



Morialta Uniting Netball Club Incorporated

Rules of Association

2025

ASSOCIATIONS INCORPORATION ACT 1985 (SA)

These rules provide the underlying governance for the operation of the Morialta Uniting Netball Club and shall be made available to members and prospective members on the Club website.

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1. NAME

The name of the association shall be 'Morialta Uniting Netball Club Incorporated' and is hereby approved on 2 April 2026 hereafter be referred to as "the Club".



2. DEFINITIONS AND INTERPRETATIONS

2.1 Definitions

'Act' means the Associations Incorporation Act 1985 (SA).

'Annual General Meeting' (AGM) means a meeting held once a year and of the kind described in clause 8.1.

'Attendance and present' means physical presence or connection via a digital link.

'Club' means the Morialta Uniting Netball Club Incorporated.

'Committee' means the governing body of the Club.

'Committee member' means a person appointed or elected to the Committee.

'Digital and/or virtual' means through the application of communications technology.

'General Meeting' means a general meeting of members of the Club convened in accordance with this Constitution, other than an Annual General Meeting or Special General Meeting.

'Member' means a person who meets membership requirements of the Club as described in this Constitution.

'Month' means a calendar month.

'Office' means the registered office of the Club.

'Official' means any Committee Member, Coach, Team Manager, Umpire or any other representative or administrative position in the Club.

'Place' means a physical or virtual location.

'Regulations' means Associations Incorporation Regulations 2023 (SA).

'Resolution of the committee' means resolution agreed to by no less than three quarters of the members present and of which seven days' notice has been provided to members of the Committee.

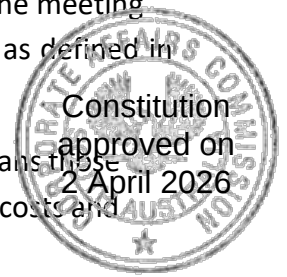
'Special general meeting' means a meeting convened in accordance with this Constitution to resolve an extraordinary issue.

‘Special resolution’ means Members are given 21 days written notice prior to the meeting proposing the special resolution and at least 75% of members voting for this as defined in the Act.

‘Surplus assets’ in relation to the winding up of an incorporated association, means those assets that remain after the liabilities of the Club have been discharged and the costs and expenses of the winding up have been paid.

“Virtual Meeting” means a meeting held by telephone, video or any other technology (or any combination of these technologies), that permits each Voting Member at a meeting of members to communicate with any other participant.

‘Website’ means the official website of the Club.



2.2 Interpretations

In this Constitution:

- 1) a reference to a function includes a reference to a power, authority and duty;
- 2) a reference to the exercise of a function includes the exercise of the power, authority or a duty;
- 3) words importing the singular include the plural and vice versa;
- 4) a reference to 'notice' will be met if it is produced by digital, printed, photographic or other means by which it can readily be read and reproduced;
- 5) a reference to 'writing' shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography and other modes of representing or reproducing words in a visible form, including messages sent electronically;
- 6) reference to a 'meeting' means a formal gathering of Members or of the Committee and includes physical presence or presence through a digital connection; and
- 7) words and phrases not specifically defined take the accepted meaning in speech.



3. OBJECTS OF THE CLUB

The objects of the Club shall be:

- 1) To preserve, promote and advance the interests of Members of the Club;
- 2) To manage, maintain and improve the Club's facilities for the recreation and enjoyment of the local community;
- 3) To contribute to the education, development, and wellbeing of local community members through opportunity for netball involvement with the Club;
- 4) To provide a fair opportunity to all players to develop and play in a sportsmanlike manner whilst pursuing a high level of playing excellence in relation to netball;
- 5) To promote, encourage and develop netball in the local community and any other area as determined by the Committee;
- 6) To carry on business in a 'non-profit' environment where all excess funds generated are directed towards the improvement of facilities and operations, to the benefit of the members. No portion of any income or capital shall be paid or distributed directly or indirectly to members or their associates except as bona fide remuneration of a member for services rendered or expenses incurred on behalf of the Club.

