

Royals Netball Club (Inc.)

(registration number 1005526 - 11/7/96)

Constitution

September 2017

(Accepted and adopted at Special General Meeting on 17/9/2017)

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1.0 NAME

The name of the club is the ROYALS NETBALL CLUB (hereinafter referred to as 'the Club')

The Club's common name will be ROYALS

2.0 OBJECTS

2.1 The objects of the club shall be:

- 2.1.1 To encourage the game of netball
- 2.1.2 To act for its members in all matters pertaining to netball and the control thereof
- 2.1.3 To obtain sponsorship for the sport when and where desirable. (excluding liquor and cigarette companies)
- 2.1.4 To do all such other things as are conducive or incidental to the attainment of the above projects.

2.2 The property and income of the club shall be applied solely towards the promotion of the objects of the club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of the club, except in good faith in the promotion of these objects.

3.0 COLOURS

3.1 The official colours of the Club shall be Royal Blue and Light Blue. However, with committee approval exceptions may be made to sponsored teams of the Club if a change of colour is necessary as part of the sponsorship agreement.

3.2 The Club colours are to be worn by all representative teams competing on behalf of the Club.

4.0 POWERS OF THE CLUB (as conferred by Section 14 of the ACT)

4.1 To acquire, hold, deal with, and dispose of any real or personal property.

4.2 To open and operate bank accounts

4.3 To invest its money:

- 4.3.1 In any security in which trust moneys may be invested or
- 4.3.2 In any other manner authorised by the rules of the Club.

4.4 To borrow money upon such terms and conditions as the Club thinks fit.

4.5 To give such security for the discharge of liabilities incurred by the Club as the Club thinks fit.

4.6 To appoint agents to transact any business of the Club on its behalf.

4.7 To enter into any other contract the Club considers necessary or desirable.

5.0 MEMBERSHIP

- 5.1 Membership shall be open to any person who wishes to further the interest of the Club.
- 5.2 Any person seeking membership shall make application to the Registrar and the Committee shall determine whether the application has been successful or not. Applications denied membership shall be advised in writing.
- 5.3 Each person admitted to membership shall:
- 5.3.1 Be bound by the Constitution and By-Laws of the Club
 - 5.3.2 Become liable for such fees, subscriptions and levies as may be fixed by the Club
 - 5.3.3 Be entitled to all advantages and privileges of membership
 - 5.3.4 Comply with the regulations governing match play as provided for in the By-Laws.
- 5.4 A member may at any reasonable time inspect the records and documents of the Club.
- 5.5 The Club shall maintain a register of all members of the Club
- 5.6 Membership Categories:
- 5.6.1 ORDINARY (SENIOR) MEMBERS
Any member who is a financial member of the Club is entitled to hold any office and enjoy the privileges of the Club.
 - 5.6.2 NON-PLAYING MEMBERS
Persons other than ordinary members who are interested in the promoting of the Club, but do not wish to participate in the playing activities of the Club, may become a non-playing member.
 - 5.6.3 JUNIOR MEMBER
Any person under the age of 18 years, or completing Year 12 in the year that they turn 18 may become a Junior Member. Voting rights of the Junior Members will be passed to a nominated legal guardian.
 - 5.6.4 LIFE MEMBERS
Members of the Club who have rendered outstanding direct service to the Club, upon the recommendation by a member of the Committee, or club member/s and approved by a majority consensus of the Executive Committee Members will be invited to become a Life Member.
 - A maximum two Life memberships may be given in any one year.
 - Playing Life Members will be required to pay the PNA Player Affiliation Fee, all other fees shall be exempt.
 - Non-playing Life Members will not be required to pay any form of registration fee

- May attend all Committee Meetings, make recommendations and speak to any recommendations at such meetings, however will hold no voting rights for motions to be passed at Committee Meetings.
- May attend all General Meetings of Members, make recommendations to such meetings and speak to any recommendations at such meetings.
- Life Members will be invited to all Club functions.

