



MOTIONS
to be put at the fourth
ANNUAL GENERAL MEETING
of
WINE GRAPE GROWERS AUSTRALIA
8 November 2012

- 1. Proposed changes to the WGGGA Constitution**
- 2. Proposed change to the general membership fee**

1. Proposed changes to the WGGA Constitution

Recommended by the WGGA Executive Committee Meeting of 1 August 2012

Purpose	Location and intent	Current	New
Update the document by removing reference to the Interim Period arrangements	Point 3: DEFINITIONS Remove definition of "interim period"	"interim period" means the foundation period of the association, being the period prior to the first Annual General Meeting of the association.	-
	Point 6: INTERIM PERIOD Remove	6: INTERIM PERIOD a) The association will be governed during an interim period (to expire no later than 31st of August 2009) by a committee appointed by the convening bodies of the association in accordance with clause 8.3. b) Upon expiry of the interim period the association shall be governed by a committee elected or appointed in accordance with clause 8. c) The constitution of the association shall be reviewed after the first Annual General Meeting by the elected committee.	-
	7:3:a) Update	a) The annual subscription will be a sum determined in the interim period by the committee, and thereafter by general meeting of the association.	a) The annual subscription will be a sum determined by general meeting of the association.
	8:3 Appointment of Interim Committee Remove	a) For the interim period the eight (8) voting members shall be appointed or elected to the committee by the following convening bodies: i. Riverland South Australia – Riverland Winegrape Growers' Association (RWGA) or similar representative body located in the Riverland region. ii. Other regions of South Australia – Wine Grape Council of South Australia	-

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		<p>(WGCSA) or similar state based representative body.</p> <ul style="list-style-type: none"> iii. Riverina New South Wales – New South Wales Wine Industry Association (NSWWIA) or similar representative body in that State. iv. Murray Valley Victoria & New South Wales – Murray Valley Winegrowers' Inc. (MVWG) or similar representative body located in the Murray Valley region. v. Rest of NSW & Queensland – New South Wales Wine Industry Association (NSWWIA) or similar representative body in that State in consultation with the Queensland Wine Industry Association (QWIA) or similar representative body within that State. vi. Rest of Victoria & Tasmania – Victorian Wine Industry Association (VWIA) or similar representative body in that State in consultation with the Wine Industry Tasmania Inc. (WIT) or similar representative body within that State. vii. Western Australia – Wine Industry Association of Western Australia (WIAWA) or similar representative body in that State. <p>b) For the interim period the executive officers of the following convening bodies may be appointed to the committee ex officio as non-voting members:</p> <ul style="list-style-type: none"> i. Riverland Wine Grape Growers Association Inc ii. Murray Valley Winegrowers Inc 	

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		<p>c) Where a convening body fails to elect or appoint a member of the interim committee the existing members of the committee may appoint a person to represent that zone.</p> <p>d) For the interim period each convening body may appoint an alternate to attend committee meetings in the event of the nominated voting representative being unavailable.</p>	
	8:4:a) Update	a) At the conclusion of the interim period elections by association members may be conducted to determine the voting members of the committee.	a) Elections by association members may be conducted to determine the voting members of the committee.
	10:1 Annual General Meetings b) Update	b) The first annual general meeting shall be held not later than 31st August 2009 and thereafter within five (5) months after the end of its financial year.	b) The annual general meeting shall be held within five (5) months after the end of each financial year.
	13:1 Financial Year Update	The first financial year of the association shall be the (12) month period ending on the next 30 June following the conclusion of the interim period, and thereafter a period of twelve (12) months commencing on 1 July and ending on 30 June of each year.	The financial year of the association shall be a period of twelve (12) months commencing on 1 July and ending on 30 June of each year.
Update the document by removing reference to 'convening bodies' to be 'representative bodies'	Point 3: DEFINITIONS Change definition	"convening bodies" mean the representative bodies described in clause 8.3 a)	"representative bodies" mean the representative bodies set out in the Schedule.
	Include THE SCHEDULE of REPRESENTATIVE BODIES at the end of the Constitution	-	<p>THE SCHEDULE</p> <p>REPRESENTATIVE BODIES</p> <p>a) Wheresoever referred to in this constitution, 'representative bodies' shall mean and include the following bodies or their successors or any association or body constituted in the relevant electoral zone to replace them:</p>

