



CONSTITUTION

3D Archery Association of Australia Inc



VERSION 3 (2018)



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Part 1 – Preliminary

1. Definitions

(a) In this Constitution:

3DAAA means the 3D Archery Association of Australia Inc.

Affiliated Club means archery clubs affiliated to the 3DAAA and includes those entities recognised under this Constitution

Annual General Meeting means the annual meeting of the association

Club means archery clubs affiliated to the 3DAAA

Commissioner means Commissioner for Fair Trading, Department of Finance, Services and Innovation

Committee Member means an elected member of the committee who is not an office-bearer of the association

Competitor means and includes an athlete, archer, archery competitor, player, and shooter

Constitution means the constitution of the 3DAAA

Financial year means fiscal year

General Meeting means a general meeting of the association other than an annual general meeting

Intellectual Property means all rights or goodwill subsisting in copyright, business names, names, trademarks (or signs), logos, designs, patents or service marks (whether registered or registrable) relating to 3DAAA or any Event, Competition, Championship, Meeting or Archery activity of or conducted, promoted or administered by 3DAAA

Objectives means the objectives of 3DAAA

Official means any person elected or appointed to any position within 3DAAA or an affiliated club

President means the president for the time being of 3DAAA

Secretary means:

- (i) the person holding office under this constitution as secretary of the association; or
- (ii) If no such person holds that office – the public officer of the association.

Special General Meeting means a general meeting of the association that is convened for the purpose of discussing and voting on a special resolution

State means a State of Australia and includes (where appropriate) the Territories of Australia.

State Delegate means the person/s elected or appointed from time to time by 3DAAA committee to act for and on behalf of 3DAAA and represent 3DAAA within individual States and include alternate State delegate (where appointed)

The **Association** means the 3D Archery Association of Australia Inc. (3DAAA)

The **Act** means the *Associations Incorporation Act 2009*

The **Regulation** means the *Associations Incorporation Regulation 2016*



- (b) In this Constitution:
 - (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, if the function is a duty, a reference to the performance of the duty.
- (c) If any provision of this constitution or any phrase contained in it is invalid or unenforceable in any jurisdiction, the phrase or provision is to be read down for the purpose of that jurisdiction, if possible, so as to be valid or enforceable. If it cannot be read down it shall be severed to the extent of the invalidity or un-enforceability, without affecting the remaining provisions of the constitution or affecting the validity or enforceability of that provision in any other jurisdiction.
- (d) The provisions of the Interpretation Act 1987 apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under The Act.

2. Objectives

3DAAA is the peak body for the administration of 3D Archery activities in Australia and is established solely to:

- (a) Affiliate with the International Bowhunting Organization (IBO) and follow guidelines for 3D Archery in as much as developing and improving the Sport of 3D Archery in Australia, and otherwise liaise or affiliate with other Archery Associations and Archery Clubs or their successor or assign ("3DAAA") and such other bodies as may be desirable to achieve these Objectives;
- (b) Conduct, encourage, promote, advance, control and administer 3D Archery activities in and throughout Australia;
- (c) Provide for the conduct, encouragement, promotion and administration of 3D archery activities through and by various Archery Associations and Clubs for the mutual and collective benefit of the members;
- (d) Act in good faith and loyalty to ensure the maintenance and enhancement of 3DAAA and Archery, its standards, quality and reputation for the collective and mutual benefit of the Members and Archery;
- (e) At all times operate with and promote mutual trust and confidence between 3DAAA and the Members in pursuit of these Objectives;
- (f) At all times to act on behalf of, in the interests of, and in conjunction with, the Members;
- (g) Promote the economic and sporting success, strength and stability of 3DAAA and each club and to act interdependently with each club in pursuit of these objectives;
- (h) Ensure compliance with the Rules and By-Laws as amended from time to time of 3DAAA;
- (i) Make Australia a leader in world archery;
- (j) Apply the property and capacity of 3DAAA towards the fulfillment and achievement of these Objectives;
- (k) Use and protect the Intellectual Property of 3DAAA;
- (l) Collect, distribute and publish information in connection with Archery;
- (m) Promote and control Interstate, National and International Meetings, Competitions and Championships;
- (n) Strive for governmental, commercial and public recognition of 3DAAA, the Clubs and Archery;
- (o) Promulgate and secure uniformity in such rules as may be necessary or appropriate for the



