGM.

**Note:** The changes are proposed against Version Six of the Constitution, which incorporated all the motions presented at the 2023 SUBCON and which is available on the SAA website.

Supporting argument

**As per the attachment.**

Proposer Signature



Date 29 July 2024

Seconded: .....Geoffrey Anderson.....

(Full Name)

Signature .....



..... Date .....29 July 2024.....

Notices of motion for inclusion in the agenda of the Annual General Meeting shall be in the hands of the Secretary no later than Ten (10) weeks before the AGM.

**MOTIONS FOR 2024 AGM RELATING TO SAA CONSTITUTION**

MOTION #	Clause / By-Law	ISSUE	BACKGROUND	ISSUE/DISCUSSION	MOTION
1	4.1	<b>Endorsement of membership applications by the National Executive.</b>	The constitution states that applications for Membership are approved by the National Executive.	<p>This is not the process which has been occurring, as the NEC meets at best six monthly. Currently applications are processed and approved by the National Treasurer and the National Secretary in isolation of the Full Executive or the NEC.</p> <p>It is considered that this is the most efficient and expedient way of doing business, and it requires a change to the constitution.</p>	<p>Delete the second paragraph in Paragraph 4.1 and replace with</p> <p><i>“ Any person seeking membership shall make application to the National Executive. The application will be reviewed by the Secretary and National Treasurer who shall determine whether the application is successful or not and advise the appropriate state branch and NEC.”</i></p>

MOTION	Clause / By-Law	ISSUE	BACKGROUND	ISSUE/DISCUSSION	MOTION
2	4.1.1 (iii 7 iv).	Overseas members	<p>The Constitution states that;</p> <ul style="list-style-type: none"> <li>• Members residing overseas or in a State or territory that does not have a Branch shall be classified as 'Unattached'.</li> <li>• The Secretary shall keep the list of 'Unattached' members.</li> <li>• 'Unattached' members may at any time choose to transfer to any Branch.</li> </ul>	<p>This means that overseas members only receive information from the National Secretary plus what is on the website. Feedback from overseas members is that over the last few years they have heard little from the SAA. This raises the real possibility that we may lose these members as they feel neglected.</p> <p>This will reduce the workload on the National Secretary and provide a better flow of information to each overseas member.</p>	<p>Delete Paragraph 4.1.1 in its entirety and replace with:</p> <p><i>4.1.1 BRANCH MEMBERSHIP</i></p> <p><i>Once accepted as a member of the SAA, the member will also be classified as a 'Member of their nominated Branch'.</i></p> <ol style="list-style-type: none"> <li>i. <i>Members residing in a State or Territory with more than one (1) Branch must nominate a preferred Branch.</i></li> <li>ii. <i>Members residing overseas must nominate a preferred Branch.</i></li> <li>iii. <i>Members may nominate in writing to transfer their Membership to a preferred Branch.</i></li> </ol>

MOTION	Clause / By-Law	ISSUE	BACKGROUND	ISSUE/DISCUSSION	MOTION
3	4.2.3 & 5.1, 5.1 & By-Law 5	<p><b>Associate Members ineligible to sit on The National Executive.</b></p> <p><b>Role of CIM nor reflected in Para 5.1.viii</b></p>	<p>The constitution states that Associate members cannot hold National Executive positions.</p> <p>Para 5.21 does not reflect the position of the Communications Information Manager on the National Executive, omission when the role was added to the constitution in 2023/</p> <p>By-Law #5 incorrectly states fees are defined in Clause 5, rather than Clause 4.</p>	<p>As a number Associate members already hold, or have held, Secretary and Treasurer positions at Branch level this should be reviewed with a view to open up some National Executive positions to Associate members.</p> <p>We may have excellent Associate members some of whom may be happy to take on the National Sec/Treasurer/Communications Information Manager roles.</p> <p>And at a time where we have an aging membership base, it is becoming more and more difficult to attract Ordinary Members to take on National Executive positions, therefore the opening up of positions it should be considered.</p> <p>4</p>	<p>That the Constitution be amended to:</p> <p>Delete dot point 4 in paragraph 4.2.3 and replace with new dot point;</p> <p><i>"Associate members shall not hold the office of President or Vice President."</i></p> <p>Delete sub paragraph 5.1.iii and insert new sub-paragraph iii.</p> <p><i>"The National President and Vice President must be Life or Ordinary Members of the SAA and that up to <u>one</u> of the National Secretary, National Treasurer and the Communications Information Manager positions may be filled by an Associate Member".</i></p> <p>Delete existing para 5.1.viii and replace with;</p> <p><i>"Any casual vacancy occurring in the office of President, Vice- President, Secretary, Treasurer or Communications Information Manager (CIM), shall be filled by an Ordinary or Life Member, or Associate (Secretary, Treasurer or CIM only) appointed by a majority vote of the National Committee, until the next election."</i></p> <p>By-Law 5 – Paragraph 1.</p> <p>Delete "Clause 5", insert "Clause 4".</p>

