

Penrith Oztag Association

Constitution

August 2015

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Part 1 – Preliminary

1. Name of the Association

The name of the association is Penrith Oztag Association Incorporated.

2. Objects of Association

The Association is the body for the administration of Oztag in the Penrith Local Government Area. The objects for which the Association is established and operated are to:

- (a) promote, encourage, foster, develop, extend, govern and control the sport of Oztag;
- (b) promote, organise and conduct competitions and other events pertaining to the sport as may from time to time be considered expedient;
- (c) select and support any representative team or teams from the local competition for any purposes associated with Oztag;
- (d) act as the disciplinary and adjudicating body in respect to all matters pertaining to Oztag in competitions under its jurisdiction;
- (e) co-operate with organisations operating, administering and controlling the game in other districts, states and countries in the promotion, development and control of the sport of Oztag.
- (f) To ensure it takes all action necessary to obtain and maintain the rights to operate the sport of Oztag, as and when required.

3. Definitions

(1) In this constitution:

- **Commissioner** means the Commissioner of the Office of Fair Trading
- **ordinary member** means a member of the committee who is not an office-bearer of the association, as referred to in clause 17(2)
- **special general meeting** means a general meeting of the association other than an annual general meeting
- **the Act** means the *Associations Incorporation Act 1984*
- **the Regulation** means the Associations Incorporation Regulation 1999.
- **Association** means **Penrith Oztag Association Incorporated.**
- **Competition Manager** means the person appointed, by the Licensee, to manage the day to day affairs of the Association.
- A **season** means one complete competition period as defined by the committee from time to time.
- **Financial Year** means the year ending 31st March in any year.
- **Financial Member** means an **ordinary member who has no outstanding accounts owing to the Association.**
- **Licensee** means the person, or company, who has been granted a licence from Emperor Sports Pty Ltd (ACN 056 433 624) to use the Intellectual Property and Trade Mark of Emperor Sports Pty Ltd to organise and conduct Oztag competitions in the Penrith Local Government Area.
- **Life Member** means an individual upon whom life membership of the Association has been conferred under clause 45.

(2) In this constitution:

- (a) a reference to a function includes a reference to a power, authority and duty, and
- (b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(3) The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

Part 2 – Membership

4. Membership qualifications

A person is qualified to be a member of the association if, but only if:

- (a) the person is a person referred to in section 15(1) (a), (b) or (c) of the Act and has not ceased to be a member of the association at any time after incorporation of the association under the Act, or
- (b) the person is a natural person:
 - (i) who has been nominated for membership of the association as provided by clause 4, and
 - (ii) who has been approved for membership of the association by the committee of the association.

5. Nomination for membership

- (1) A nomination of a person for membership of the association:
 - (a) must be made by a member of the association in writing in the form prescribed by the committee from time to time, or entered on a team registration sheet as a player or team organiser, and
 - (b) must be lodged with the Competition Manager of the association.
- (2) As soon as practicable after receiving a nomination for membership, the Competition Manager must refer the nomination to the committee which is to determine whether to reject the nomination. Any nominations not specifically rejected within 28 days of being received are considered to be accepted.
- (3) As soon as practicable after the committee makes that determination, the Competition Manager must:
 - (a) notify the nominee, in writing, that the committee rejected the nomination and shall not be required or compelled to provide any reason for such rejection, and
 - (b) if the committee approved the nomination, a fee of \$1.00 will be payable (within 14 days of the nominee being notified of the amount being due). Should the nominee be a player the fee will be deducted from the nominee's registration fee and will be taken as the nominee's membership fee.
- (4) The Competition Manager must, on payment by the nominee of the amounts referred to in clause 5(3)(b) within the period referred to in that provision, enter the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the association.
- (5) The payment of registration fee's, along with entering a nominee's name on a registration form, does not constitute automatic membership of the association. If a nominee's membership is rejected as per clause 5(2), the nominee's membership fee's lodged as part of the teams registration process will be refunded to the applicant whose application for membership has been declined.
- (6) Any person who registers, and is accepted, as a referee of the association will automatically become a member of the association.

