

LEEWIN-NATURALISTE JUNIOR SOCCER ASSOCIATION (INC.) CONSTITUTION

PART 1 — PRELIMINARY

1. Name Etc

- (1) The name of the Association is the Leeuwin-Naturaliste Junior Soccer Association (Inc.) ("The Association")
- (2) The official colours of the Association are red and black.

2. Definitions

- (1) In this Constitution:
 - (a) "Act" means the Associations Incorporation Act 2015 (as amended) and any regulations in force under that Act;
 - (b) "Annual General Meeting" (AGM) means the Annual General Meeting of the Association convened pursuant to rule 37;
 - (c) "Associate Club" means a club or body which is a member of the Association by virtue of rule 8 (4)-(5);
 - (d) "Association Competition" means the intra Association competition organised between Member Clubs and/or Associate Clubs;
 - (e) "By-Laws" mean the by-laws of the Association;
 - (f) "Rule" means a rule of this Constitution;
 - (g) Club Delegate means a representative of a Member Club or Associate Club, appointed to the Committee under rule 22.
 - (h) "Commissioner" has the same meaning as defined in the Associations Incorporation Act 2015 (as amended);
 - (i) "Committee" means the committee of the Association pursuant to rule 19;
 - (j) "Club Member" means a member of a Member Club or Associate Club, within the terms of the Member Club's or Associate Club's rules.
 - (k) "Executive Committee" means the Executive Committee of the association pursuant to rule 23.
 - (l) "FIFA" means the Federation de International Football Association;
 - (m) "FFA" means the Football Federation Australia;

- (n) "FW" means Football West, which is the peak body for football (soccer) in Western Australia;
- (o) "Life Member" means a person who has been appointed as such pursuant to rule 8 (6)-(8);
- (p) "Member" means a Member Club, Associate Club or a Life Member, pursuant to rule 8;
- (q) "Member Club" means a club or body which is a member of the Association by rule 8 (6)-(8);
- (r) "Special General Meeting" (SGM) means a Committee meeting convened pursuant to rule 38; and
- (s) "Sub-rule" means a sub-rule of this Constitution.

3. Objects

- (1) The objects for which the Association is established are to:
 - (a) Promote and encourage the playing of soccer by children in accordance with the laws and rules of the game as laid down from time to time by FIFA, FFA and FW.
 - (b) Foster and promote principles of teamwork, community spirit, good sportsmanship and fair play amongst Member Clubs and Associate Clubs and their respective members.
 - (c) Provide facilities and resources for the purpose of meeting the objectives of the Association.
 - (d) Organise and promote intra-club, inter-club, interstate and international soccer matches for the enjoyment and benefit of the members of Member Clubs and Associate Clubs.
 - (e) Properly and honestly manage and control the income, expenses, assets and liabilities of the Association for the benefit of the Members and to meet these objectives, and for the purpose of meeting its objectives, the Association may buy and sell assets, borrow money (with or without security), incur debts and liabilities, raise money, enter into contracts including contracts of employment and leases, grant honorariums, charge fees and do any other lawful act which the Committee or the Association considers to be of benefit to the Association and its members or in the best interests of junior soccer.
 - (f) Become a member or affiliate of, and liaise with, other organisations such as, Football Federation Australia and Football West.

4. Financial Year

- (1) The financial year of the Association is the period from 1st November to 31st October.

PART 2 — ASSOCIATION TO BE NOT FOR PROFIT BODY

5. Not for profit Body

- (1) The property and income of the Association must be applied solely towards the promotion of the objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any member of the association, except in good faith in the promotion of these objects.
- (2) A payment may be made to a member out of the funds of the Association only if it is authorised under sub-rule (3).
- (3) A payment to a member out of the funds of the Association is authorised if it is —
 - (a) the payment in good faith to the member as reasonable remuneration for any services provided to the Association, or for goods supplied to the Association, in the ordinary course of business; or
 - (b) the payment of interest, on money borrowed by the Association from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or
 - (c) the payment of reasonable rent to the member for premises leased by the member to the Association; or
 - (d) the reimbursement of reasonable expenses properly incurred by the member on behalf of the Association; and
 - (e) approved by the Committee at a meeting of the Committee and minuted in the records of that meeting.

PART 3 - MEMBERS

Division 1 - Membership

6. Eligibility for Membership

- (1) Any junior soccer club who supports the objects or purposes of the Association is eligible to apply to become a member.
- (2) New clubs applying for admittance must have a minimum of two junior teams.