5.6.5 PATRON

The Club may, at its discretion, elect a patron/s or vice patron/s of the Club for such period as may be deemed necessary.

Such patron/s shall not be eligible to vote unless they are current members of the Club under another category of membership

6.0 RESIGNATION

- 6.1 A member who delivers notice in writing of her/his resignation from the Club ceases on that delivery to be a member.
- 6.2 A member who ceases to be a member under sub rule (1) remains liable to pay to the Club the amount of any fees, subscriptions or levies due, but unpaid at the date of cessation.

7.0 TERMINATION OF MEMBERSHIP

- 7.1 Any person's membership may be terminated by the following events:
 - 7.1.1 Death
 - 7.1.2 Resignation
 - 7.1.3 False or inaccurate statements made in the members application for membership of the Club, breach of any rule, regulation or by-law of the Club or commit any act detrimental to the Club.
- 7.2 The Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or make representation to the committee, suspend or expel that member from membership of the Club and shall forthwith communicate that decision in writing to the member concerned.
- 7.3 Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to a General Meeting called for such purpose, and the decision of the General Meeting shall be final.

8.0 COMMITTEE

- 8.1 The affairs of the Club shall be managed exclusively by a committee consisting of:
 - 8.1.1 The Executive Members:
 - 8.1.1.1 President
 - 8.1.1.2 Vice-President
 - 8.1.1.3 Secretary

8.1.1.4 Treasurer

8.1.1.5 Registrar

8.1.2 General Committee Members (Minimum of five, maximum of ten)

8.2 General Committee Members may also hold the following coordination roles within the club:

8.2.1 Uniform Coordinator

8.2.2 Fundraising Coordinator

8.2.3 Umpiring Coordinator

8.2.4 Coaching Coordinator

8.2.5 Equipment Coordinator

8.3 All members shall be elected to the Committee at an Annual General Meeting or appointed under sub rule 9.1.9.

8.4 Committee Members are responsible for the running of the club and must be eligible under Law to hold their positions. The Club requires nominees to confirm that they are not an undischarged bankrupt and do not have one of the specified convictions at the time of nomination.

8.5 No person shall hold more than one position on the Club Committee at any one time.

8.6 A person shall cease to be a member of the Club Committee at the conclusion of the Annual General meeting next following his/her election and he/she will be eligible for re-election.

8.7 A quorum of the Club Committee shall be half plus one and must include at least 3 of the Executive Committee Members.

8.8 If the President or Vice President is unable to attend, then a chairperson nominated by the meeting shall chair that meeting.

8.9 A member of the Committee may lose their seat on the committee for the following:

8.9.1 Absence from two or more consecutive meetings without leave of absence.

8.10 When membership of the committee ceases, all documents and records (both electronic and hard copy) pertaining to the management of the affairs of the Club are to be handed back to the Secretary or the next person elected into that position following the Annual General Meeting.

9.0 POWERS OF THE COMMITTEE

9.1 The Committee shall carry out the day to day running of the Club and shall have the power to:

9.1.1 Administer the finances, appoint bankers and direct the opening of banking accounts for the specific purposes, transfer funds from one account to another and to close any such account.

9.1.2 Fix the manner in which such banking accounts shall be operated upon, providing all payments are passed by the Committee.

9.1.3 Fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce the payment thereof.

- 9.1.4 Adjudicate on all matters brought before it, which may in any way affect the Club.
 - 9.1.5 Cause minutes to be made of all proceedings at meetings of the Committee and Special General Meetings of members.
 - 9.1.6 Make, amend and rescind rulings and By-Laws.
 - 9.1.7 Have the power to form and appoint sub committee/s as required for specific purposes.
 - 9.1.8 May at their discretion employ a person or persons to carry out certain duties required by the Club at salaries and remunerations for such period of time, as may be deemed necessary.
 - 9.1.9 Should a vacancy occur on the committee during the season, the Committee shall appoint a successor until the next Annual General Meeting.
 - 9.1.10 Appoint an officer/s or agent of the Committee to have custody of the Club's records, documents and securities.
- 9.2 All decisions of the Committee shall be binding on all members provided that at the written request of twenty (20) members, the Committee shall reconsider such decisions. Any members then aggrieved by the final decision of the Committee may call a Special General Meeting under the procedure set out in clause 10.2.