4. POWERS OF THE CLUB

The Club shall have all the powers conferred by section 25 of the Act to further the objects of the Club, and in addition may:

- 1) Establish policies and procedures consistent with this Constitution to ensure sound management of the affairs of the Club.
- 2) Do such other lawful things or acts as may be deemed conducive to the attainment of the Club's objects.



5. MEMBERSHIP

5.1 Eligibility

Membership of the Club shall be open to individuals whose interests and objectives are consistent with those of the Club. The Committee may refuse an application for Membership at its discretion.

5.2 Membership Categories

The members of the Club shall consist of the following:

- 1) Adult Member;
- 2) Junior Member;
- 3) Adult Non Playing Member;
- 4) Junior Non Playing Member
- 5) Honorary Member;
- 6) Life Members;

5.3 Membership Definitions

1. Adult Member

An Adult Member is over 18 years of age who is a financial player for the Club. An Adult Member has full voting rights at all general meetings and may stand for any elected position in the Club.

2. Junior Member

A Junior Member is under 18 years of age who plays netball for the Club. A Junior Member does not have full voting rights at general meetings and may not stand for any elected positions in the Club.

All Junior Members must have at least one Adult Member or Adult Non Playing Member registered as a Contact Parent/Guardian Contact in relation to the Junior Member and the registration must be made at the time of the Junior Member registration. The Contact Parent/Guardian Contact will assume financial responsibility for the Junior Member.

3. Adult Non-Playing Member

An Adult Non-Playing Member is over 18 years of age who does not play netball for the Club but is registered as an Official or as a parent of a financial Junior Member. An Adult Non-Playing Member has full voting rights at all general meetings and may stand for any elected position in the Club.



4. Honorary Member

The Committee may admit Honorary Members of the Club. This may include a sponsor or public figure at the discretion of the Committee. Honorary Membership will be reviewed annually. Honorary Membership may be rescinded by a two-thirds majority of the Committee, where the Honorary Member has been found to be acting in a manner detrimental to the Club or convicted of a criminal offence. An Honorary Member does not have voting rights at general meetings and may not stand for any elected position in the Club. Honorary Members are not required to pay any Membership Fees but may be required to pay other fees, as determined by the Committee.

5. Life Member

- 1) The Committee may admit a member who is nominated as a Life Member for outstanding services to the Club, with a minimum of ten (10) years' outstanding service, or other exceptional contribution.
- 2) Nomination for admission as a Life Member must be made by a committee member.
- 3) The Committee shall decide whether to admit the member as a Life Member, by majority vote of the Committee at the next Committee meeting.
- 4) Any existing life member of Morialta Uniting Netball Club will be admitted immediately as a life member to Morialta Uniting Netball Club Inc.
- 5) Life Members have full voting rights at general meetings and may stand for any elected position in the Club.
- 6) Life Members are not required to pay any Membership Fees but may be required to pay other fees, as determined by the Committee.
- 7) An honour roll of Life Members will be kept and made public on the Club's website.
- 8) Life Membership may be rescinded by a two-thirds majority of the Committee, where the Life Member has been found to be acting in a manner detrimental to the Club or convicted of a criminal offence. Where a Life Membership is rescinded, that individual's name will be removed from the honour roll.

5.4 Application and granting of membership

Any person may apply for membership to the Club if that person:

- 1) supports the objects of the Club;
- 2) agrees to be bound by this Constitution and the policies of the Club;
- 3) makes the application to the Club either in writing signed by the applicant or via an online registration portal specified by the Club;

- 4) specifies in the application which category of membership under Clause 5.2 is being applied for;
- 5) if the person intends to play for the Club, specify if the person intends to play in the upcoming winter and/or summer netball season;
- 6) does not play for, or is not a member or official of, any other netball club that competes in any netball competition that the Club competes in as determined by the Committee,
- 7) makes payment of the relevant subscription, as determined by the Committee, at the time of submitting their membership request,
- 8) and the person will become a Member of the Club upon acceptance of the application by the Committee.



5.5 Subscriptions and fees

The Committee may set a Membership Fee to be paid by Members of the Club, upon such terms and conditions as it deems fit. The Membership Fee may be different for different categories of Members as determined by the Committee.

