

# **KU-RING-GAI LITTLE ATHLETICS CENTRE INC.**

## **CONSTITUTION**

### **1.1 NAME**

The Centre shall be known as the "KU-RING-GAI LITTLE ATHLETICS CENTRE INC.", which shall hereinafter in this Constitution be referred to as "The Centre".

### **2.1 OBJECTS OF THE CENTRE**

The objects of The Centre shall be: -

- a) To provide opportunities for children of all abilities to participate in healthy recreation through family and community involvement in athletics.
- b) To assist children through participation in athletics to appreciate the need for regular exercise as part of a healthy lifestyle.
- c) To provide equality of access to all children and families willing to benefit from membership of The Centre.
- d) To promote family, fun and fitness to all children regardless of ability whilst offering a wide variety of athletic events in a friendly, competitive atmosphere.
- e) To abide by the rules of the Little Athletics Association of New South Wales Inc. (LAANSW), with respect to competition and the conduct of events.
- f) To affiliate annually with LAANSW.

### **3.1 POWERS OF THE CENTRE**

The powers of The Centre shall be: -

- a) To organise and control the conduct of the Little Athletics competition, and registered children, within the area of The Centre
- b) To act alone or with other representative bodies in the interests of Little Athletics and athletics in general.
- c) To promote and manage athletics meetings as may from time to time be considered expedient.
- d) To make such rules and by-laws (not being inconsistent with this Constitution or the Constitution of the LAANSW) as may be deemed necessary.
- e) To register boys and girls with The Centre in accordance with the requirements of the LAANSW.
- f) To select, appoint, finance and control registered children and teams of athletes and other persons to represent The Centre as may be deemed necessary.

- g) To obtain by purchase, lease, hire or loan, property/equipment for the holding of athletic meetings and for training and otherwise for the use or promotion of athletics and to provide such other facilities as may be deemed necessary.
- h) To appoint delegates to represent The Centre at any meetings or discussions promoting Little Athletics.
- i) To fix the annual fees and subscriptions of The Centre as hereafter stated and to review the amount of fees and subscriptions as from time to time may be necessary.
- j) To apply the income and property of The Centre to the promotion of the objects of The Centre.
- k) To enter into a contract with any bank, financial institution, person or persons for the purpose of raising or borrowing money for the advancement of Little Athletics within The Centre, on the recommendation of The Executive Council and passed by a majority of those attending and eligible to vote at an Annual General Meeting or a Special General Meeting.
- l) To suspend, disqualify or otherwise deal with any member of The Centre who has committed any breach of these rules or whom, in the opinion of The Centre, has acted in a manner unbecoming or contrary to the interests of Little Athletics.

#### **4.1(A) MEMBERSHIP OF THE CENTRE**

The membership of The Centre shall be: -

- a) The Executive Council of The Centre (as defined in Clause 5.2)
- b) The parents of such children as are registered with The Centre each year.
- c) Such children as may be registered with The Centre, who are deemed junior and non-voting members.
- d)
  - i) Adults who have an interest in the activities of The Centre, who may not be connected with an affiliated member of The Centre, may make application for membership of The Centre in the form set out in Appendix 2.
  - ii) Such application should be lodged with the Secretary of The Centre.
  - iii) As soon as practicable after receiving an application for membership, the Secretary shall refer such application to The Executive Council, which shall determine whether to approve or to reject the application.
  - iv) Where The Executive Council determines to approve an application for membership, the Secretary shall, as soon as practicable after that determination, notify the applicant of that approval.
  - v) The Secretary shall arrange for the Public Officer to enter the applicant's name in the register of members and upon the name being so entered, the applicant becomes a member of The Centre.