10.0 MEETINGS

10.1 ANNUAL GENERAL MEETINGS

- 10.1.1 The Annual General Meeting of the Club must be held within four months of the end of the Club's financial year.
- 10.1.2 The Secretary shall give at least fourteen (14) days notice of the date of the Annual General Meeting to all members.
- 10.1.3 All members may attend the Annual General and Special General Meetings.
- 10.1.4 The quorum at the Annual General meeting shall be a minimum of 20 members. If at the end of 30 minutes after the time appointed in the notice for the opening of the meeting, there being no quorum, the meeting shall stand and adjourn for one week. If at such meeting there is no quorum those members present shall be competent to discharge the business of the meeting.
- 10.1.5 The agenda for the Annual General Meeting shall be:
 - Opening of the Meeting
 - Apologies
 - Confirmation of Minutes of previous Annual General Meeting
 - Presentation of Annual Report
 - Presentation of Treasurers Statement
 - Election of New Committee Members
 - Appointment of Auditor
 - Vote of Thanks to Outgoing Committee Members
 - Notices of Motion
 - Closure

10.2 SPECIAL GENERAL MEETINGS

10.2.1 Special General Meetings may be called by the Club Committee or at the request of the President and Secretary or on the written request of 10% of the total members of the Club.

10.2.2 The Secretary shall give at least seven (7) days notice in writing of the date of the Special General Meeting to all members. Notice of the Special General Meeting shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that Special General Meeting.

10.2.3 The quorum at the Special General Meeting shall be a minimum of 20 members.

10.3 COMMITTEE MEETINGS

10.3.1 The Committee shall meet at such times as may be deemed advisable for the efficient working of the Club.

10.3.2 A meeting of the Committee shall be called:

10.3.2.1 At the direction of the President, or in the absence of the President, the Vice President or;

10.3.2.2 At the written request of three (3) members of the Committee.

10.3.3 Each Committee member shall be given at least seven (7) days notice of the date of any Committee meeting except in unforeseen circumstances when it is impossible to give the time stated. The notice shall specify the general nature of the business to be dealt with.

10.3.4 The quorum at Committee meetings shall be half plus one and must include at least 3 of the Executive Committee Members.

10.3.5 The agenda of Committee Meetings shall be:

- Confirmation of Minutes from previous Minutes
- Tabling of Correspondance
- Executive Committee Reports:
 - President
 - Vice President
 - Secretary
 - Treasurer
 - Registrar
- Coordinator Role Reports:
 - Uniforms
 - Fundraising
 - Umpiring
 - Coaching
 - Equipment
- General Business
- Closure

11.0 VOTING

- 11.1 Voting powers at the Annual General Meeting and Special General Meetings:
 - 11.1.1 The President shall be entitled to a deliberative vote and in the event of a tied vote; the President shall exercise a casting vote.
 - 11.1.2 Each individual financial member present shall have one (1) vote.
 - 11.1.3 A Junior member (ie under the age of 18 years, or completing Year 12 in the year that they turn 18) may appoint a nominated person to represent him/her.
 - 11.1.4 Life Members present shall be entitled to one (1) vote.
- 11.2 Voting powers at Committee Meetings:
 - 11.2.1 The President shall be entitled to a deliberative vote and in the event a tied vote, the President shall exercise a casting vote.
 - 11.2.2 Each individual Committee member present shall have one (1) vote.
 - 11.2.3 Life Members attending Committee meetings are not eligible to vote at Committee Meetings.