7. Applying for Membership

- (1) Any club, association or body applying to affiliate with the LNJSA, shall provide the following information to the Secretary of LNJSA prior to the application being dealt with:
 - (a) Name of Club.
 - (b) Name of the Club's President, Secretary and Treasurer plus their email addresses and phone numbers.
 - (c) Club colours.
 - (d) Name and location of home ground.
- (2) Clubs shall not feature in their name, logo, emblem, flag, letterhead or other representation of the Club, the name, flag, emblem, or symbol of a foreign country, state or place or have a name with political implications.
- (3) No club will be accepted if it includes the word 'Glory' in it.
- (4) New clubs admitted will be based on twelve (12) months' probation.
- (5) Each Club, Association or Body on affiliation shall be furnished with a copy of the LNJSA Constitution and By-Laws. Such shall be enough proof that the Clubs, Associations and Bodies are aware of all incurred responsibilities as outlined in the Constitution and By-Laws.

8. Classes of Members

- (1) The membership of the Association shall consist of Member Clubs, Associate Clubs and Life Members.

Member Clubs

- (2) A junior soccer club may be admitted as a Member Club on a two thirds majority vote of the Committee, however, such a club shall not be admitted as a Member Club unless and until:
 - (a) Any Registered Player fees and other charges levied by the Association have been paid;
 - (b) The junior soccer club has entered and maintains, at all relevant times, a minimum of 5 teams in the Association Competition; and

- (c) Any other pre-conditions set by the Committee have been fully satisfied.
- (3) A Member Club which does not enter or maintain a minimum of 5 teams in the Association Competition shall automatically become (or remain) an Associate Club pursuant to sub-rules (4)-(5).

Associate Clubs

- (4) A junior soccer club may be admitted as an Associate Club on a two thirds majority vote of the Committee, however, such a club shall not be admitted as an Associate Club unless and until:
 - (a) Any Registered Player fees and other charges levied by the Association have been paid;
 - (b) The junior soccer club has entered and maintains at all relevant times a minimum of two teams in the Association Competition; and
 - (c) Any other pre-conditions set by the Committee have been fully satisfied.
- (5) When an associate club has entered and maintains a minimum of five teams in the association competition, they shall cease being an Associate Club and become a Member Club.

Life Members

- (6) Any person who in the opinion of the Committee has rendered outstanding service to the Association or to junior soccer may be elected a Life Member at an Annual General Meeting on an affirmative vote of not less than 75% of those present and entitled to vote.
- (7) Life Members will be presented with a Life Membership Badge that entitles them to free entry to any Association fixtures and Association General Meetings but with no voting rights.
- (8) Any Member or Club Member may nominate a person for Life Membership. Nominations must be received by the Secretary at least 14 days before an Annual General Meeting.

9. Resignation

- (1) A member club, associate club or life member may resign from membership of the Association by giving written notice of the resignation to the secretary.
- (2) The resignation takes effect —
 - (a) when the secretary receives the notice; or
 - (b) if a later time is stated in the notice, at that later time.
- (3) A club that has resigned from membership of the Association remains liable for any fees that are owed to the Association (the owed amount) at the time of resignation.
- (4) The owed amount may be recovered by the Association in a court of competent jurisdiction as a debt due to the Association.

Division 2 - Membership fees

10. Registered Player fees

- (1) The Association must procure that each member club or associate club agrees to pay a Registered Player fee as determined from time to time by the Committee;
- (2) The Registered Player fees for Member Clubs and Associate Clubs shall be set at the first meeting of the Committee after an Annual General Meeting.
- (3) Each member club or associate club must pay to the Treasurer, relevant Registered Player fees, annually on or before 1 June or such other date as determined from time to time by the Committee.
- (4) A member club or associate club whose Registered Player fees are not paid within 3 months after the relevant date fixed by or under sub-rule (3), ceases on the expiry of that period to be a member, unless the Committee decides otherwise.
- (5) Only a member club or associate club who pays Registered Player fees in accordance with this rule, shall hold delegate voting rights at Committee Meeting and General meetings.

Division 3 – Register of members

11. Register of Members

- (1) The Secretary is responsible for maintaining the register of members and record in that register any change in the membership of the Association.
- (2) The register of members should contain the information provided by members under rule 7(1), as well as the class of membership.
- (3) Any member may contact the Secretary to inspect or obtain a copy of the register, free of charge.