5.6 Membership Register

A register of the names and addresses of Members and life members of the Club shall be maintained electronically online in the Club membership database and maintained in accordance with the Club's Privacy Policy.

5.7 Participation rights of members

A Member shall be entitled to receive Club services and to receive the annual report, to be represented at and participate in general meetings and to vote at such meetings and in elections in accordance with the entitlements prescribed for his/her category of membership.

5.8 Obligations of members

A Member shall:

- 1) be bound by this constitution and such policies established by the Committee for the effective conduct of the affairs of the Club;
- 2) provide to the Club, in a timely manner, information deemed by the Committee to be necessary to the proper management of the Club; and
- 3) not act in a manner prejudicial to the objects or the interests or reputation of the Club.

5.9 Suspension and cessation of membership

1) Suspension

The Committee may by special resolution suspend the membership of a member who fails to pay its membership fees within 30 days of it falling due or who, in the view of the Committee, is not conducting its affairs in accordance with the expectations and requirements of the Club.

The period of suspension may extend until the member's subscription is paid or until the Committee is satisfied that the member has rectified the circumstances which formed the basis of the suspension.



2) Cessation

- a) A member may at any time, by providing notice in writing to the Committee, cease its Membership of the Club but shall continue to be liable for any subscription fees and all arrears due and not paid at the date of submission of such ceasing of the Membership, and shall only be entitled to a refund in relation to any subscription already paid in accordance with the guidelines set by the Committee
- b) A Member who ceases to be a member must not thereafter use any property of the Club (including intellectual property) and must immediately return to the Club all of the Club's documents, records or other property in its possession, custody or control.

5.10 Expulsion of Member

- 1) Subject to giving a member an opportunity to be heard or to make a written submission, the Committee may resolve to expel a member upon a charge of misconduct detrimental to the interests of the Club or Association.
- 2) Particulars of the charge shall be communicated to the member at least one month before the meeting of the Committee at which the matter will be determined.
- 3) The determination of the Committee shall be communicated to the member, and in the event of an adverse determination the member shall, (subject to 5.11(4) below), cease to be a member 14 days after the committee has communicated its determination to the member. The Member will not be eligible to apply for Membership in a subsequent season without prior approval from the Committee.
- 4) It shall be open to a member to appeal the expulsion to the Club at a general meeting. The intention to appeal shall be communicated to the secretary or public officer of the Club within 14 days after the determination of the Committee has been communicated to the member.
- 5) In the event of an appeal under 5.11(4) above, the appellant's membership of the association shall not be terminated unless the determination of the committee to expel the member is upheld by the members of the association in general meeting after the appellant has been heard by the members of the association, and in such event membership will be terminated at the date of the general meeting at which the determination of the committee is upheld

6. MANAGEMENT

The affairs of the Club shall be managed and controlled by a Committee hereinafter referred to as 'the Committee' which, in addition to any powers and authorities conferred by the Act and this Constitution, may exercise all such powers and do all such things as are within the objects of the Club.



6.1 Composition of the Committee

The Committee shall comprise of the following:

- 1) President, Secretary, and Treasurer/Public Officer.
- 2) at least five and no more than twelve Members who may be selected to hold positions on the Committee at the discretion of the Committee.
- 3) The election of the Committee members shall take place at the AGM
- 4) with election by majority vote. No vote shall be required when the number of nominees for Committee member positions does not exceed the number of vacancies and if so the nominees shall be declared duly elected.
- 5) Where the role of President is not subject to election, the President may be Chairperson for the election for all Committee members.
- 6) Where the role of President is subject to election the Members present shall elect a Member to act as Chairperson. Upon the election of the new President, the outgoing President will reassume their role as chairperson.
- 7) A nominated Member must be present at the AGM to be elected as a Committee member, unless the Member has previously advised the President in writing of their willingness to accept said position.
- 8) No Member may concurrently hold the position of President, Secretary or Treasurer.
- 9) A Member may hold one or more of the roles as described in Clause 6.1.