#### **4.1(B) LIFE MEMBERSHIP OF THE CENTRE**

- a) The Centre may on the recommendation of The Executive Council grant Life Membership to any person who has made an outstanding contribution to Little Athletics generally, to the work of The Centre in particular, and has served The Centre in such manner as The Executive Council considers warrants such honour being bestowed.
- b) Nominations may be submitted by affiliated adult members, setting out the history of the nominee and their reasons why it is considered Life Membership should be granted. Such nomination shall be signed by at least two (2) members and shall be received by the Secretary of The Centre at least fourteen (14) days before The Executive Council Meeting.
- c) Where a nomination is submitted by affiliated adult members, one of the conditions for nominations must be that the nominee has served Little Athletics, and in particular The Centre, for a period of five (5) years. No such condition shall apply to a nomination from The Executive Council.
- d) Irrespective as to whether any nomination is received from affiliated adult members, The Executive Council, may, if it considers there are special circumstances existing, forward the name of a particular person to the Annual General Meeting or Special General Meeting of The Centre, for consideration of the granting of Life Membership.
- e) All votes for Life Membership, whether at The Executive Council or Special General Meetings shall be by a three-quarter majority.
- f) Life members shall not be liable to pay any membership fee or subscription.
- g) Life members shall be deemed to be members of The Centre in accordance with all provisions of the Constitution and therefore entitled to normal voting rights.

#### **4.2 CESSATION OF MEMBERSHIP**

A person ceases to be a member of The Centre and The Executive Council (creating a casual vacancy) if the person: -

- a) Dies;
- b) Ceases to be a member of The Centre;
- c) Is a junior member who ceases to be registered with The Centre under Clause 4.1(A);
- d) Resigns that membership (in the case of an Executive Council member - by notice in writing to the Secretary);
- e) Is expelled from The Centre or is removed from The Executive Council by resolution of The Executive Council;

### **4.3 REGISTER OF MEMBERS**

- a) The Public Officer of The Centre shall establish and maintain a register of voting members of The Centre specifying the name and address of each person who is a member of The Centre together with the date on which the person became a member.
- b) The register of voting members shall be open for inspection, free of charge, by any member of The Centre at any reasonable hour upon notification to the Public Officer.

### **4.4 PUBLIC OFFICER**

- a) The Executive Council shall ensure that a person is appointed as Public Officer.
- b) The first Public Officer shall be the person who completed the application for incorporation of The Centre.
- c) The Executive Council may at any time remove The Public Officer and appoint a new Public Officer provided the person appointed is 18 years-of-age or older and a resident of New South Wales.
- d) The Public Officer shall be deemed to have vacated their position in the following circumstances:
  - i) death;
  - ii) resignation;
  - iii) removal by The Executive Council or at a General Meeting;
  - iv) bankruptcy or financial insolvency;
  - v) mental illness or incapacity or;
  - vi) residency outside New South Wales
- e) When a vacancy occurs in the position of Public Officer, The Executive Council shall within fourteen (14) days notify the Department of Fair Trading by the prescribed form and appoint a new Public Officer.
- f) The Public Officer is required to notify The Department of Fair Trading by the prescribed form in the following circumstances:
  - i) appointment (within 14 days);
  - ii) a change of residential address (within 14 days);
  - iii) a change in The Centre's objects or rules (within one month);
  - iv) of The Centre's financial affairs (within one month after the Annual General Meeting);
  - v) a change in The Centre's name (within one month).
- g) The Public Officer may be a member of The Executive Council or any other person regarded as suitable for the position by The Executive Council.

- h) The Public Officer shall keep a register of members of The Executive Council which must
  - i) contain the name and residential address of each member of The Executive Council and the date on which they became a member of The Executive Council;
  - ii) be updated within one month of any change taking place; and
  - iii) be made available for inspection by any person, at all reasonable hours and free of charge.

## **5.1 CONTROL OF THE CENTRE**

The control and management of The Centre shall be vested in The Executive Council of not less than seven (7) adult members.