PART 4 – DISCIPLINARY ACTION, DISPUTES AND MEDIATION

Division 1 – Term used

12. Term used: member

(1) In this Part —

member, in relation to a member who is expelled from the Association, includes former member.

Division 2 – Disciplinary action

13. Expulsion of a Member

(1) In the event of any Member:

- (a) Being more than 3 months in arrears of Registered Player fees;
- (b) Committing a breach of this Constitution, the By Laws or any lawful resolution of the Association and continuing to be in breach after reasonable notice to rectify such breach has been given to it by the Association; or
- (c) Engaging in conduct which in the opinion of the Committee is prejudicial to the objectives or best interests of the Association,

then the Committee may convene a special meeting (in accordance with rule 38) and give that Member, a reasonable opportunity to attend that special meeting and show cause why it should not be expelled from the Association.

- (2) At a special meeting convened pursuant to rule 38, a Member may be represented by 2 delegates.
- (3) If the Member is not represented at the special meeting, the meeting may be conducted in the absence of the Member.
- (4) By a resolution of a two thirds majority of the persons attending and entitled to vote at the special meeting, the Member may be fined, cautioned, suspended for a fixed or indefinite period or expelled, on such terms as the Committee resolves.
- (5) In the event of a Member being expelled or suspended, all Registered Player fees paid by the Member may, at the absolute discretion of the Committee, be forfeited.

14. Player Match Misconduct

- (1) Player misconduct arising from matches and/or infringement of the rules of game will be dealt with by the 'LNJSA Disciplinary and Conduct Committee' in accordance with the Disciplinary Table which forms Appendix 1 to the By-laws.

Division 3 – Resolving Disputes

15. Complaints and Disputes

- (1) Any Club or Body, member of a Club or Body affiliated with the LNJSA shall not be permitted to bring before a Court of Justice disputes with the LNJSA or Club or Body or members of Clubs or Bodies and they must agree to submit any such dispute to an 'LNJSA Disciplinary and Conduct Committee' hearing whose decision shall be final. The parties concerned may be represented by a member of their Club or Association, but outside legal representation shall not be accepted. All parties concerned must adhere strictly to the decision of this meeting and the Committee shall be empowered to take necessary steps to ensure that the decisions are observed. Any party or parties violating any such clauses of this rule may be expelled from the LNJSA.

16. Parties to attempt to resolve dispute

- (1) If a dispute or complaint is between member clubs, or between club members from different member clubs i.e. players, spectators' coaches or officials, the parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.
- (2) Only when complaints or disputes are unable to be resolved between the parties involved, or through club mediation, should the dispute be brought to the attention of the Association, in accordance with rule 17.

17. Formal Complaint Dispute Process

- (1) Any complaint or dispute regarding misconduct by a club, member or player, other than that covered by rule 14, shall be made in writing on club letterhead and signed by either the club Secretary or President.
- (2) The complaint must be forwarded to the LNJSA through the Secretary within seventy-two (72) hours of the alleged offence.
- (3) If the complaint is of a serious nature, the President will refer the matter to be heard by the 'LNJSA Disciplinary and Conduct Committee'. Complaints which are considered non-serious in nature are to be tabled at the next meeting of the Committee.
- (4) Any club, member or player against which or whom a complaint of a serious nature has been made shall be notified by the LNJSA Secretary of the nature of the complaint and the date and the place where such complaint will be heard. The said notification shall be advised at least seven days before the date of the hearing, to the club, member or player against which or whom the complaint was made.
- (5) The 'LNJSA Disciplinary and Conduct Committee' may call upon any person or persons to attend any meeting held to enquire into a complaint and answer questions put to them by them or any person interested. Should any person decline to attend or refuse to answer any question, of which the 'LNJSA Disciplinary Committee' approves, the 'LNJSA Disciplinary and Conduct Committee' may apply sanction to that person as it deems fit.
- (6) Any member of the club from which a member or player, against which or whom a complaint has been made, may assist that person at the hearing.