6.2 Term of Office

All elected Committee members are elected for a term of 1 year and can re-nominate each year.

- a) A member whose prescribed term has been completed and who intend to stand for re-election shall give notice of their intent prior to the Annual General Meeting at which that position falls vacant but shall be deemed to hold office until a successor is elected or appointed.
- b) In addition to the provisions of s30 of the Act, a person shall cease to be a member of the Committee upon:
 - I. permanent incapacity due to ill-health;
 - II. resignation from the Committee in writing addressed to the President and Secretary and delivered to the office;
 - III. absence from three successive meetings of the committee without explanation acceptable to the committee; or
 - IV. upon adoption of a special resolution by fellow members suspending or removing that person on the grounds of breaching this constitution or its attendant policies
 - V. completion of their term if not re-elected



6.3 Powers and responsibilities

The following shall be in addition to particular responsibilities and powers of the Committee prescribed elsewhere within this constitution.

- 1) The Committee shall manage and control the affairs, funds and other property of the Club other than those matters required to be discharged by the Club in a general meeting.
- 2) The Committee may exercise all such powers and do all such things as are within the objects and powers of the Club.
- 3) The Committee shall appoint a public officer as required by the Act.
- 4) The Committee may appoint such staff, under such terms and conditions as the committee may determine from time-to-time as is necessary for the effective and efficient management of the Club.
- 5) The Committee shall meet on at least 6 occasions each year, in such a form, on such date and at a time and place to be determined by the Committee, this includes a Virtual Meeting should the need arise. If the members are unable to agree upon the form,

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date, time or place of a meeting the Chair shall determine the form, date, time and place of such meeting.

- 6) At least fourteen (14) days' notice of a General Meeting must be given to those Members entitled to receive notice.
- 7) Should circumstances dictate, a special meeting of the committee may be called by the Chair.
- 8) Two (2) or more members may by notice in writing signed by each of them require that a meeting of the committee be convened. In such a case, a special committee meeting shall be held within fourteen (14) days of the receipt of such a requisition, provided that this request may be disregarded where such a requisition is received less than fourteen (14) days prior to the day for which the next committee meeting is scheduled.
- 9) The quorum for meetings of the committee shall be 50% of its members
- 10) Except where otherwise specified, resolutions of the committee shall be determined by a simple majority of those present. The chair of the meeting shall be entitled to exercise a deliberative vote and, in the case of a tied vote, shall exercise a casting vote.
- 11) Voting shall be by a show of hands.
- 12) A member of the committee who has any direct or indirect pecuniary interest in a contract, or proposed contract, with the Club must:
 - a) as soon as he or she becomes aware of his or her interest, disclose the nature and extent of his or her interest to the committee; and
 - b) disclose the nature and extent of his or her interest in the contract at the next annual general meeting of the Club; and
 - c) not take part in any decision of the committee with respect to that contract.
- 13) The committee may function validly notwithstanding any vacancy in its membership, provided that the number of members does not fall below the quorum of the committee and includes a majority of elected members.
- 14) Where the number of members falls below that sufficient to form a quorum immediate action shall be taken by remaining members to fill the vacant position/s with a casual appointment.
- 15) The committee may establish sub-committees which shall meet as the committee determines, conduct business in accord with any instructions the committee may issue from time-to-time, and report on the business of any such meeting to the next meeting of the committee.
- 16) The committee may delegate to any sub-committee any of its powers, functions or responsibilities.



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6.4 Committee Vacancies

- 1) Ordinary and extraordinary vacancies
 - a) An ordinary vacancy occurs where an elected Committee member's term year is complete.
 - b) If at any election there are both ordinary and extraordinary vacancies to be filled in respect to Directors, nominations may be called for each type of vacancy separately and filled in order by the candidates receiving the greatest number of votes.
 - c) If there are no nominations for an extraordinary vacancy but an excess of nominations for ordinary vacancies then the extraordinary vacancy shall be filled in order of votes received by those candidates who nominated for the ordinary vacancy and are prepared to accept election to an extraordinary vacancy.
- 2) Casual vacancy
 - a) Where a committee member resigns from a position, or otherwise ceases to hold that position, during a term of office, or a position remains vacant following an election, there shall be a casual vacancy and the Committee may appoint an eligible person to fill the vacancy until the next Annual General Meeting, at which time the position shall be declared to be an extraordinary vacancy and shall be filled by election for the balance of the term of that position.
 - b) In the case where the resigning member is the Chair the committee shall fill the position at the first opportunity.