Commented [TV1]: 2024 Motion 3

MOTION	Clause / By-Law	ISSUE	BACKGROUND	ISSUE/DISCUSSION	MOTION
4	4.3 (iv)	<b>Subscriptions for members over 80 years of Age.</b>	The relevant clause limits free membership to Ordinary Members.	This discriminates against Associate Members, some of whom have literally spent decades assisting in the organisation of functions and in some cases working on Branch Executives.	That existing Constitution clause 4.3.(iv) be deleted and replaced by; <i>“ Membership subscriptions shall be waived for Ordinary and Associate Members reaching the age of eighty (80) years”.</i>

MOTION	Clause / By-Law	ISSUE	BACKGROUND	ISSUE/DISCUSSION	MOTION
5	4.4.1	<b>Suspension of Membership.</b>	<p>The Constitution states that members who fall in arrears have to pay all outstanding arrears to be reinstated. After three years they are no longer considered to be a member and have to pay a rejoining fee.</p>	<p>There are many members whose membership has lapsed, some because they were in financial difficulties, others because of a breakdown in communications. The imposition of a penalty is a disincentive for members to rejoin.</p> <p>In the spirit of fairness, the National Treasurer has not been enforcing either the requirement to pay arrears or a joining fee (unless the member requires a new SAA Badge as that is what the joining fee covers).</p>	<p>That the constitution be amended to;</p> <p>Delete existing Paragraph 4.4.1 dot points two and three and replace with a new dot point stating;</p> <p><i>“Privileges may be restored by the National Executive on request from a member and on payment of the current year’s dues. A rejoining fee is not required, however if a member requires a replacement SAA Badge they have to procure it at the price set annually by the National Committee.”</i></p> <p><b>Notes:</b></p> <ol style="list-style-type: none"> <li>1. The requirement to be a financial member for a minimum of 12 months to access the Welfare Fund should remain.</li> <li>2. The requirement that a replacement badge needs to be procured has been inserted here, as it relates to members re-entering the association.</li> </ol>



MOTION	Clause / By-Law	ISSUE	BACKGROUND	ISSUE/DISCUSSION	MOTION
6	5.5	<p><b>No provision in Constitution for the National Secretary to make changes of a grammatical or administrative nature.</b></p>	<p>The Constitution clearly states all changes to the constitution and by-laws need to be the subject of a motion and vote.</p>	<p>This an unrealistic clause, noting that the Constitution contains a number of a purely administrative sections that will change over time.</p> <p>Examples:</p> <ul style="list-style-type: none"> <li>• Contact details for the Treasurer and Secretary</li> <li>• Membership Application Form</li> <li>• Subscription Fee schedules</li> <li>•</li> </ul> <p>To provide flexibility for the National Secretary and National Treasurer, whilst allowing them to work within the constitution a new sub paragraph needs to be included.</p>	<p>That the following be included after the words “Annual General Meeting” in Para 5.5 (i)</p> <p><i>“Except where allowed under Para 5.5 (vi) below”.</i></p> <p>That the constitution be amended by inserting a new sub-paragraph 5.5 (vi).</p> <p><i>“The National Secretary, with the approval of the National Executive, can make and promulgate amendments to the Constitution and By-Laws to branches which are of a purely administrative or grammatical nature, where the intent of the sentence is not legally changed by an amendment or correction”.</i></p> <p>That the existing sub-paragraph 5.5(vi) be retained and renumbered 5.5 (vii).</p>