- (7) The 'LNJSA Disciplinary and Conduct Committee' shall have the power to fine, impose a good behaviour bond, disqualify, suspend or impose any other penalty that they deem appropriate on any player, spectator, club member, official or referee. Their deliberations must be first communicated to the defendants.
- (8) Any club, member or player against which or whom the complaint was made, not appearing when summonsed to the hearing, are automatically suspended until they do appear before the 'LNJSA Disciplinary and Conduct Committee'.
- (9) Any club, member or player against which or whom the complaint was made suspended by the 'LNJSA Disciplinary and Conduct Committee' must serve that suspension immediately. The lodgement of an appeal will not negate that suspension during the time the appeal is pending.

Division 4 – Appeals

18. Appeals

- (1) An appeal shall be in writing and addressed to the Secretary and must be received within seven (7) days of the 'LNJSA Disciplinary and Conduct Committee' hearing. The appeal must state the grounds on which it is based.
- (2) The Appeals Board shall consist of the LNJSA Committee members not sitting on the 'LNJSA Disciplinary and Conduct Committee'.
- (3) The Appeals Board shall have the jurisdiction to hear appeals by any club, member or player affected by a decision of the 'LNJSA Disciplinary and Conduct Committee'.
- (4) The Appeals Board shall have the power to fine, impose a good behaviour bond, disqualify, suspend or impose any other penalty that they deem appropriate on any player, spectator club member, official or referee. Their deliberations must be first communicated to the defendants.
- (5) The decision of the Appeals Board shall be both final and binding on all parties concerned.
- (6) The Appeals Board shall have the power to call upon any person or persons (including referees) to attend an appeal and to answer questions put to them.
- (7) Any person required to attend an appeal hearing shall be notified by the LNJSA Secretary, of the nature of the appeal and the date and the place where the appeal will be heard, which said notification shall be posted seven days at least before the date.
- (8) The Secretary shall communicate the decision of the Appeals Board in writing to the appellant and to any player, spectator club member, official or referee affected by the decision.
- (9) Where an Appeal involves a member of a club, any other member of that club may assist them at the appeal.
- (10) An appeal must be heard within fourteen days of lodgement or at the next available LNJSA Committee meeting.

PART 5 - COMMITTEE

Division 1 - Powers of the Committee

19. Committee

- (1) The committee members are the persons who, as the management committee of the Association, are responsible for the strategic planning and decision-making for the association, according to the Act, these rules and by-laws.
- (2) Subject to the Act, these rules, the by-laws and any resolution passed at a general meeting, the committee has power to do all things necessary or convenient to be done for the proper management of the affairs of the Association.
- (3) The committee must take all reasonable steps to ensure that the Association complies with the Act, these rules and the by-laws.
- (4) The Committee has the power and responsibility to:
 - (a) Adjudicate on all matters brought before it that in any way affect or concern the Association or the game of soccer, except matters to be decided upon by the Members at the Annual General Meeting;
 - (b) Impose a financial penalty or Impose other penalties on a Member for breaching this Constitution or any by-law;
 - (c) Decide all administrative and management matters of, or concerning, the Association;
 - (d) Fill a casual vacancy on the Committee arising, for example, from the resignation, disqualification or ill-health of an office bearer; and
 - (e) Add, remove or amend by-laws for the proper administration and good governance and control of the business and objectives of the Association in accordance with rule 43.

Division 2 – Composition of Committee and duties of members

20. Committee Members

- (1) The Committee shall consist of:
 - (a) The office bearers;
 - (b) Two delegates from each Member Club; and
 - (c) Two delegates from each Associate Club.

21. Office Bearers

- (1) The office bearers shall be:
 - (a) A President;

- (b) A Vice-President;
- (c) A Secretary;
- (d) A Treasurer;
- (e) A Registrar;
- (f) A Recorder;
- (g) A Promotions Officer; and
- (h) A Fixtures Coordinator.

President

- (2) The President shall chair all meetings of the Association.
- (3) Attend parent association board meetings as the Association's representative as required.
- (4) Along with the Association's Vice-President, Secretary and Treasurer, form the Association's Executive committee.
- (5) Serve as a spokesperson for the Association when required.

Vice President

- (6) The Vice President shall assist the President in every manner possible and in the absence of the President from any meeting the Vice President shall chair that meeting and shall be Acting President for that meeting.
- (7) In the absence of both the President and the Vice President from any meeting, that meeting shall be chaired by a person nominated by a majority vote of the persons present and entitled to vote at that meeting.