6. Effect of Membership

Members acknowledge and agree that:

- (a) this Constitution constitutes a contract between each of them and the Association and that they are bound by this Constitution and the By-Laws;
- (b) they shall comply with and observe this Constitution and the By-Laws and any determination, resolution or policy which may be made or passed by the committee or any duly authorised committee;
- (c) by submitting to this Constitution and the By-Laws they are subject to the jurisdiction of the Association;
- (d) this Constitution is made in pursuit of a common object, namely the mutual and collective benefit of the Association, the Members and the sport of Oztag;
- (e) this Constitution and By-Laws are necessary and reasonable for promoting the objects of the Association and particularly the advancement and protection of the sport of Oztag; and
- (f) they are entitled to all benefits, advantages, privileges and services of Association membership.

7. Cessation of membership

- (1) A person ceases to be a member of the association if the person:
 - (a) dies, or
 - (b) resigns membership, or
 - (c) is expelled from the association.
 - (d) fails to pay any outstanding money due to the association within one week of a letter of demand being served upon them.
- (2) Any person elected as an Office Holder or appointed to the General Committee remain members of the association until their term on the committee ceases.
- (3) Notwithstanding clause 7(2) a person ceases to be a member of the association at the conclusion of each competition. It is generally accepted that the conclusion of the season will be the day following the completion of the last Grand Final in any particular competition.

8. Membership entitlements not transferable

A right, privilege or obligation which a person has by reason of being a member of the association:

- (a) is not capable of being transferred or transmitted to another person, and
- (b) terminates on cessation of the person's membership.

9. Resignation of membership

- (1) A member of the association is not entitled to resign that membership except in accordance with this clause.
- (2) A member of the association who has paid all amounts payable by the member to the association in respect of the member's membership may resign from membership of the association by first giving to the Competition Manager written notice of at least 1 month (or such other period as the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- (3) If a member of the association ceases to be a member under clause 9(2), and in every other case where a member ceases to hold membership, the Competition Manager must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

10. Register of members

- (1) The public officer of the association must establish and maintain a register of members of the association specifying the name and address of each person who is a member of the association together with the date on which the person became a member.
- (2) Having regard to confidentiality considerations, an extract of the register, excluding the address of any member, shall be available for inspection (but not copying) by members, upon reasonable request.

11. Fees and subscriptions

- (1) The membership fee's (if any) and any levies payable by members to the association, the basis of, the time for and manner of payment shall be as determined by the committee from time to time.
- (2) Any member which, or who, has not paid all monies due and payable by that member to the association shall (subject to the committee's discretion) have all rights under this Constitution immediately suspended from the expiry of the time prescribed for payment of those monies. Such rights will be suspended until such time as the monies are fully paid or otherwise in the committee's discretion. In the meantime, the member shall have no automatic right to resign from the association, and shall be dealt with in the committee's discretion, which includes the right to expel, suspend, disqualify, fine, discipline or retain that member as a member, or impose such other conditions or requirements as the committee considers appropriate.

12. Members' liabilities

- (1) The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by clause 11.

13. Resolution of internal disputes

- (1) Disputes between members (in their capacity as members) of the association, and disputes between members and the association, are to be referred to a community justice centre for mediation in accordance with the *Community Justice Centres Act 1983*.
- (2) At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.

14. Disciplining of members

- (1) A complaint may be made to the committee by any person that a member of the association:
 - (a) has refused or neglected to comply with a provision or provisions of this constitution, or
 - (b) has acted in a manner prejudicial to the interests of the association.
- (2) On receiving such a complaint, the committee:
 - (a) must cause notice of the complaint to be served on the member concerned, and
 - (b) must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
 - (c) must take into consideration any submissions made by the member in connection with the complaint.
- (3) The committee may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the Complaint have been proved.
- (4) If the committee expels or suspends a member, the Competition Manager must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under clause 15.
- (5) The expulsion or suspension does not take effect:
 - (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - (b) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under clause 15(5), whichever is the latter.

15. Right of appeal of disciplined member

- (1) A member may appeal to the association in a general meeting against a resolution of the committee under clause 14, within 7 days after notice of the resolution is served on the member, by lodging with the Competition Manager a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a member under clause 15(1), the Competition Manager must notify the committee which is to convene a general meeting of the association to be held within 28 days after the date on which the Competition Manager received the notice.
- (4) At a general meeting of the association convened under clause 15(3):
 - (a) no business other than the question of the appeal is to be transacted, and
 - (b) the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) If at the general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

Part 3 – The committee

16. Powers of the committee

The committee is to be called the Board of Management of the association and, subject to the Act, the Regulation and this constitution and to any resolution passed by the association in general meeting:

- (a) is to control and manage the affairs of the association, and
- (b) may exercise all such functions as may be exercised by the association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the association, and
- (c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