MOTION	Clause / By-Law	ISSUE	BACKGROUND	ISSUE/DISCUSSION	MOTION
7	5.5	<p><b>There is no provision for a member of the National Executive to propose a Constitutional Change other than as a private member through their branch.</b></p>	<p>The constitution provides for members of the National Executive to propose changes to By-Laws but not to the constitution.</p>	<p>The members of the National Executive are the very members who work most closely with the SAA National Constitution and therefore are most aware of any deficiencies or inconsistencies in the document. It does not make business sense that to propose changes that they have to firstly convince their branch members of the need for change before any proposal is distributed to other branches for consideration.</p> <p>As all motions once received by the National Secretary are sent out to branches prior to the National AGM for discussion at Branch meetings there is no value added for a member of the National Executive to have to raise a motion to change the constitution through his or her branch.</p>	<p>Delete existing sub-paragraph 5.5 (iii) and replace with</p> <p><i>“Motions relating to amendments, alterations, additions to the Constitution and By-Laws can be proposed by the National Committee, any <b>Branch or member.</b>”</i></p>

MOTION	Clause / By-Law	ISSUE	BACKGROUND	ISSUE/DISCUSSION	MOTION
8	6.1 (i)	<p><b>Approval of SUBCON Venue and program.</b></p>	<p>The Constitution states that the AGM; Will be held annually as part of the National Conference known as SUBCON, on the Sunday, during the Eastern States long weekend in June <u>or at a date agreed to at an Annual General Meeting.</u></p>	<p>This has not been the case over the last four to five years, the decision has not gone to a vote at the AGM, simply the members have been advised of the timing and location at the AGM as it impracticable that the time and venue of SUBCON should be subject to an AGM vote.</p> <p>What has happened over the last decade is that the Branch responsible for hosting SUBCON has presented a proposal to the NEC. This needs to be formalised in the constitution.</p> <p>The setting of this date then activates the “AGM Milestone” Table” and sets the dates for when all actions are required.</p>	<p>That new paragraphs 6.1 (i-iii) be inserted to reflect;</p> <p>(i) <i>Will be held annually as part of the National Conference known as SUBCON, on the Sunday of the Conference.</i></p> <p>(ii) <i>Shall be organised and hosted by Branches;</i></p> <ul style="list-style-type: none"> <li>• <i>on a rotation basis, or</i></li> <li>• <i>as appointed by the National Committee.</i></li> </ul> <p>(iii) <i>The Branch hosting SUBCON is to make a presentation to the NEC on their proposal for hosting SUBCON prior to the preceding AGM, and if approved by the NEC outline their proposal to the AGM.</i></p> <p>That the existing paragraphs (iii) through to (xi), be retained and renumbered (iv) to (xiii) accordingly.</p> <p>That existing subparagraph (xii) be renumber (xiv) and amended to read;</p> <p><i>“(xiv) Once the date of SUBCON is confirmed the National Secretary is responsible for promulgating AGM milestone dates iaw the table at APPENDIX G.”</i></p>

MOTION	Clause / By-Law	ISSUE	BACKGROUND	ISSUE/DISCUSSION	MOTION
9	6.1 (viii)	Quorum for AGM	<p>The Constitution states that the quorum for an Annual General Meeting shall be fifty (50) Life and Ordinary financial Members.</p>	<p>At the 2023 AGM we only just managed to meet the requirements, we had just 51 Life and Financial Members at the AGM. With a shrinking membership base we may find ourselves without a Quorum and unable to vote on motions or hold elections.</p> <p>The constitution, as written, fails to address how business can be conducted in the event that insufficient members attend to constitute a quorum. The proposed amendment provides a means where interim decisions can be made and ratified by each branch within three months</p>	<p>Delete existing sub paragraphs 6.1 I, ii &amp; iii and replace them with:</p> <ul style="list-style-type: none"> <li>i. <i>“Will be held annually as part of the National Conference known as SUBCON, on the Sunday of the Conference.</i></li> <li>ii. <i>Shall be organised and hosted by Branches</i> <ul style="list-style-type: none"> <li>■ <i>on a rotation basis,</i></li> <li>■ <i>as appointed by the National Committee.</i></li> </ul> </li> <li>iii. <i>The Branch hosting SUBCON is to make a presentation to the NEC on their proposal for hosting SUBCON prior to the preceding AGM, and if approved by the NEC outline their proposal to the AGM”</i></li> </ul> <p>Delete existing sub paragraph 6.1.viii and replace with;</p> <ul style="list-style-type: none"> <li>viii. <i>“A quorum for an Annual General Meeting shall be forty (40) Life and Ordinary financial Members. Where a quorum cannot be met, the meeting can vote and make interim decisions which have to be ratified by the majority of SAA Branches within three months of the AGM”</i></li> </ul> <p>Insert new sub paragraph 6.1.ix and renumber remaining sub paragraphs accordingly.</p> <p><i>“ix. Where possible, members may attend and vote virtually at the meeting.”</i></p> <p>Insert new sub-paragraph 6.1.xiv.</p> <p><i>“xiv. A table of milestones for the AGM is contained as APPENDIX G”.</i></p>