Secretary

- (8) The Secretary shall:
 - (a) Conduct the correspondence and general business of the Association in accordance with the directions and decisions of the Committee;
 - (b) Convene meetings of the Association and give reasonable advance notice of all meetings to all Member Clubs and Associate Clubs;
 - (c) Keep minutes of the proceedings of all meetings of the Association and submit reports of those meetings to the Committee within 13 days of the meeting;
 - (d) Record and distribute to members accurate and comprehensive minutes of all resolutions passed at any meeting;
 - (e) Check the Association's PO Box at least twice weekly and ensure all inwards correspondence is presented to the Member Clubs and Associate Clubs at meetings as appropriate; and
 - (f) Have and maintain a copy of the Constitution and any amendments to it, the current By-laws, a record of the name and postal address of all current and past

Member Clubs and Associate Clubs, a record of the name, postal address and contact details of each committee member, the name, address and contact details of each office-bearer of the Association, a register of all documents on which the common seal of the Association has been affixed and a full set of the accounts of the Association as passed at each AGM and shall allow any Member to inspect and obtain a copy of any of those records (at the Member's expense) on being given reasonable notice by that Member.

Treasurer

(9) The Treasurer shall:

- (g) Receive all money on behalf-of the Association, give receipts therefore on the official receipt form of the Association and pay such money into such accounts as the Committee from time to time resolves. Such account(s) shall be operated in such a manner as the Committee shall from time to time resolve;
- (h) Sign all cheques drawn on any Association account;
- (i) Keep proper books of account for presentation to the Auditor pursuant to rule 42;
- (j) Submit to each committee meeting such financial statement as the committee requires; and
- (k) Present to the Annual General Meeting of the Association a report which shall include:
 - i. a statement of all the monies received and paid during the financial year;
 - ii. reconciled statements of all bank account balances as at the end of the financial year; and
 - iii. a statement detailing the association's total assets and liabilities as at the end of the financial year.

Registrar

(10) The Registrar shall:

- (l) Liaise with FW to provide online registration training to any club registers requiring training
- (m) Receive and accept team nominations from Member Clubs and Associate Clubs which are received by the date set by the Committee; and
- (n) Record details including the name and date of birth of each child registered to play in the Association Competition and the names of that child's parent(s) and/or guardian(s).
- (o) Reconcile Member Clubs and Associate Clubs player registration payments with player registrations on MFC.
- (p) Assist any Member Clubs and Associate Clubs with registration issues.

Recorder

(11) The Recorder shall:

- (q) Organise supplies of match cards to be printed as required.
- (r) Ensure match cards for the season are distributed to clubs prior to season commencing.
- (s) Receive the match cards for each game;
- (t) Check each match card for correct competition
- (u) Record LNJSA Fairest and Best votes from each card
- (v) Record any cautions and send-offs from each card
- (w) Notify relevant clubs of any suspension resulting from cautions and send-offs
- (x) Liaise with LNJSA Disciplinary committee as required.
- (y) Liaise with LNSJA website administrator regarding any missing results
- (z) Organise and order the LNJSA GF day medallions and trophies for
 - i. Perpetual League Winners and Runners-up
 - ii. League Fairest and Best winners
 - iii. Perpetual League Fairest and Best winners
 - iv. Perpetual Cup Winners and Runners-up
 - v. Other awards as required

Promotions Officer

(12) The Promotions Officer shall be responsible for applications for funding and associated matters as directed by the Committee.

Fixtures Coordinator

(13) The Fixtures Coordinator shall prepare or arrange for the timely preparation of Fixtures for the Association Competition and shall deal with any consequential matters in accordance with the directions of the Committee.

22. Club Delegates

- (1) Club delegates are members of Member and Associate clubs, appointed by their respective clubs to the association's Committee, in accordance with rule 25.
- (2) As part of the association's Committee, club delegates have the following responsibilities:
 - (a) Representing their club in matters relating to association's operations and activities;

- (b) Assisting the association in strategic planning and decision-making, according to the Act, these rules and the By-laws; and
- (c) Representing the association in matters relating to the association's operations and activities;

23. Executive Committee

- (1) In addition to individual office bearer responsibilities, the following office bearer positions comprise the association's Executive Committee:
 - (a) President,
 - (b) Vice-President,
 - (c) Secretary, and
 - (d) Treasurer.
- (2) The Executive Committee is responsible for;
 - (a) the primary administration of the association;
 - (b) acting as a steering committee for the full committee, prioritising issues for the full committee to address; and
 - (c) from time to time, act on the Committee's behalf in certain matters.
- (3) The Executive Committee may only act on the committee's behalf in a matter, when authority has been granted by the Committee for the Executive Committee, to act on its behalf in that matter.
- (4) Any authority for the Executive Committee to act on the Committee's behalf in a matter, shall only be granted by an approved resolution at a committee meeting and shall be recorded in the minutes of that meeting.