12.0 FINANCE

- 12.1 This club operates as a Not for Profit Entity.
- 12.2 The Annual Revenue of the Club classifies it as a Tier One Association and the Cash basis of accounting is used. (The club records incoming monies in the accounts when they are received and the expenses when they are paid)
- 12.3 All funds of the Club shall be deposited into the Club accounts at such bank or recognised financial institution as the Committee may determine.
- 12.4 All accounts due by the Club shall be paid by the Club's nominated payment option after having been passed for payment at the Committee meeting and when immediate payment is necessary, account/s shall be paid and the action endorsed at the next Committee Meeting.
- 12.5 No committee member shall spend more than a set amount of money without the consent of the Committee and shall keep a record of such expenditure. Payment of reimbursements will be made by the Club's preferred payment method where 2 signatories must authorise payment. (see 12.10)
- 12.6 A statement showing the financial position of the Club shall be tabled at each Committee meeting by the Treasurer.
- 12.7 A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The Auditors report shall be attached to the financial report.
- 12.8 The Financial Year of the club shall be the Calendar Year. (ie 1st January to 31st December)
- 12.9 The accounts, books and all financial records of the Club shall be audited each year.

12.10 The signatories to the Club account/s will be the following

- 12.10.1 President
- 12.10.2 Vice President
- 12.10.3 Secretary
- 12.10.4 Treasurer

Method of operation will be any two (2) to authorise all payments.

13.0 AUDITOR

13.1 The Annual General Meeting shall elect or appoint an Auditor or Auditors.

13.2 The Auditor's shall examine and audit all the books and accounts of the Club annually and have the power to call for all books, papers, accounts, receipts etc. of the Club and report thereon to the Annual General Meeting.

14.0 ENFORCEMENT OF THE CONSTITUTION AND BY-LAWS

14.1 The authority of the Club shall extend to and be recognised by all members.

14.2 The Committee shall have the power to enquire into, deal with and adjudicate upon all questions and disputes as to the interpretation of this Constitution and any ruling or By-Laws made hereunder, upon any breach or alleged breach of this Constitution, its rulings and By-Laws, and upon any complaint made to it of misconduct detrimental to the policy, interests of welfare of the Club or any person or member. The Committee may caution, suspend, fine or otherwise deal with the person or member concerned. Its decision shall be binding on all parties concerned.

14.3 All enquiries into any Club Matter shall be conducted in a fair and impartial manner having regard to the principles of natural justice. All concerned parties shall be entitled to be heard.

15.0 ALTERATIONS TO THE CONSTITUTION AND BY-LAWS

15.1 No alteration, repeal or addition shall be made to the Constitution except at an Annual General meeting, or Special General Meeting called for that purpose and notice of all motions to alter, repeal or add to the Constitution shall be given to members fourteen (14) days prior to the Annual General Meeting or seven (7) days prior to a Special General Meeting called for such purpose.

15.2 The Secretary shall forward such notices of motion to each Committee member at least fourteen (14) days prior to the Annual General Meeting or seven (7) days prior to a Special General Meeting.

15.3 Alterations to the By-Laws can only be made at Committee Meetings provided notice of the proposed alteration/s has been duly notified to Committee Members.

15.4 Such motions of any part thereof shall be of no effect unless passed by a seventy five percent (75%) majority (Special resolution) of those present and entitled to vote at the Annual General Meeting, Special General Meeting or Committee Meeting as the case may be.

15.5 Within one (1) month of passing of a Special Resolution, the Secretary shall notify the Department of Fair Trading of the amendment.

16.0 DISSOLUTION

The Club may at any time, with the consent of the majority of seventy five percent (75%) of the members present, at a Special General Meeting called for that purpose, be dissolved.

Upon the dissolution or winding up of the Club, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Club but shall be:

- a) Given or transferred to some other incorporated Association having objectives similar, wholly or in part to the objectives of the Club and which shall prohibit the distribution of its or their income and property among its or their members.
- b) Distributed for charitable purposes determined by resolution of the members.

17.0 INDEMNITY

17.1 The Committee members of the Club, who upon authority of the Club accept or incur a pecuniary liability on behalf of the Club, shall be indemnified by the Club, against any personal loss in respect thereof.