6.5 Committee Elections

- 1) At least fourteen (14) days prior to the date of the Annual General Meeting a list of committee positions to be filled at that meeting shall be provided in writing to all members, together with a call for nominations for election to such positions.
- 2) A candidate for election as a committee member must be a member of the Club and must be proposed and seconded by two members entitled to vote at the AGM. Such nominations shall be endorsed with the consent of the nominee and must reach the office at least seven (7) days prior to the date of the Annual General Meeting.
- 3) If no more than the required number of nominations are received to fill a vacant position(s) the nominated candidate(s) shall be declared elected.
- 4) If more than the required number of nominations are received for any vacancy, an election shall be conducted by a show of hands at the AGM.
- 5) Where following an election any position remains unfilled there shall be a casual vacancy which shall be filled by the committee at the earliest possible opportunity following the AGM.

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6.6 Invited Guests

The Committee may invite officials, player representatives, Life Members and other members to attend any of its meetings. This invitation may be withdrawn at any time including during a meeting.



6.7 Chairperson at Committee Meetings

- 1) The President shall be the chairperson at all committee meetings. Should the President not be present then the Secretary shall act as chairperson, if the Secretary is also not present the Committee members shall elect a Committee member to act as chairperson.
- 2) The chairperson shall use a casting vote only where an equal number of members eligible to vote and present have voted for and against a motion.

7. COMMON SEAL

The Club shall have a common seal upon which its corporate name shall appear in legible characters. The seal shall not be used without the express authorisation of the committee, and every use of the seal shall be recorded in the minute register of the Club. The affixing of the seal shall be witnessed by the Chair and one other committee member.

8. GENERAL MEETINGS

8.1 Annual General Meetings

- 1) The Annual General Meeting of the Club shall be held annually prior to 30 September each year in such form, on such date and at such time and place as the Committee may determine.
- 2) The meeting shall comprise Members and life members. However, the meeting will be open to any person with a connection to or interest in the Club provided that such person shall not have the right to speak or vote on any matter.
- 3) The business of the Annual General Meeting shall be to:
 - a) approve minutes for the last Annual General Meeting and minutes of any subsequent general or special general meeting;
 - b) receive the Chair's report for the previous financial year;
 - c) receive and approve the financial accounts for the previous financial year;
 - d) declare the election of Committee members;
 - e) appoint an auditor for the ensuing year, if required per Section 12.1
 - f) conduct such other business as may be required by this constitution; and
 - g) conduct any other special business for which appropriate notice has been given.
- 4) At least fourteen (14) days' notice of the AGM shall be provided to all Members and life members through established Club communication processes.
- 5) Such notice shall state:

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- a) form, date, time and place of the meeting;
- b) particulars of any general business to be considered by the meeting; and
- c) particulars of any special business which has been requisitioned or which the Committee has determined to place before the meeting.



8.2 Special General Meetings

- 1) The committee may at any time convene a special general meeting on its own motion.
- 2) Should the Club receive a requisition in accord with clause 6.4 (g) the committee shall within fourteen (14) days convene a special general meeting by issuing the notice specified in the following sub-clause.
- 3) A minimum of seven (7) days' notice of any special general meeting shall be provided to all Members entitled to be represented at that meeting.
- 4) Such notice shall state:
- 5) the form, date, time and place of the meeting; and
- 6) particulars of the business to be conducted at the meeting.
- 7) No motion shall be moved at a special general meeting unless the required notice has been provided.