## **5.2 MANAGEMENT**

The Executive Council shall consist of: -

- i) President
- ii) Vice President
- iii) Secretary
- iv) Treasurer
- v) Registrar
- vi) Canteen Officer
- vii) Championships Officer
- viii) Club Liaison Officer
- ix) Coaching Officer
- x) Council Liaison and Grounds Officer
- xi) Cross Country Officer
- xii) Equipment Officer
- xiii) Publicity Officer
- xiv) Records and Rankings Officer
- xv) Special Events Officer
- xvi) Track and Field Officer
- xvii) Uniforms Officer
- xviii) Other Officers as determined by The Executive Council

## **5.3 ELECTION OF THE EXECUTIVE COUNCIL**

- a) The Executive Council shall be elected at The Centre's Annual General Meeting and shall take office at the conclusion of the Annual General Meeting, with the exception of The Inaugural Executive Council which shall be elected at the earliest practical date and shall take office immediately.
- b) Each member of The Executive Council shall, subject to these rules, hold office until the conclusion of the Annual General Meeting following the date of the member's election, but is eligible for re-election.
- c) Nominations for The Executive Council shall be forwarded to The Centre Secretary at least fourteen (14) days prior to the Annual General Meeting, such nomination to include The Executive Council position for which the nominee is being nominated and signed by two (2) members of The Centre.

- d) If insufficient nominations are received to fill all vacancies on The Executive Council, the candidates nominations shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
- e) The President, Secretary, Treasurer and Registrar shall hold no other positions on The Executive Council. Other members of The Executive Council may hold more than one position, although it is preferable to have one member for each Executive Council position.
- f) When more than one nomination is received for an Executive Council position, voting for the persons nominated for the positions on The Executive Council shall take place by secret ballot and in such case ballot papers shall be prepared listing the names of nominees in alphabetical order and on which each member shall record a valid vote by indicating the nomination preferred with a tick, cross, signifying mark or other similar indication.
- g) At least, two persons shall be appointed by the Chairperson of the Meeting, prior to the election, to act as scrutineers who shall examine each valid vote and record one vote for each nomination that has been indicated with a tick, cross, signifying mark or other similar indication. The person with the greatest number of votes shall be deemed the elected member of The Executive Council.

#### **5.4 FILLING EXECUTIVE COUNCIL VACANCIES**

- a) In the event of insufficient nominations being received for The Executive Council at the Annual General Meeting of The Centre, or in the event of a vacancy during the year, The Executive Council shall have the power to appoint a person to fill the vacancy until the next Annual General Meeting, whether or not a position is already held by that person.
- b) Where Executive Council positions are created by changes to the Constitution, then The Executive Council shall have the power to appoint a person to fill such position until the next Annual General Meeting.
- c) The Centre may fill a vacant position by advertising the position or by co-opting a person to fill that position.

#### **5.5 POWERS OF THE EXECUTIVE COUNCIL**

The Executive Council, having regard to this Constitution shall be empowered to: -

- a) Control the affairs of The Centre in a manner that will attain the objects of The Centre and maintain the powers of The Centre.
- b) Plan and implement the athletic and related activities of The Centre in the best interests of Little Athletics.
- c) Act on behalf of The Centre in all matters pertaining to the conduct of it and report such matters to the members of The Centre for review and endorsement or otherwise.
- d) Appoint sub-committees as required.
- e) Register boys and girls, who are of eligible age, on behalf of the LAANSW.

- f) Administer the financial affairs of The Centre through the Treasurer.
- g) Present reports on all actions taken and actions proposed, to each Centre meeting for endorsement or otherwise.
- h) Meet at such time and at such place as The Executive Council may determine from time to time and on any additional occasions as deemed necessary by The Executive Council.
- i) Take action on behalf of The Centre after a majority of The Executive Council have voted in favour of the action.