17. Constitution and membership

- (1) Subject in the case of the first members of the committee to section 21 of the Act, the committee is to consist of:
 - (a) the office-bearers of the association, and
 - (b) the Licensee in a voting position, and
 - (c) a person appointed by the Licensee in a voting position, and
 - (d) the Competition Manager, in a voting position, and
 - (e) a maximum of three ordinary members of the association, whom the office bearers may appoint after each annual general meeting.
- (2) The office-bearers of the association are to be:
 - (a) the President
 - (b) the Vice-President, and
 - (c) the Treasurer
- (3) Each office bearer is, subject to this constitution, to hold office until the conclusion of the annual general meeting three years following the date of the member's election, but is eligible for re-election.
- (4) In the instance of the first office bearers of the association the positions are to be held for the following periods:
 - (1) President – Held until the third Annual General Meeting
 - (2) Vice President – Held until the first Annual General Meeting
 - (3) Treasurer – Held until the second General Meeting

This is to ensure that all three positions are not open for election at the same time. At the first (1st) Annual General Meeting the position of Vice President is open for election. At the second (2nd) Annual General Meeting the position of Treasurer will be open for election. At the third (3rd) Annual General Meeting the position of President will be open for election. Positions are held for a three year term before being open for election.

- (5) Each ordinary member is appointed to the Board of Management until the following annual general meeting.
- (6) The Licensee's appointee is appointed to the Board of Management until the Licensee nominates a different appointee. The Licensee must give 30 days notice of such change.
- (7) In the event of a casual vacancy occurring in the membership of the committee, the Office Bearers may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.

18. Election of members

- (1) Nominations of candidates (who must be a financial member of the association) for election as office-bearers of the association:
 - (a) must be made in writing, signed by two financial members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - (b) must be delivered to the Competition Manager of the association at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies. No nominations will be taken from the floor.

- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) The ballot for the election of office-bearers is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.
- (7) An office-bearer may only hold one position at any one time.

19. Conflict of Interest

- (1) An voting member of the committee shall declare their interest in any:
 - (a) contractual matter;
 - (b) selection matter;
 - (c) disciplinary matter; or
 - (d) other financial matter;in which a conflict of interest arises or may arise, upon which the committee shall decide, through a vote, as to the continued involvement of the committee member in the matter, including (but not limited to) their right to vote on issues concerning said matter.
- (2) The nature of the interest of such committee member must be declared by the committee member at the meeting of the committee at which the matter is first taken into consideration if the interest then exists or in any other case at the first meeting of the committee after the acquisition of the interest. If a committee member becomes interested in a matter after it is made or entered into the declaration of the interest must be made at the first meeting of the committee held after the committee member becomes so interested.
- (3) A general notice that a committee member is a member of any specified firm or company and is to be regarded as interested in all transactions with that firm or company is sufficient declaration under clause 19 as regards such committee member and the said transactions. After such general notice it is not necessary for such committee member to give a special notice relating to any particular transaction with that firm or company.
- (4) It is the duty of the Competition Manager to record in the minutes any declaration made or any general notice given by a committee member in accordance with clause 19. It is also the duty of the Competition Manager to record any decisions taken by the committee in regards to clause 19(1).

20. Competition Manager

- (1) The Competition Manager shall be appointed by the Licensee for such term and on such conditions as they see fit. The Competition Manager shall be entitled to notice of, attend and participate in and debate at, all meetings of the committee.
- (2) The Competition Manager shall act as and carry out the duties of secretary of the Association (unless prohibited by law) and shall administer and manage the Association in accordance with this Constitution.
- (3) The Competition Manager shall:
 - (a) as far as practicable attend all committee meetings and General Meetings;
 - (b) prepare the agenda for all committee meetings and all General Meetings;
 - (c) record and prepare minutes of the proceedings of all meetings of the committee and the Association;
 - (d) regularly report on the activities of, and issues relating to, the Association; and
 - (e) Carry out any duties specifically defined in this constitution.
- (4) Subject to the Act, this Constitution, the By-Laws and any directive of the committee, the Competition Manager has power to perform all such things as appear necessary or desirable for the proper management and administration of the Association.
- (5) The Competition Manager, in consultation with the Office Bearers, may employ such office personnel as are deemed necessary from time to time and such appointments shall be for such period and on such conditions as the Competition Manager and the Office Bearers determine.
- (6) The Competition Manager of the association must, as soon as practicable after being appointed as Competition Manager, lodge notice with the association of his or her address.
- (7) It is the duty of the Competition Manager to keep minutes of:
 - (a) all appointments of office-bearers and members of the committee
 - (b) the names of members of the committee present at a committee meeting or a general meeting, and
 - (c) all proceedings at committee meetings and general meetings.