8.3 Request for a special meeting

- 1) Five (5) or more Members entitled to vote at a general meeting may, by notice in writing, require the committee to:
 - a) convene a special general meeting; or
 - b) include an item of special business on the agenda of the next Annual General Meeting.
- 2) Such requisition shall specify the business to be raised or the resolution to be put at the meeting.
- 3) If a requisition to convene a special general meeting is received less than two (2) months prior to the last day on which the Annual General Meeting can be convened in that year but before it has actually been convened, the committee may at its discretion treat such notice as a notice to include such business as a special item at the next AGM.
- 4) A requisition to include a special item of business on the agenda of the AGM must be received at least twenty-one (21) days prior to the date of the meeting.

8.4 Notices

- 1) Notices shall be in writing and may be distributed either directly, through the post to the member at the address appearing at the time in the membership records of the Club or by digital means to the Member's registered email address.
- 2) Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, pre-paying and posting the letter containing the notice and shall be deemed to have been effected at the time at which the letter would be

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delivered in the ordinary course of the post. If sent by digital means the notice will be deemed to have been served in accordance with the digital record of the Club.



8.5 Proceedings at general meetings

- 1) The Chair or in his/her absence any committee members appointed by the Committee shall preside at general meetings of the Club.
- 2) The chair may with the consent of a meeting at which a quorum is present, and shall if so directed by the meeting, adjourn such meeting to another time and place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- 3) A general meeting may be adjourned for no more than thirty (30) calendar days and notice of such adjournment shall be displayed on the website and provided to Members at least five (5) working days prior to the date of the adjourned meeting.
- 4) At any general meeting a resolution put to a vote shall be decided by a count of votes cast by those in attendance, by means appropriate to the form of the meeting. A declaration by the chair of the meeting that the resolution has been carried or lost shall, unless a re-count or ballot is demanded, determine the matter.
- 5) At any meeting a ballot may be demanded by the chair of a meeting or by at least seventy-five (75) per cent of delegates in attendance.
- 6) Any voting member in attendance shall be entitled to call for a division on any question before the chair.
- 7) The ruling of the chair on any matter relating to the conduct of the meeting shall be binding unless a motion of dissent is carried.

8.6 Quorum for General Meetings

- 1) A quorum for the Annual General Meeting or for a special general meeting shall be eleven (11) members entitled to vote in attendance provided that no resolution to amend, add to, repeal or replace this constitution shall be put to any such meeting unless those present at the time comprise at least five (5) percent of eligible members.
- 2) If at any general meeting a quorum is not declared within 30 minutes of the meeting time appointed, then the meeting shall be adjourned to the same day in the next week at the same place.
- 3) Notice of such adjournment shall be communicated to members.
- 4) If at such an adjourned meeting a quorum is not present within thirty (30) minutes of the appointed time the members present together constitute a quorum except that no resolution to amend, add to, repeal or replace this constitution shall be put to any such meeting.

8.7 Voting at General Meetings

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- 1) Every Member who is in a category of Membership that is entitled to vote, has one vote at a general meeting.
- 2) Subject to these Rules, a question for decision at a general meeting, other than a special resolution, must be determined by a simple majority at a general meeting. Unless a poll is demanded by at least five Members, a question for decision at a general meeting must be determined by a show of hands.
- 3) Members must vote in person. Members are not allowed to vote by proxy.
- 4) If a poll is demanded by at least five Members, it must be conducted in a manner specified by the chairperson presiding and the result of the poll is the resolution of the meeting on that question.
- 5) A Member who is in a category of Membership that is entitled to vote, may only vote if that Member is not currently under suspension by the Club for any reason.



8.8 Special and Ordinary Resolutions

- 1) A special resolution is as defined in the Act.
- 2) An ordinary resolution is a resolution passed by a simple majority at a general meeting.

8.9 Chairperson at General Meetings

- 1) The President shall be the chairperson at all general meetings. Should the President not be present then the Secretary shall act as chairperson, if the Secretary is also not present the members shall elect a member to act as chairperson.
- 2) The chairperson shall have a casting vote only where an equal number of Members present have voted for and against a motion.