## **5.6 EXECUTIVE COUNCIL MEETINGS**

- a) The Executive Council shall meet at such times as The Executive Council may determine and on any additional occasions as requested by the President or other members of The Executive Council.
- b) For an Executive Council meeting to be a valid meeting, it shall be attended by more than five (5) of The Executive Council.
- c) The Executive Council shall be responsible for the conduct of each meeting of The Centre that may be held during their term of office and at such meetings each member shall be entitled to vote.
- d) Any member of The Executive Council who is absent from two (2) consecutive Executive Council Meetings without an acceptable apology or leave of absence shall forfeit his or her place on The Executive Council.
- e) An apology from any member of The Executive Council for inability to attend any Executive Council Meeting shall be with the Secretary by noon before such meeting in order that it may be ascertained that a quorum will be in attendance.
- f) The Secretary of The Centre shall give The Executive Council at least seven (7) days notice of each such meeting, either orally or in writing.

## **5.7 POWERS AND DUTIES OF MEMBERS OF THE EXECUTIVE COUNCIL**

### (A) POWERS

Each Executive Council member shall have the responsibility to plan the details of a section of The Centre Administration and shall: -

- a) Present such plans to each meeting of The Executive Council for its consideration and approval or otherwise.
- b) Have the power to act on behalf of The Centre to implement such plans.
- c) Form sub-committees from affiliated members of The Centre when deemed necessary to assist in the preparation and implementation of plans.

(B) DUTIES

PRESIDENT

The President shall: -

- a) Preside at each meeting of The Executive Council and any other meetings organised by The Centre.
- b) Ensure that all members of The Executive Council keep him/her informed of all Centre matters under their control.
- c) Perform such duties as may be required from time to time by The Centre.
- d) In the case of a tied decision, shall have the casting vote.
- e) Represent The Centre at all functions, meetings and other occasions requiring the presence of a representative of The Centre either personally or by delegation to a member of The Executive Council or any other person deemed appropriate by the President.
- f) Submit a report to the Annual General Meeting of The Centre.

VICE PRESIDENT

The Vice President shall: -

- a) Act in all areas in the absence of the President.
- b) Assist the President where required.

SECRETARY

The Secretary shall: -

- a) Take detailed minutes of the business from all Executive Council and Centre meetings and distribute copies to all Executive Council members.
- b) Compile all agendas' for meetings with the assistance from The Executive Council.
- c) Assist all members of The Executive Council where required.
- d) Keep on file, all material that may assist the organisation of Little Athletics.
- e) Forward notices of Executive Council meetings to members at least seven (7) days prior to the date of the meeting.
- f) Keep on file, all correspondence received and a copy of all correspondence forwarded on behalf of The Centre by each member of The Executive Council.
- g) Act on behalf of The Centre as directed by The Executive Council.
- h) Submit a report to the Annual General Meeting of The Centre.

## TREASURER

The Treasurer shall: -

- a) Keep a detailed ledger of all receipts and payments transacted for The Centre.
- b) Ensure that receipts are issued for all monies received where appropriate.
- c) Ensure all payments are attached with supporting documentation, authorised by the appropriate Officers, and relate to expenditure incurred on behalf of The Centre.
- d) Present at each meeting of The Executive Council, a full summary of receipts and payments, as well as the bank balance(s), for ratification by The Executive Council.
- e) Arrange for the President, Vice President, Secretary, Treasurer and one other member of The Executive Council to act as signatories, with any two to sign on all Centre cheques, (except where two may be members of the same household).
- f) Supervise the collection all competition and miscellaneous fees received by The Centre and arrange for banking at the earliest possible time .
- g) Plan and implement all financial arrangements for Championships, Special Meetings and any other promotions organised by The Centre.
- h) Present to the Annual General Meeting a detailed Financial Statement of Income and Expenditure for the twelve (12) months.
- i) Investigate all insurance policies required for The Centre and equipment.
- j) Establish an account or accounts with a suitable Bank or Financial Institution.
- k) At the completion of The Centre's financial year, arrange for an independent audit of accounts.
- l) Submit a report to the Annual General Meeting of The Centre.