- management and control of 3D Archery and related activities in Australia;
- (p) Promote 3D Archery as a spectator sport;
 - (q) Through or in association with the Clubs or other entities or of itself, promote the health and safety of all members;
 - (r) Pursue through itself or others such commercial arrangements, including sponsorship and marketing opportunities as are appropriate, to further these objectives;
 - (s) Formulate or adopt and implement appropriate policies, including in relation to sexual harassment, equal opportunity, equity, drugs in sport, health, safety, junior and senior programs and such other matters as arise from time to time as issues to be addressed in 3D Archery;
 - (t) Represent the interests of its members and of 3DAAA and archery generally in any appropriate forum;
 - (u) Have regard to the public interest in its operation;
 - (v) Do all that is reasonably necessary to enable these objectives to be achieved and to enable the members to receive the benefits which these objectives are intended to achieve;
 - (w) Encourage and promote drug free competition;
 - (x) Undertake and/or do all things or activities, which are necessary, incidental or conducive to advance these objectives;
 - (y) Apply funding and resources where appropriate in the facilitation of members competing and/or representing 3DAAA in International Bowhunting Organisation Inc. (IBO) World Championships and other International Competitions.

3. Powers of 3DAAA

Solely for furthering the objectives of 3DAAA, in addition to any powers it has under the Act.

4. Liability of Members

The liability of members of 3DAAA is limited.

5. Affiliated Clubs

Each club shall:

- (a) Provide 3DAAA with a copy of club documents;
- (b) Recognise the Objectives and Rules which reflect and which are, to the extent permitted or required by the State Acts, generally in conformity with this Constitution;
- (c) At all times act for the joint advantage of 3DAAA and the Members and Archery;
- (d) Do all that is reasonably necessary to enable the Objectives to be achieved;
- (e) Act in good faith and loyalty to maintain and enhance 3DAAA and Archery, its standards, quality and reputation for the collective and mutual benefit of the Members and Archery;
- (f) At all times operate with and promote mutual trust and confidence between 3DAAA and the Members in pursuit of the Objectives; and
- (g) At all times act on behalf of and in the interests of the Members and Archery.



6. Operation of Constitution

3DAAA and Affiliated Clubs agree:

- (a) That they are bound by this Constitution and that this Constitution operates to create uniformity in the way in which the Objectives and the sport of Archery are to be conducted, encouraged, promoted and administered in Australia;
- (b) To act in good faith and loyalty to each other to ensure the maintenance and enhancement of archery, its standards, quality and reputation for the collective and mutual benefit of the members;
- (c) Not to do or permit to be done any act or thing which might adversely affect or denigrate from the standards, quality and reputation of Archery and its maintenance and enhancement;
- (d) To make full and proper disclosure to each other of all matters of importance to 3DAAA and Archery;
- (e) To ensure that no Member acquires a material or 3DAAA financial advantage at the expense of 3DAAA or any Member Association or Archery;
- (f) To operate with mutual trust and confidence in pursuit of the Objectives;
- (g) To promote the economic and sporting success, strength and stability of each other and to act interdependently with each other in pursuit of the Objectives;
- (h) To act for and on behalf of the interests of Archery, 3DAAA and the Members; and Affiliated Clubs; and
- (i) That should Affiliated Clubs have administrative, operational or 3DAAA financial difficulties, the Committee may, in its absolute discretion, act to assist the Affiliated Clubs in whatever manner and on such conditions as it considers appropriate.



Part 2 – Membership

7. Membership generally

- (1) A person is qualified to be a member of the Association if, but only if:
 - a) The person is a natural person, and
 - b) The person has been nominated and approved for membership of the association in accordance with clause 8.

8. Application for membership

- (1) A nomination of a person for membership of the association:
 - a) Must be made in writing (including by email or other electronic means, if the committee so determines) in the form determined by the committee;
 - b) Must be lodged (including by email or other electronic means, if the committee so determines) with the membership secretary of the association; and
 - c) Must be accompanied by full payment.
- (2) As soon as practicable after receiving a nomination for membership, the membership secretary must process the application.
- (3) At the next committee meeting the membership secretary will table the nomination, and if necessary:
 - a) Notify the nominee, in writing, that the committee rejected the nomination.
- (4) The membership secretary must, on receipt of payment by the nominee, enter or cause to be entered the nominee's name into the register of members and, on the name being so entered, the nominee becomes a member of the association.

9. Cessation of membership

A person ceases to be a member of the association if the person:

- a) Dies; or
- b) Resigns membership; or
- c) Fails to pay the annual membership fee under clause 8(1) within three (3) months after the fee is due; or
- d) Is expelled from the association.

10. Membership entitlements not transferable

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

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

11. Resignation of membership

- (1) A member of the association is not entitled to resign that membership except in accordance with this clause.
- (2) A member of the association who has paid all amounts payable by the member to the association in respect of the member's membership may resign from membership of the association by first giving the membership secretary written notice of at least one (1) month (or such other period as the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.