9. MINUTES

- 1) Minutes are to be confirmed by the members at a subsequent meeting;
- 2) Minutes are to be signed by the chairperson of the meeting at which the proceedings took place or by the chairperson of the next succeeding meeting at which the minutes are confirmed.
- 3) Proper minutes of all proceedings of general meetings of the Club and of meetings of the committee shall be recorded within one month after the relevant meeting into the electronic minutes register.
- 4) Minutes kept in this manner shall, until the contrary is proved, be evidence that a meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.
- 5) Minutes of general meetings will be made available for inspection by any Member without charge as per section 51 of the Act.

10. DISPUTE RESOLUTION

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- 1) In the event of a dispute between the Club and a Member, or between Members, the following procedure shall apply:
 - a) The parties to the dispute must meet and discuss the matter in dispute within 14 days after the dispute comes to the attention of all of the parties and with a view to resolving the dispute.
 - b) If the parties are unable to resolve the dispute at the meeting the parties may choose to meet and discuss the dispute before a mutually agreed independent person who shall determine a resolution to the dispute.
- 2) In all instances of dispute, the rules of natural justice must be observed.



11. FINANCES AND INDEMNITIES

- 1) The financial year for the Club shall be from 1st of October to 30th of September each year.
- 2) The Club shall maintain such accounting records as are necessary to correctly record and explain the financial position and financial transactions of the Club, in accordance with the Act, which shall be submitted to Members for approval at the AGM.
- 3) The committee shall maintain at least one account at a bank or other appropriate financial institution for the receipt of funds and payment of accounts.
- 4) All payments on account of the Club shall be made only by lawful means as shall be determined by the committee, in consideration of the circumstances.
- 5) No withdrawal shall be made from, and no cheques shall be drawn on, any transaction account in the name of the Club unless the withdrawal form, cheques or electronic transfer is signed or password-activated, as appropriate, by any two of the persons appointed by the Board for such purposes. All extraordinary and capital expenditure must be unequivocally ratified by the Board.
- 6) The Club shall keep and retain such accounting records as are necessary to record and explain the financial transactions and financial position of the Club in accordance with the Act.
- 7) The income and capital of the Club shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to members or their associates except as bona fide remuneration of a member for services rendered or expenses incurred on behalf of the Club.
- 8) An officer or former officer of the Club will be indemnified out of the property of the Club against any liability incurred as an officer of the Club in defending civil or criminal proceedings in which judgement is given in the officer's favour, or in which the officer is acquitted.
- 9) The Club shall, to the extent permitted by the Act, establish and maintain insurance against any liability incurred by an officer of the Association acting in that capacity, including liability for negligence, including reasonable costs and expenses in defending civil

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or criminal proceedings, whatever their outcome. Such insurance shall be maintained for seven years after the insured person ceases to be an officer of the Association.

- 10) Monies payable by a member under this constitution may be recovered in any court of competent jurisdiction as a debt due to the Association.



12. AUDITORS

- 1) An auditor for the Club shall be appointed at the AGM in each year that the club meets the definition of a “prescribed association” in the Act. If an auditor is required, such auditor shall:
 - a) be a registered chartered accountant or certified practicing accountant;
 - b) hold office until the next AGM; and
 - c) be eligible for re-appointment at the AGM.

13. AMENDMENTS TO THE CONSTITUTION

This shall be the only constitution of the Club and shall come into force forthwith. The Constitution shall not be altered, varied, or repealed unless two-thirds of registered Members present at an AGM or at a special general meeting specially convened for that purpose are in favour of such alteration, variation or repeal. The alteration, variation or repeal shall be registered with the Office of Consumer and Business Affairs as required by the Act.

14. WINDING UP

- 1) The Club may be wound up in the manner provided for in the Act.
- 2) The Club shall be dissolved if it is so resolved by a special resolution as defined in the Act
- 3) Upon the passing of such resolution or at such future date as may be specified in the resolution, the committee shall proceed to wind up the Club in accord with the provisions of the Act.
- 4) In the event of dissolution, any such surplus assets shall be distributed to any organisation which has similar objects and has rules which prohibit the distribution of its assets and income to its members. Such organisation or organisations shall be identified and determined by a resolution of members in a general meeting.