## REGISTRAR

The Registrar shall: -

- a) Obtain and distribute to persons, registration forms for completion in accordance with the LAANSW rules.
- b) Receive each correctly completed registration form, accompanied by the fee set down by The Executive Council and proof of age of all new members.
- c) Distribute Centre registration and age numbers to each child upon registration, and other material as required from time to time.

- d) Forward all registrations, together with appropriate fees, to the LAANSW, within one (1) month after receiving the registration.
- e) Maintain a complete register of each junior and non-voting member, showing registration number, name, age group, date of birth, proof of age, plus any other detail deemed to be required by either LAANSW or The Centre.
- f) Submit a report to the Annual General Meeting of The Centre.

#### OTHER OFFICERS

The duties of the Other Officers of The Executive Council (as included in Clause 5.2 Management) will be determined at the discretion of The Executive Council.

### **6.1 FEES AND SUBSCRIPTIONS**

The Executive Council shall determine the amount of fees and subscriptions to be paid for the registration of children with The Centre. This amount will be determined after the LAANSW has set the fee payable to it to enable children to be registered and affiliated.

Such fees and subscriptions shall be determined on a yearly basis.

### **7.1 MEMBERSHIP LIABILITIES**

The liability of a member of The Centre to contribute towards the payment of the debts and liabilities of The Centre or the costs, charges and expenses of the winding up of The Centre is limited to the amount, if any, unpaid by the member in respect of membership of The Centre as required by Clause 6.1.

### **8.1 RESOLUTION OF INTERNAL DISPUTES**

Disputes between members (in their capacity as members) of The Centre and disputes between members and The Centre are to be referred to a Community Justice Centre for mediation in accordance with the Community Justice Centres Act 1983, where action within The Centre has failed to resolve the dispute.

### **9.1 DISCIPLINING OF MEMBERS**

- a) A complaint may be made by any member of The Centre that some other member of The Centre:
  - i) has persistently refused or neglected to comply with a provision or provisions of these rules; or
  - ii) has persistently and willfully acted in a manner prejudicial to the interests of The Centre

- b) On receiving such a complaint, The Executive Council:
  - i) must cause notice of complaint to be served on the member concerned; and
  - ii) must give the member at least fourteen (14) days from the time the notice is served within which to make submissions to The Executive Council in connection with the complaint; and
  - iii) must take into consideration any submissions made by the member in connection with the complaint
- c) The Executive Council may, by resolution, expel the member from The Centre or suspend the member from membership of The Centre 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.
- d) If The Executive Council expels or suspends a member, the Secretary must, within seven (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 Executive Council for having taken that action and of the member's right of appeal under Clause 10.1.
- e) The expulsion or suspension does not take effect:
  - i) until the expiration of the period within which the member is entitled to appeal against the resolution concerned; or
  - ii) if within that period the member exercises the right of appeal, unless and until The Centre confirms the resolution under Sub-Clause 10.1 (d), whichever is the latter.

## **10.1 RIGHT OF APPEAL OF DISCIPLINED MEMBERS**

- a) A member may appeal to The Centre in General Meeting against a resolution of The Executive Council which is confirmed under Clause 9.1, within seven (7) days after notice of the resolution is served on the member, by lodging with the Secretary a notice to that effect.
- b) The notice may, but not need be, accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal
- c) Upon receipt of a notice from a member under Sub-Clause 10.1(a), the Secretary must notify The Executive Council which is to convene a General Meeting of The Centre to be held within twenty eight (28) days after the date on which the Secretary received the notice.
- d) At a General Meeting of The Centre convened under Sub-Clause 10.1(c):
  - i) No business other than the question of the appeal is to be transacted; and
  - ii) The Executive Council and the member must be given the opportunity to state their respective cases orally or in writing, or both; and
  - iii) The members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- e) If at the General Meeting, The Centre passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