MOTION	Clause / By-Law	ISSUE	BACKGROUND	ISSUE/DISCUSSION	MOTION
10	7.2	<b>Annual Allocation of National funds to Branch funds.</b>	<p>The Constitution allows for a percentage of income from Member’s subscriptions to each Branch. And that the percentage of "Unattached" members flows back to the National Body.</p> <p>At the 2023 AGM members questioned why all branches get the same, regardless of how many members they have, and therefore how much money their members contribute to the National Account through membership fees.</p>	<p>The constitution by virtue of its wording implies that the disbursements are made on a per capita basis, which has not been the case in recent years.</p> <p>There needs to be clarity on how funds are disbursed to branches.</p>	<p>That members be asked to vote on two options:</p> <p><b>Option 1.</b></p> <p>Delete existing sub - paragraph 7.2 and replace with;</p> <p><i>ii. The National Executive Committee (NEC) has sole responsibility for determining how much money is disbursed to each state or as allocated yearly as appropriate to support SUBCON</i></p> <p><b>Option 2.</b></p> <p>Delete existing sub - paragraph 7.2 and replace with:</p> <p><i>“ii. That the disbursements are made on a per capita basis to reflect that the money raised by membership fees is distributed back to the members own branch, with the exception of funds approved by the National Executive Committee (NEC) allocated to support SUBCON.</i></p>

MOTION	Clause / By-Law	ISSUE	BACKGROUND	ISSUE/DISCUSSION	MOTION
11	By-Law #3	Life Membership Nominations and approval.	<p>This was the subject of a motion at the 2023 AGM, the changes are however included in Amendment six to the Constitution.</p> <p><b>Note: The Amendment at SUBCON 2023 missed reflecting these changes in By-Law #3 &amp; the Life Membership Nomination Form (Appendix C).</b></p>	<p>The requirement at all Life Membership and National Award nominations be the subject to open debate at Branch and national AGMs is impracticable for confidentiality reasons and has not been occurring.</p> <p>A review of the Life membership process of other service organisations indicated that the community norm is nominations are initiated at branch executive levels and reviewed and approved at their equivalent to the NEC.</p>	<p>That By-Law #3 be replaced in its entirety with Enclosure 1.</p> <p><b>Appendix C Life Membership Nomination Form.</b></p> <p>Delete:</p> <p><i>"Date of meeting where seventy five percent of (75%) of members recommended the nomination"</i></p> <p>Insert</p> <p><i>"Date of meeting where the majority of the Branch Executive recommended the nomination"</i></p>

MOTION	Clause / By-Law	ISSUE	BACKGROUND	ISSUE/DISCUSSION	MOTION
12	Para 4.2.2 & By-Law #3	Life Membership – Associates.	The Existing Constitution does not allow for Associate Members to be awarded Life Membership.	There are several long serving Associate Members who are integral to the running of their Branches who are deserving of recognition by the award of Life Membership.	<p>Replace the existing Paragraph 4.2.2 opening statement and first dot point with.</p> <p>The Award of Life Membership is the highest honour, which can bestowed upon an Ordinary or Associate Member of the SAA, and therefore, all recommendations should be thoroughly considered in that light, prior to submission;</p> <ul style="list-style-type: none"> <li>• The National Executive or a Branch may recommend an Ordinary or Associate Member who has given long, continued and outstanding service to the Association, to be awarded a Life Member.</li> </ul> <p>That the existing By-Law # 3 Governing Life Membership, be replaced with enclosure 1, to this motion.</p>