Division 3 – Election and appointment of Committee members and tenure at office

24. Election of Office Bearers

- (1) All offices shall be declared vacant at the commencement of each AGM. Office bearers for the following season shall then be elected for a one-year term at that AGM.
- (2) An office bearer may be re-elected.
- (3) A person may not hold two or more Executive Committee positions (as detailed in rule 23), at the same time.
- (4) No more than two members from the same Member or Associate Club can hold Executive Committee positions (as detailed in rule 23), at the same time.

25. Appointment of Delegates

- (1) To appoint a delegate, a Member Club or Associate Club must notify the Committee in writing stating the delegate's full name, residential address, email address (if available) and contact telephone number.
- (2) The appointment of that delegate takes effect from the time and date on which the Secretary receives such written notice and remains in effect until revoked in accordance with sub-rule (3).
- (3) A Member Club or Associate Club may nominate as many delegates as it chooses and may revoke any delegate's appointment at any time by giving notice thereof to the Secretary.

26. Resignation from Office

- (1) A Committee member may resign from the Committee by written notice given to the secretary or, if the resigning member is the secretary, given to the chairperson.
- (2) The resignation takes effect —
 - (a) when the notice is received by the secretary or chairperson; or
 - (b) if a later time is stated in the notice, at the later time.

27. Expulsion from Office

- (1) At a general meeting, the Association may pass a resolution by a 75% majority to —
 - (a) remove a committee member from office; and
 - (b) elect a member to fill the vacant position.
- (2) The Committee may pass a resolution by a 75% majority, to the effect that a nominated person be barred from acting as a delegate of a Member Club or an Associate Club and until such time as that resolution is revoked, the nominated person shall not be entitled to act as a delegate, hold office, vote at any meeting of the Association or perform any other official function on behalf of the Association and any such appointment of that person as a delegate by a Member Club or Associate Club shall be invalid and of no effect.
- (3) A committee member who is the subject of a proposed resolution under sub-rules (1)-(2), may make written representations (of a reasonable length) to the secretary or chairperson and may ask that the representations be provided to the members.
- (4) The secretary or chairperson may give a copy of the representations to each member or, if they are not so given, the committee member may require them to be read out at the general meeting at which the resolution is to be considered.

28. When membership of committee ceases

- (1) A person ceases to be a committee member if the person —
 - (a) dies or otherwise ceases to be a member; or
 - (b) resigns from the committee; or

- (c) is revoked as a Club Delegate under rule 25(3); or
- (d) becomes ineligible to accept an appointment or act as a committee member under section 39 of the Act;
- (e) becomes permanently unable to act as a committee member because of a mental or physical disability.

29. Filling Casual Vacancies

- (1) The committee may appoint a member to fill a position on the committee that —
 - (a) has become vacant under rule 27(1); or
 - (b) was not filled by election at the most recent annual general meeting.
- (2) If the position of secretary becomes vacant, the committee must appoint a member who is eligible under rule 24 to fill the position within 14 days after the vacancy arises.
- (3) Subject to the requirement for a quorum under rule 34, the committee may continue to act despite any vacancy in its membership.
- (4) If there are fewer committee members than required for a quorum under rule 34, the committee may act only for the purpose of —
 - (a) appointing committee members under this rule; or
 - (b) convening a general meeting.

30. Payments to Committee Members

- (1) In this rule —
 - committee member* includes a member of a subcommittee;
 - committee meeting* includes a meeting of a subcommittee.

Out of Pocket Expenses

- (2) A committee member may be entitled to be paid out of the funds of the Association for any out-of-pocket expenses for travel and accommodation properly incurred —
 - (a) in attending a committee meeting or
 - (b) in attending a general meeting; or
 - (c) otherwise in connection with the Association's business.
- (3) Any out-of-pocket expense payments are to be approved by the committee in accordance with the By-laws and recorded in meeting minutes.

Honorarium Payments

- (4) From time to time, the association may remunerate some or all Office Bearers through Honorarium payments for
 - (a) services rendered to the association, or

(b) professional services voluntarily performed for the Association.