## **11. GENERAL MEETINGS**

### **11.1 ANNUAL GENERAL MEETING**

- a) The Annual General Meeting of The Centre shall be held by May 31st of each year and shall be organised by The Executive Council in a manner best suited to entertain Centre members and friends and advertise and promote The Centre.
- b) The meeting shall be convened on such date and at such place and time as The Executive Council thinks fit.
- c) 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: -
  - i) to confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that meeting;
  - ii) to receive from The Executive Council reports upon the activities of The Centre during the last preceding financial year;
  - iii) to elect The Executive Council of The Centre;
  - iv) to receive and consider the statement which is required to be submitted to members under Section 26 (6) of The Act.
- c) An Annual General Meeting shall be specified as such in the notice convening it.

### **11.2 SPECIAL GENERAL MEETINGS - CALLING OF**

- a) The Executive Council may, whenever it thinks fit, convene a Special General Meeting of The Centre.
- b) The Executive Council shall, on the requisition in writing of not less than 5% of the total number of members, convene a Special General Meeting of The Centre.
- c) A requisition of members for a Special General Meeting -
  - i) Must state the purpose or purposes of the meeting; and
  - ii) Must be signed by the members making the requisitions; and
  - iii) Must be lodged with the Secretary; and
  - iv) May consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- d) If The Executive Council fails to convene a Special Meeting to be held within one (1) month after that date on which a requisition of members for the meeting is lodged with the Secretary, any one or more of the members who made the requisition may convene a Special General Meeting to be held not later than three (3) months after that date.
- e) A Special General Meeting convened by a member or members shall be convened as near as is practicable in the same manner as General Meetings are convened by The Executive Council.

### 11.3 NOTICE

- a) Except if the nature of the business proposed to be dealt with at a General Meeting requires a special resolution of The Centre, the Secretary shall, at least fourteen (14) days before the date fixed for the holding of the General Meeting, cause to be sent by prepaid post to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- b) If the nature of the business proposed to be dealt with at a General Meeting requires a special resolution of The Centre, the Secretary shall, at least fourteen (14) days before the date fixed for the holding of the General Meeting, cause notice to be sent to each member in the manner provided in Sub-Clause 11.3(a) specifying, in addition to the matter required under Sub-Clause 11.3(a), the intention to propose the resolution as a special resolution.
- c) No business other than that specified in the notice convening a General Meeting shall be transacted at the meeting except, in the case of an Annual General Meeting, business which may be transacted pursuant to Sub-Clause 11.1(c).
- d) A member desiring to bring any business before a General Meeting may give notice in writing of that business to the Secretary who must include that business in the next notice calling a General Meeting given after receipt of the notice from the member.

### 11.4 PROCEDURE

- a) No item of business is to be transacted at a General Meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- b) At least half of The Executive Council and five (5) members present in person (being members entitled under these rules to vote at a General Meeting) constitute a quorum for the transaction of the business of a General Meeting.
- c) If within half an hour after the appointed time for the commencement of a General Meeting a quorum is not present, the meeting:
  - i) if convened upon the requisition of members, is to be dissolved; and
  - ii) in any other case is to stand adjourned to the same day in the following week at the time and (unless another place is specified at the time of the adjournment by the person at the meeting or communicated by written notice to members given the day before the day to which the meeting is adjourned) at the same place.
- d) If at the adjourned meeting a quorum is not present within half an hour after the commencement of the meeting, the members present (being not less than seven (7) members) is to constitute a quorum.

## **11.5 PRESIDING MEMBER**

- a) The President of The Executive Council or, in the President's absence, the Vice President shall preside as chairperson at each General Meeting of The Centre.
- b) If the President and the Vice President are absent from, or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

## **11.6 ADJOURNMENT**

- a) 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.
- b) Where a General Meeting is adjourned for fourteen (14) days or more, the Secretary must give written or oral notice of the adjourned meeting to each member of The Centre stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- c) Except as provided in Sub-Clauses (a) and (b), 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.