- (8) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

21. Treasurer

It is the duty of the treasurer of the association to ensure:

- (a) that all money due to the association is collected and received and that all payments authorised by the association are made, and
- (b) that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.

22. Casual vacancies

For the purposes of this constitution, a casual vacancy in the office of a member of the committee occurs if the member:

- (a) dies, or
- (b) ceases to be a member of the association, or
- (c) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
- (d) resigns office by notice in writing given to the Competition Manager, or
- (e) is removed from office under clause 23, or
- (f) becomes a mentally incapacitated person, or
- (g) is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.
- (h) fails to pay any outstanding money due to the association within one week of a letter of demand being served upon them.

23. Removal of member

- (1) The association in a general meeting may by resolution remove any member of the committee from the office before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the committee to whom a proposed resolution referred to in clause 23(1) relates makes representations in writing to the Competition Manager or president (not exceeding a reasonable length) and requests that the representation be notified to the members of the association, the Competition Manager or the president may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

24. Meetings and quorum

- (1) The committee must meet at least three times in each period of 12 months at such place and time as the committee may determine.
- (2) Additional meetings of the committee may be convened by any office bearer of the association.
- (3) Oral or written notice of a meeting of the committee must be given by the Competition Manager to each member of the committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under clause 24(3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any three voting members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (6) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the committee:

- (a) the president or, in the president's absence, the vice-president or, in the absence of both the president and vice-president, the Licensee is to preside, or
- (b) if the president or the vice-president or the Licensee are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

25. Delegation by committee to sub-committee

- (1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the association as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:
 - (a) this power of delegation, and
 - (b) a function which is a duty imposed on the committee by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under clause 25(1) may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Despite any delegation under clause 25(1), the committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under clause 25(1) has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under clause 25(1).
- (7) A sub-committee may meet and adjourn, as it thinks proper.
- (8) All decisions made by any sub-committee must be ratified by the Board of Management.

26. Voting and decisions

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of those members entitled to vote of the committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote, but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to clause 24(5), the committee may act despite any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

Part 4 – General meeting

27. Annual general meetings – holding of

- (1) With the exception of the first annual general meeting of the association, the association must, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the association, convene an annual general meeting of its members.
- (2) The association must hold its first annual general meeting:
 - (a) within the period of 18 months after its incorporation under the Act, and
 - (b) within the period of 6 months after the expiration of the first financial year of the association.
- (3) Clauses 27(1) and 27(2) have effect subject to any extension or permission granted by the Commissioner under section 26(3) of the Act.

28. Annual general meetings – calling of and business at

- (1) The annual general meeting of the association is, subject to the Act and to clause 27, to be convened on such date and at such place and time as the committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - (b) to receive from the committee reports on the activities of the association during the last preceding financial year,
 - (c) to elect office-bearers of the association and ordinary members of the committee as required under this constitution ,
 - (d) to receive and consider the statement which is required to be submitted to members under section 26(6) of the Act.
- (3) An annual general meeting must be specified as such in the notice convening it.

29. Special general meetings – calling of

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the association.
- (2) The committee must, on the requisition in writing of at least 10 percent of the total number of members, convene a special general meeting of the association.
- (3) A requisition of members for a special general meeting:
 - (a) must state the purpose or purposes of the meeting, and
 - (b) must be signed by the members making the requisition, and
 - (c) must be lodged with the Competition Manager, and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the Competition Manager, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by a member or members as referred to in clause 29(4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who consequently incurs expenses is entitled to be reimbursed by the association for any expense so incurred.

30. Notice

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the Competition Manager must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the Competition Manager must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under clause 30(1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 28(2).

- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the Competition Manager who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

31.Procedure

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Five members present in person (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - (a) if convened on the requisition of members, is to be dissolved, and
 - (b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least three) is to constitute a quorum.