- (5) Any Honorarium payment amounts will be determined each year by the Committee. Honorarium payments are not to exceed those amounts approved by the committee in accordance with association by-laws and recorded in meeting minutes.

Division 4 – Committee Meetings

31. Committee Meetings

- (1) The Committee shall meet calendar monthly or otherwise as frequently or infrequently as it resolves, to transact the business and affairs of the Association.

32. Notice of Committee Meetings

- (1) Notice of each committee meeting must be given to each committee member at least 48 hours before the time of the meeting.
- (2) The notice must state the date, time and place of the meeting and must describe the general nature of the business to be conducted at the meeting.

33. Procedure and Order of Business

- (1) The President, or in the President's absence the Vice-President, must preside as chairperson of each committee meeting.
- (2) If the President and Vice-President are absent or are unwilling to act as chairperson of a meeting, the committee members at the meeting must choose one of them to act as chairperson of the meeting.
- (3) The usual order of business at a Committee meeting shall be:
- (a) Presentation of previous minutes for confirmation;
 - (b) Business arising from previous minutes;
 - (c) Correspondence;
 - (d) Treasurer's Report;
 - (e) Registrar's Report;
 - (f) Recorder's Report;
 - (g) Reports of any sub-committees; and
 - (h) General Business.
- (4) Each Member Club and Associate Club should be represented by at least one delegate present at each Committee meeting, General Meeting, Special General Meeting, Annual General Meeting or special Committee meeting convened pursuant to rule 38.
- (5) Any office bearer who fails to attend three (3) consecutive Committee meetings without having been granted leave of absence by the Committee may be disqualified from being an office-bearer and from acting as a delegate of a Member Club or Associate Club pursuant with rule 27.

34. Quorum for Committee Meetings

- (1) The quorum for a valid Committee meeting shall be at least:
 - (a) 2 members of the Executive Committee, and
 - (b) Delegates from a minimum of 4 Member or Associate clubs
- (2) No business is to be conducted at a committee meeting unless a quorum is present.
- (3) If a quorum is not present within twenty (20) minutes after the scheduled commencement time for a Committee meeting, the meeting shall be cancelled.

35. Voting at Committee Meetings

- (1) The President and Vice-President are entitled to one vote each at committee meetings.
- (2) Two delegates from each Member Club and one delegate from each Associate Club are entitled to vote at committee meetings. If only one delegate of a Member Club attends a meeting, that delegate shall be entitled to 2 votes. If more than one delegate from an Associate club attends a committee meeting, only one delegate shall be entitled to vote.
- (3) Office Bearers other than the President and Vice-President, are not entitled to vote unless they are acting as an authorised club delegate at that committee meeting.
- (4) Motions voted upon at a Committee meeting shall be passed by majority vote of those then present and entitled to vote.
- (5) If the votes are divided equally on a question, the chairperson of the committee meeting has a second or casting vote.

Division 5 – Subcommittees

36. Subcommittees

- (1) The Committee may form whatever sub-committees it resolves, for such purposes and with such delegated authority as the Committee resolves, but at least one member of the Committee must be a member of any sub-committee.

PART 6 - GENERAL MEETINGS

37. Annual General Meetings

- (1) The Annual General Meeting is a special general meeting which must be held within 4 months of the end of the association's financial year.
- (2) The Annual General Meeting will be held at a time, date and place to be set by the Committee and until such time as the Committee resolves otherwise, the Standing Orders shall be:
 - (a) Reading and confirmation of the minutes of the previous Annual General Meeting;
 - (b) Business arising from those minutes;
 - (c) Correspondence;
 - (d) President's Report;
 - (e) Auditor's Report;
 - (f) Treasurer's Report;
 - (g) Reports of any Sub-Committees;
 - (h) Election of Officer Bearers;
 - (i) Motions on notice; and
 - (j) General business.

38. Special General Meetings

- (1) The Committee may at any time convene a special general meeting.
- (2) A special general meeting may be called at the written request of at least 30% of Member Clubs or Associate Clubs or 30% of office bearers.
- (3) Any such request shall state the purpose of the meeting and the motion or motions to be proposed at that meeting.
- (4) The Secretary shall convene a special general meeting of the Members on a date between 30 and 45 days after receiving such a request, failing which the signatories to the request may convene a special general meeting by giving at least 14 days' prior written notice of the date, time and place of such meeting to the Secretary.
- (5) A maximum of three (3) Club Delegates from any single member or associate club may attend a general meeting. Irrespective of the number of Club Delegates attending a general meeting, voting rights remain in accordance with rule 41.