## **11.7 MAKING OF DECISIONS**

- a) A question arising at a General Meeting of The Centre 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 Centre, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- b) At a General Meeting of The Centre, a poll may be demanded by the chairperson or by not less than three (3) members present in person or by proxy at the meeting.
- c) If a poll is demanded at a General Meeting, the poll must be taken -
  - i) 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
  - ii) 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 shall be deemed to be the resolution of the meeting on that matter.

## **11.8 SPECIAL RESOLUTION**

A resolution of The Centre is a Special Resolution if: -

- a) it is passed by a majority which comprises not less than three quarters of such members of The Centre as, being entitled under these rules so to do, vote in person or by proxy at a General Meeting of which not less than twenty one (21) days written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules; or
- b) where it is made to appear to the Director-General, Fair Trading that it is not possible or practicable for the resolution to be passed in Sub-Clause (a) - the resolution is passed in a manner specified by the Director-General, Fair Trading.

## **12.1 VOTING RIGHTS**

- a) On any question arising at a General Meeting of The Centre a member has one vote only.
- b) All votes must be given personally or by proxy but no member may hold more than five (5) proxies.
- c) 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.
- d) A member or proxy is not entitled to vote at any General Meeting of The Centre unless all money due and payable by the member or proxy to The Centre has been paid, other than the amount of the annual subscription payable in respect of the then current year.

## **12.2 APPOINTMENT OF PROXIES**

- a) Each member is to be entitled to appoint another member as proxy by notice given to the Secretary no later than twenty-four (24) hours before the time of the meeting in respect of which the proxy is appointed.
- b) The notice appointing the proxy shall be in the form set out in Appendix 3 to these rules.

## **13.1 FINANCE OF THE CENTRE**

- a) The financial year of The Centre shall be from the first day of April to the thirty-first day of March in the following year.
- b) The Executive Council shall appoint each year, an auditor who shall be appointed to audit all accounts of The Centre including, special and trust accounts and report on such to the next Annual General Meeting with such auditor to be a recognised accountant or person qualified in business practice and not a member of The Executive Council.

#### 14.1. WINDING UP (DISSOLUTION)

- a) The Centre may be wound up and dissolved if a special resolution is passed by three-quarters of the financial members present at a Special Meeting called for the purpose of dissolving and winding up of The Centre after twenty-one (21) clear days notice in writing is given to the financial members of The Centre at their last known address.
- b) In the event of The Centre not having functioned for a period of two (2) years, dissolution shall be compulsory and the last available list of officials shall be used to give effect to the provisions of the Clause.
- c) Any and all assets remaining after full settlement of all just debts and liabilities incurred by The Centre shall be appropriately disposed of, after consultation with the LAANSW.

#### 15.1 GENERAL

- a) Insurance
  - i) The Centre must effect and maintain insurance pursuant to Section 44 of The Act.
  - ii) In addition to the insurance required under Sub-Clause (i), The Centre may effect and maintain other insurance.
- b) Funds - Source
  - i) The funds of The Centre shall be derived from annual fees and subscriptions of members, donations, sponsorships, sale of Centre regalia and, subject to any resolution passed by The Centre in General Meetings, such other sources as The Executive Council determines.
  - ii) All money received by The Centre must be deposited as soon as practicable and without deduction to the credit of The Centre's bank account.
  - iii) The Centre must, as soon as practicable after receiving any money, issue an appropriate receipt.
- c) Funds - Management
  - i) Subject to any resolution passed by The Centre in General Meetings, the funds of The Centre are to be used in pursuance of the objects of The Centre in such manner as The Executive Council determines.
  - ii) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two (2) members of The Executive Council as defined in Sub-Clause 5.7 (B) TREASURER (e).
- d) Common Seal
  - i) The Common Seal of The Centre must be kept in the custody of the Public Officer.
  - ii) The Common Seal must not be affixed to any instrument except by the authority of The Executive Council and the affixing of the Common Seal must be attested by the signatures of two (2) members of The Executive Council or of one (1) member of The Executive Council and of the Public Officer.