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			<ul style="list-style-type: none"> i. Riverland South Australia – Riverland Winegrape Growers’ Association (RWGA). ii. Other regions of South Australia – Wine Grape Council of South Australia (WGCSA). iii. Riverina New South Wales – New South Wales Wine Industry Association (NSWWIA). iv. Murray Valley Victoria & New South Wales – Murray Valley Winegrowers’ Inc. (MVW). v. Rest of NSW– New South Wales Wine Industry Association (NSWWIA). vi. Greater Victoria – Wine Victoria (VWIA). vii. Western Australia – Wine Industry Association of Western Australia (WIAWA). viii. Queensland - Queensland Wine Industry Association (QWIA). ix. Tasmania - Wine Tasmania Inc. (WIT).
	<p>8:4 Committee Elections parts b), c), d), e), i) Change ‘convening bodies’ to be ‘representative bodies’</p>	<ul style="list-style-type: none"> b) Nominees for election to the committee must be registered financial members of the association, or unregistered financial members of the association whose subscription has been paid by a State or regional association, or an office bearer or employee nominated by a convening body.. c) General members only shall be eligible for election to the committee as voting members, except in the case of the nominee of a convening body. d) Notice shall be given by the association to the convening bodies no later than three (3) months before the completion of committee members’ terms, requesting that the convening bodies call for nominations. e) The convening bodies shall conduct the election of committee members and advise the association public officer of the person/s 	<ul style="list-style-type: none"> b) Nominees for election to the committee must be registered financial members of the association, or unregistered financial members of the association whose subscription has been paid by a representative body, or an office bearer or employee nominated by a representative body. c) General members only shall be eligible for election to the committee as voting members, except in the case of the nominee of a representative body. d) Notice shall be given by the association to the representative bodies no later than three (3) months before the completion of committee members’ terms, requesting that the representative bodies call for nominations. e) The representative bodies shall conduct the election of committee members and advise the association public officer of the person/s

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		<p>elected.</p> <p>i) In the event of there being no nominee for a zone vacancy an association member or an officer or employee of the convening body may be appointed by the convening body for that zone.</p>	<p>elected.</p> <p>i) In the event of there being no nominee for a zone vacancy a member or an officer or employee of the representative body may be appointed by the representative body for that zone.</p>
	<p>8:4 Committee Elections Replacing provisions for dealing with non-appointment of a representative when '8:3 Appointment of Interim Committee' was removed</p>	<p>Removed with 8:3 Appointment of Interim Committee' -</p> <p>c) Where a convening body fails to elect or appoint a member of the interim committee the existing members of the committee may appoint a person to represent that zone.</p> <p>d) For the interim period each convening body may appoint an alternate to attend committee meetings in the event of the nominated voting representative being unavailable.</p>	<p>Added to new 8:4 – Committee Elections</p> <p>e) Where a representative body fails to elect or appoint a member of the committee the existing members of the committee may appoint a person to represent that zone.</p> <p>f) Each representative body may appoint an alternate to attend committee meetings in the event of the nominated voting representative being unavailable.</p>
	<p>8:5 Terms of Appointment e) Change 'convening bodies' to be 'representative bodies'</p>	<p>e) Casual vacancies shall be filled by the committee. The replacement of voting members shall be made by the committee after consultation with the convening body for the zone in which the vacancy falls. Members appointed to fill casual vacancies will serve until the next ballot for that zone.</p>	<p>e) Casual vacancies shall be filled by the committee. The replacement of voting members shall be made by the committee after consultation with the representative body for the zone in which the vacancy falls. Members appointed to fill casual vacancies will serve until the next ballot for that zone.</p>
	<p>8:7:1 Independent Chairman d) ii Change 'convening bodies' to be 'representative bodies'</p>	<p>ii. The chair or committee member of an electoral zone convening body or similar state based representative body,</p>	<p>iii. The chair or committee member of an electoral zone representative body,</p>
	<p>10:2 Special General Meetings d) Change 'convening bodies' to be 'representative bodies'</p>	<p>d) If a special general meeting is not convened within one month, as required by 10:2b above, the requisitioners or at least half of their number, may convene a special general meeting. The committee shall ensure that the requisitioners are supplied free of charge with</p>	<p>d) If a special general meeting is not convened within one month, as required by 9.2 b) above, the requisitioners or at least half of their number, may convene a special general meeting. The committee shall ensure that the requisitioners are supplied free of charge with particulars of the</p>

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		particulars of the registered members and convening bodies entitled to receive the notice of meeting. The reasonable expenses of convening and conducting such a meeting shall be borne by the association.	registered members and representative bodies entitled to receive the notice of meeting. The reasonable expenses of requisitioning and conducting such a meeting shall be borne by the association.
	10:3 Notice of General Meetings b)	b) A notice may be given by the association to any member by sending it by post to the address appearing in the register of members, or by notice to the convening bodies, and in appropriate media.	b) A notice may be given by the association to any member by sending it by post to the address appearing in the register of members, or by notice to the representative bodies, and in appropriate media.
	10:4 Proceedings at General Meetings b) Change 'convening bodies' to be 'representative bodies'	b) If within 30 minutes after the time appointed for the meeting a quorum of members is not present, a meeting convening upon requisition of members shall lapse. In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place and if at such an adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting, the members present shall form a quorum.	b) If within 30 minutes after the time appointed for the meeting a quorum of members is not present, a meeting representative upon requisition of members shall lapse. In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place and if at such an adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting, the members present shall form a quorum.
Provide individual representation for each of Tasmania and Queensland on the Executive Committee	8:2 Committee Membership b)	b) The committee shall comprise of eight (8) voting members drawn from the following electoral zones: i. Riverland, South Australia 1 member ii. Other regions in South Australia 2 members iii. Riverina, New South Wales 1 member iv. Murray Valley (Murray Darling and Swan Hill regions) 1 member v. Rest of NSW & Queensland 1 member vi. Rest of Victoria & Tasmania 1 member vii. Western Australia 1 member	b) The committee shall be comprised of up to ten (10) voting members drawn from the following electoral zones: viii. Riverland, South Australia 1 member ix. Other Regions in South Australia 2 members x. Riverina, New South Wales 1 member xi. Murray Valley (Murray Darling and Swan Hill regions) 1 member xii. Rest of NSW 1 member xiii. Greater Victoria 1 member xiv. Western Australia 1 member xv. Queensland 1 member