39. Notice of Special General Meetings

- (1) Notice of the date and time of a special general meeting shall be given to each Member Club and Associate Club by written or electronic notice, addressed to the secretary of the Member and such notice shall be posted at least 14 days prior to the date of the meeting.

- (2) By authority of the Committee, the Secretary may subsequently re-schedule a special general meeting once, on giving each Member Club and Associate Club at least fourteen (14) days' notice of the re-scheduled date.
- (3) The notice must -
 - (a) specify the date, time and place of the meeting; and
 - (b) indicate the general nature of each item of business to be considered at the meeting; and
 - (c) if the meeting is the annual general meeting, include the names of the members who have nominated for election to the committee; and
 - (d) if a special resolution is proposed -
 - i. set out the wording of the proposed resolution as required by section 51(4) of the Act; and
 - ii. state that the resolution is intended to be proposed as a special resolution;
- (4) Unless permitted by the chair of a meeting, no motion shall be proposed at a meeting unless notice has been given as herein provided.
- (5) A motion to alter or vary the Constitution may only be proposed at a special general meeting or annual general meeting.
- (6) Notice of a motion shall be validly given if the motion is in writing and is received by the Secretary not later than 3 days before the date fixed for the meeting at which the motion is to be proposed.

40. Quorum for General Meetings

- (1) The quorum for a special general meeting or annual general meeting shall be at least:
 - (a) 3 members of the Executive Committee, and
 - (b) Delegates from a minimum of 5 Member or Associate clubs

41. Voting at General Meetings

- (1) The President and Vice-President are entitled to one vote each at general meetings.
- (2) Two delegates from each Member Club and one delegate from each Associate Club are entitled to vote at general meetings. If only one delegate of a Member Club attends a general meeting, that delegate shall be entitled to 2 votes. If more than two delegates from an Associate club attend a general meeting, only one delegate shall be entitled to vote.
- (3) Office Bearers other than the President and Vice-President, are not entitled to vote unless they are acting as an authorised club delegate at a general meeting.
- (4) Motions or special resolutions voted upon at special general meetings or annual general meetings shall only be passed by a 75% majority of those then present and entitled to vote.

- (5) If the votes are divided equally on a question, the chairperson of the general meeting has a second or casting vote.

PART 7 – FINANCIAL MATTERS

42. Audit

- (1) The Committee shall appoint a suitably qualified Auditor to conduct an annual audit of the Association's finances. The audit shall be carried out for the financial year ending 30th October and the Auditor's report shall be presented to, and circulated at, the Association's next AGM after the end of year to which the audit relates.

PART 8 - GENERAL MATTERS

43. By-laws

- (1) A By-law can only be added, deleted or amended by a motion passed at a Committee meeting by a majority vote of the persons then present and entitled to vote.

44. Publication by Committee members of statements about Association business prohibited

- (1) A committee member must not publish, or cause to be published, any statement about the business conducted by the Association at a general meeting or committee meeting unless —
 - a. the committee member has been authorised to do so at a committee meeting; and
 - b. the authority given to the committee member has been recorded in the minutes of the committee meeting at which it was given

45. Alteration of this Constitution

- (1) This Constitution may only be changed, modified or altered by a special resolution of the Association to that effect passed at a special general or annual general meeting by a 75% majority of those then present and entitled to vote in respect of such a resolution.
- (2) Within 1 month of the passing of a special resolution altering the Constitution, or such further time as the Commissioner may in a particular case allow, the Secretary shall lodge with the Commissioner notice of the special resolution setting out particulars of the alteration, together with a certificate given by a member of the Committee certifying that the resolution was duly passed as a special resolution and that the rules of the Association as so altered conform to the requirements of the Act.

46. Dissolution

- (1) On the cancellation of the incorporation or the winding up of the Association, its surplus property must be distributed as determined by special resolution by reference to the persons mentioned in section 24(1) of the Act.
- (2) Surplus property, in relation to the Association, means property remaining after satisfaction of -
 - (a) the debts and liabilities of the Association; and
 - (b) the costs, charges and expenses of winding up or cancelling the incorporation of the Association,

but does not include books relating to the management of the Association.