e) Custody of Books

Except as otherwise provided by these rules, 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 Centre.

f) Inspection of Books, etc

The records, books and other documents of The Centre must be open to inspection, free of charge, by a member of The Centre at any reasonable hour.

g) Services of Notices

i) For the purpose of these rules, a notice may be served by or on behalf of The Centre upon any member either personally or by sending it by post to the member at the member's address shown in the register of members.

ii) If a document is sent to a person by properly addressing, prepaying and posting to the person, a letter containing the document, the document is unless the contrary is proved, taken for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

## 16.1 AMENDMENTS TO THE CONSTITUTION

Amendments to this Constitution shall: -

- a) Be made only at an Annual General Meeting or a Special Meeting called by The Executive Council.
- b) Affiliated adult members and The Executive Council shall be empowered to forward motions to change this Constitution and such motions shall be signed by two (2) members and shall be received by the Secretary of The Centre at least fourteen (14) days before The Executive Council Meeting.
- c) To become an effective resolution of The Centre, be passed by a majority vote consisting of at least three-quarters of members present and voting at The Centre Annual General Meeting or Special General Meeting.
- d) Be specific and shall refer to the Clause or Clauses concerned specifying the deletion, insertion or addition of words that are required and followed by the Clause as it would appear if amended.
- e) Any amendments to this Constitution to be notified to the Department of Fair Trading for that Department's approval and information.

## APPENDIX 1

### DEFINITIONS (INTERPRETATIONS)

a) In these rules, except in so far as the context or subject matter otherwise indicates or requires: -

"Secretary" means: -

- i) the person holding office under these rules as secretary of The Centre; or
- ii) where no such person holds that office - the Public Officer of The Centre.

"Special General Meeting" means: -

A General Meeting of The Centre other than Annual General Meeting.

"The Act" means: -

The Associations Incorporation Act, 1984.

"The Regulation" means: -

The Associations Incorporation Regulation, 1994.

b) In these rules: -

- i) a reference to a function includes a reference to a power, authority and duty; and
- ii) a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.
- iii) The provisions of the Interpretations Act, 1987, apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

APPENDIX 2

[Rule 3(1)]

APPLICATION FOR MEMBERSHIP OF ASSOCIATION

KU-RING-GAI LITTLE ATHLETICS CENTRE INC.

I, .....  
*(full name of applicant)*

of .....  
*(address)*

.....hereby apply to become a  
*(occupation)*

member of the abovenamed Little Athletics Centre. In the event of my admission as a member, I agree to be bound by the rules of The Centre for the time being in force.

.....  
*Signature of applicant*

*Date* .....

I, ....., a member of The Centre  
*(full name)*

nominate the applicant, who is personally known to me, for membership of The Centre.

.....  
*Signature of proposer*

*Date* .....

I, ....., a member of The Centre  
*(full name)*

second the nomination of the applicant, who is personally known to me, for membership of The Centre.

.....  
*Signature of seconder*

*Date* .....

**APPENDIX 3**

**[Rule 33(2)]**

**FORM OF APPOINTMENT OF PROXY**

I, .....  
*(full name)*

of .....  
*(address)*

being a member of.....  
*(Little Athletics Centre)*

hereby appoint .....  
*(full name of proxy)*

of.....  
*(address of proxy)*

being a member of that Centre, as my proxy to vote for me on my behalf at the general meeting of The Centre (Annual General Meeting or special general meeting, as the case may be) to be

held on the .....day of..... 20..... and at any adjournment of that meeting.

\* My proxy is authorised to vote in accordance with my attached instructions.

\* *To be inserted if desired.*

.....  
***Signature of member appointing proxy***

*Date* .....

**NOTE:** A proxy vote may not be given to a person who is not a member of The Centre.