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	8:8 Proceedings of Committee f) To accommodate the change in committee number	f) A quorum for a meeting of the committee shall be one half of the voting members of the committee, plus one (5 voting members).	xvi. Tasmania 1 member f) A quorum for a meeting of the committee shall be five (5) voting members attending in person, by telephone or by proxy.
For clarity in reading and meaning	Title to Point 4	4: OBJECTS or PURPOSES OF THE ASSOCIATION	4: OBJECTS AND PURPOSES OF THE ASSOCIATION
	7: MEMBERSHIP 7:1 b) and c)	b) Associate membership shall be open to persons or entities not engaged in the growing of wine grapes. c) Non voting Affiliate membership shall be open to State or regional grape grower or wine industry associations.	b) Non Voting Associate membership shall be open to persons or entities not engaged in the growing of wine grapes. c) Non Voting Affiliate membership shall be open to State or regional grape grower or wine industry associations.
	7:5 Expulsion of a member c) and e)	c) The determination of the committee shall be conveyed to the member, and in the event of an adverse determination the member (subject to 7:5:d below) shall cease to be a member fourteen days after the determination has been communicated by the committee. e) In the event of an appeal (under 7:5d above) the membership of the appellant will not be terminated unless the determination of the committee to expel the member is upheld by the members of the association in general meeting after the appellant is heard by the members of the Association, and in such event membership will be terminated from the date of the general meeting at which the determination of the committee is upheld.	c) The determination of the committee shall be conveyed to the member, and in the event of an adverse determination the member (subject to part d of this clause) shall cease to be a member fourteen days after the determination has been communicated by the committee. e) In the event of an appeal (under part d of this clause) the membership of the appellant will not be terminated unless the determination of the committee to expel the member is upheld by the members of the association in general meeting after the appellant is heard by the members of the Association, and in such event membership will be terminated from the date of the general meeting at which the determination of the committee is upheld.
	8: 2 Committee Membership c) and d)	c) The committee shall also include two (2) non-voting members, being; i. The executive director, and d) ii Where an independent chairman is appointed, such independent chairman. The committee may also include other non-voting	c) The committee shall also include two (2) non-voting members, being; i. The executive director, and ii Where an independent chairman is

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		members with special expertise who may be co-opted by the committee for a period as determined by the committee.	appointed, such independent chairman. d) The committee may also include such other non-voting members with special expertise as may be co-opted by the committee for such period as is determined by the committee.
Make the appointment of a Treasurer optional	8:6 Office Bearers c)	c) The committee shall appoint a treasurer from its number.	c) The committee may appoint a treasurer from its number.
Streamline Committee decision-making	8:8 Proceedings of Committee e)	e) Motions not obtaining a 75% majority shall not be raised at the next meeting of the committee, but may form part of the business of the second meeting following.	-
	10:2 Special General Meetings b)	b) Upon requisition in writing of not less than 50 members of the association, the committee shall within one month of the receipt of the requisition, convene a special general meeting for the purpose specified in the requisition.	b) Upon requisition in writing of not less than 20 members of the association, the committee shall within one month of the receipt of the requisition, convene a special general meeting for the purpose specified in the requisition.
Set a more reasonable time for notifying General Meetings	10:3 Notice of General Meetings a)	a) At least two (2) months notice of any general meeting shall be given to members. The notice shall set out where and when the meeting will be held, and the particulars and order of the business to be transacted at the meeting.	a) At least one (1) month's notice of any general meeting shall be given to members. The notice shall set out where and when the meeting will be held, and the particulars and order of the business to be transacted at the meeting.
Number changes	Such number changes as are required to renumber the new Constitution after accommodating additions and deletions		

2. Proposed change to the general membership fee

In accordance with Constitution Item 7:3 'Subscriptions ' which states "The annual subscription will be a sum determined in the interim period by the committee, and thereafter by general meeting of the association." The following motion has been recommended to the Annual General Meeting by the Executive Committee Meeting of 1 August 2012 –

"That a minimum of \$50 per annum be set for General Membership"