MOTION	Clause / By-Law	ISSUE	BACKGROUND	ISSUE/DISCUSSION	MOTION
13	Paragraphs 3.8, 3.9, By-Law #2 & By-Law #6	The title of the Welfare Fund. Association Legacy.	The constitution reflects the title of the Original Welfare Fund.	This is inconsistent with the registered title.	<p><b>Paragraph 3.8</b></p> <p>Delete "SAA Welfare Foundation" insert "Submarines Association Australia Welfare Successor Foundation".</p> <p><b>Paragraph 3.9</b></p> <p>Delete "SAA Welfare Foundation" insert "Submarines Association Australia Welfare Successor Foundation".</p> <p><b>By-Law #2</b> Agenda item 8 – Reports'</p> <p>Delete "Welfare Foundation"</p> <p>Insert</p> <p>"Submarines Association Australia Welfare Successor Foundation"</p> <p><b>By-Law #6</b> That the existing heading of By-Law #6 be replaced with:</p> <p>"SUBMARINES ASSOCIATION OF AUSTRALIA SUCCESSOR WELFARE FOUNDATION – Clause 3.9."</p>



MOTION	Clause / By-Law	ISSUE	BACKGROUND	ISSUE/DISCUSSION	MOTION
14	By-Law #8	Postal/online voting	<p>The current constitution currently provides for both Postal and on-line voting.</p>	<p>This has not been occurring at recent AGMs and the cost of mailing out Postal Voting forms to all members would be prohibitive (Probably more than \$1000 per election).</p> <p>The last AGM, amongst the motions was one which kept postal voting but put the responsibility on members not attending to request a Postal vote, this can be done either by contacting the National Secretary or downloading a voting form and submitting it by post or email to the Returning Officers, care of the National Secretary.</p> <p>There is currently no facility on the website for automated on-line voting, and as agreed at the 2023 NEC meeting the scope of the SAA Website will be limited to reduce the risk that personal data will be compromised.</p>	<p><b>By-Law #8</b> Delete existing By-Law #8 Paragraph 6 (on-Line Voting).</p> <p><b>By-Law #8 Paragraph 7.</b> Insert new sub-paragraph (i) <i>“ Members who wish to make a postal vote are to apply to the National Secretary, by email or letter, no less than 21 days prior to the AGM”, or download a postal vote from the SAA website”.</i></p> <p>Re-Number By-Law #8 Paragraphs and sub-paragraphs 7-15 to 6-14 to reflect the deletion of para 6.</p>

### **BY- LAW No 3**

#### **LIFE MEMBERSHIP – Sub-Clause 4.2.2**

The Award of Life Membership is the highest honour, which can be bestowed upon an Ordinary or an Associate Member of the SAA, and therefore, all recommendations should be thoroughly considered in that light, prior to submission.

Except in exceptional circumstances, National Executive and Branches shall not propose that an Ordinary or Associate Member be nominated for Life Membership, unless;

- i. The member recommended for the Award must have at least fifteen (15) years of continuous service to the Association, of which.
- ii. At least ten (10) years are considered outstanding and distinguished service to the Association. The ten (10) years service need not be continuous.
- iii. The service to the SAA should include at least two positions as a National or Branch committee member.
- iv. Service rendered as a Patron or paid auditor is not considered as qualifying service.
- v. All nomination must be supported with citation/s from Branch Executive.
- vi. Nominations from a Branch must be supported by a majority of the Executive Committee members of the nominating Branch.
- vii. Nominations by the National Executive must be supported by three (3) members of the National Executive.
- viii. Any such appointment must be ratified at a National Committee Meeting preceding the Annual General Meeting.
- ix. If after a nomination has been made and the nominated member dies before the award of Life Membership the Life Members Badge shall be presented to his Next of Kin.
- x. For Life Membership nomination Form – see APPENDIX C.

**APPENDIX E**

**NOTICE OF MOTION**

I, .....GEOFFREY ANDERSON.....  
(Full Name)

Of .....NSW BRANCH.....Branch

Submit the following Motion to be included in the Agenda of the Annual General Meeting of the SAA.

I, MOVE THAT, the edition of the SAA Constitution “showing Amendment No 6”, be removed from the SAA website .....

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Supporting argument ... Rev 6 should be removed as it is not a legal binding documents as it was not agreed to and Carried by 75% of the members present at Subcon 2023 AGM, as required by the Constitution Rev 5.....

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*Geoff Anderson*

Proposer Signature.....Date.....25 Jul 2024.....

KEVIN HAYTON

Seconded .....  
(Full Name)

*K.G. Hayton*

Signature of Seconded ..... Date.....29 July 2024

Notices of motion for inclusion in the Agenda of the Annual General Meeting shall be in the hands of the Secretary no later than the date stipulated by the Secretary in the year of the AGM.