32.Presiding member

- (1) The president or, in the president's absence, the vice-president or, in the absence of both the president and vice-president, the Licensee, is to preside as chairperson at each general meeting of the association.
- (2) If the president, the vice-president or the Licensee are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

33.Adjournment

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the Competition Manager must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in clauses 33(1) and 33(2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

34.Making of decisions

- (1) A question arising at a general meeting of the association is to be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of the association, a poll may be demanded by the chairperson or by at least three members present in person at the meeting.
- (3) If a poll is demanded at a general meeting, the poll must be taken:
 - (a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment, or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

35.Special resolution

A resolution of the association is a special resolution:

- (a) if it is passed by a majority which comprises at least three-quarters of such members of the association as, being entitled under this constitution so to do, vote in person at a general meeting of which at least 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with this constitution, or
- (b) where it is made to appear to the Commissioner that it is not practicable for the resolution to be passed in the manner specified in clause 35(a), if the resolution is passed in a manner specified by the Commissioner.

36.Voting

- (1) On any question arising at a general meeting of the association a member has one vote only.
- (2) All votes must be given personally.
- (3) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) Notwithstanding any other clause, no Member shall be represented at, or take part in, a General Meeting, unless all monies (set in accordance with clause 10) then due and payable to the Association are paid.
- (5) A member is not entitled to vote at any general meeting of the association if the member is under 18 years of age at the time of the meeting.

37.Appointment of proxies

Proxy voting is not permitted at any meeting of the association.

Part 5 – Miscellaneous

38. Insurance

The association may effect and maintain insurance.

39. Funds – source

- (1) The funds of the association are to be derived from entrance fees and subscriptions of members, donations and, subject to any resolution passed by the association in general meeting, such other sources as the committee determines.
- (2) All money received by the association must be deposited as soon as practicable to the credit of the association's bank account.
- (3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

40. Funds – management

- (1) Subject to any resolution passed by the association in general meeting, the funds of the association are to be used in pursuance of the objects of the association in such manner as the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two members of the committee or employees of the association, being members or employees authorised to do so by the committee.

41. Alteration of Constitution

This constitution may be altered, rescinded or added to only by a special resolution of the association.

42. Common seal

- (1) The common seal of the association must be kept in the custody of the public officer.
- (2) The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of two members of the committee or of one member of the committee and of the public officer or Competition Manager.

43. Custody of books

Except as otherwise provided by this constitution, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the association.

44. Inspection of books

Subject to privacy and commercial considerations, the committee may in its discretion make the records, books and other documents of the Association available for inspection (but not copying) by a member at any reasonable hour. The committee may impose reasonable charges in relation to such inspection.

41. Service of notices

- (1) For the purpose of this constitution, a notice may be served on or given to a person:
 - (a) by delivering it to the person personally, or
 - (b) by sending it by pre-paid post to the address of the person, or
 - (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.
 - (d) by publishing said notice in any print media including local newspapers and/or the official website of the association.
- (2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
 - (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
 - (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent, or if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

- (d) in the case of a notice published in a local newspaper and/or the associations official website, on the date on which it is published by the newspaper proprietor, or website provider/manager.

45.Life Membership

- (1) The committee may nominate a person who has rendered distinguished or special service to the Association or sport for life membership. The nomination must be on the prescribed form (if any) and must be submitted to the Competition Manager at least 10 days before the date set down for the Annual General Meeting.
- (2) The nomination for Life Member shall be considered at the Annual General Meeting. A resolution of the Annual General Meeting to confer life membership must be passed by Special Resolution. The vote on such resolution will be taken by secret ballot.
- (3) Conditions, obligations and privileges of life membership shall be as if the life member were a fully financial member of the association.

46.Indemnity

- (1) Every Office Bearer, committee member, employee or agent of the Association shall be indemnified to the extent provided under the directors and officers insurance policy of the Association (if any) against any liability incurred by him/her in his/her capacity as Office Bearer, committee member, employee or agent in defending any proceedings, whether civil or criminal, in which judgements is given in his/her favour or in which he/she is acquitted or in connection with any application in relation to any such proceedings in which relief is, under the Act, granted to him/her by the court.
- (2) The Association shall indemnify its Office Bearers and employees to the extent provided under the directors and officers insurance policy of the Association (if any) against all damages and costs (including legal costs) for which any such Office Bearer or employee may be or become liable to any third party in consequence of any act or omission, except wilful misconduct:
 - (a) in the case of an Office Bearer performed or made whilst acting on behalf of and with the authority, express or implied of the Association; and
 - (b) in the case of an employee, performed or made in the course of, and within the scope of his/her employment by the Association