- (3) If a member of the association ceases to be a member under clause 11(2) and in every other case where a member ceases to hold membership, the membership secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

12. Register of members

- (1) The membership secretary of the association must establish and maintain a register of members of the association specifying the name and address of each person who is a member of the association together with the date on which the person became a member.
- (2) The register of members must be kept in New South Wales:
 - a) At a principal place of administration of the association, or
 - b) If the association has no premises, at the association's official address.
- (3) The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.
- (4) A member of the association may obtain a copy of any part of the register on payment of a fee of not more than one dollar (\$1) for each page copied.
- (5) If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection; that information must not be made available for inspection.
- (6) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
 - a) The purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or
 - b) Any other purpose necessary to comply with the requirement of the Act or the Regulation.

13. Fees and subscriptions

- (1) A member of the association must, on admission to membership, pay to the association a fee of one dollar (\$1) or, if some other amount is determined by the committee, that other amount.
- (2) In addition to any amount payable by the member under clause 13(1), a member of the association must pay to the association an annual membership fee of two dollars (\$2), or if some other amount is determined by the committee, that other amount.
- (3) Annual membership fees are due on the anniversary date of membership, for late or non-payment refer to clause 9(c).

14. Members' liabilities

The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by clause 13.

15. Effect of membership

Members acknowledge and agree that:

- a) This Constitution constitutes a contract between each of them and 3DAAA and that they are bound by this Constitution and the By-Laws and/or Policies;
- b) They shall comply with and observe this Constitution and the By-Laws and/or Policies and any determination, resolution or policy which may be made or passed by the Committee;



- c) By submitting to this Constitution and the By-Laws and/or Policies they are subject to the jurisdiction of 3DAAA;
- d) This Constitution is made in pursuit of a common object, namely the mutual and collective benefit of 3DAAA, the members and archery;
- e) This Constitution and the By-Laws and/or Policies are necessary and reasonable for promoting the objectives and particularly the advancement and protection of Archery;
- f) They are entitled to all benefits, advantages, privileges and services of 3DAAA membership; and
- g) A member of Committee will have a two (2) year term in office, unless the Committee member ceases to be a member, refer to clause 9 (a), (b), (c) and (d). Subject to clause 9, the Committee member on resignation or voted out of the Committee position will remain a member of the Association.

16. Resolution of disputes

- (1) A dispute between a member and another member (in their capacity as members) of the association, or a dispute between a member or members and the association, are to be referred to a community justice centre for mediation under the *Community Justice Centres Act 1983*.
- (2) If the dispute is not resolved by mediation within three (3) months of the referral to a community justice centre, the dispute is to be referred to arbitration.
- (3) The *Commercial Arbitration Act 1984* applies to any such dispute referred to arbitration.

17. Disciplining of members

- (1) A complaint may be made to the committee by any person that a Member of the Association:
 - a) Has persistently refused or neglected to comply with a provision or provisions of the rules; or
 - b) Has persistently and willfully acted in a manner prejudicial to the interests of the association.
- (2) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (3) If the committee decides to deal with the complaint, the committee:
 - a) Must cause notice of the complaint to be served on the member concerned; and
 - b) Must give the member at least fourteen (14) days from the time of the notice is serviced within which to make submissions to the committee in connection with the complaint; and
 - c) Must take into consideration any submissions made by the member in connection to the complaint.
- (4) The committee may, by resolution, expel the member from the association or suspend the member from the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- (5) If the committee 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 committee for having taken that action and of the member's right of appeal under clause 18.
- (6) The expulsion or suspension does not take effect:
 - a) Until the expiration of the period within which the member is entitled to appeal against the



resolution concerned; or

- b) If within that period the member exercises the right of appeal, unless and until the association confirms the resolution under clause 18, whichever is the later.

18. Right of appeal of disciplined member

- (1) A Member may appeal to the Association in General Meeting against a resolution of the committee under clause 17, within seven (7) days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect;
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal;
- (3) On receipt of a notice from a member under clause 18(1), the secretary must notify the committee which is to convene a general meeting of the association to be held within twenty-eight (28) days after the date on which the secretary received the notice;
- (4) At a general meeting of the association under clause 18(3):
 - a) No business other than the question of the appeal is to be transacted; and
 - b) The committee and the member must be given the opportunity to state their respective cases orally or in writing, or both; and
 - c) The members present are to vote by secret ballot on the question of whether the resolutions should be confirmed or revoked.
- (5) The appeal is to be determined by a simple majority of votes cast by members of the association.



Part 3 – The Committee

19. Powers of the committee

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

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

20. Composition and membership of committee

- (1) The committee is to consist of:
 - a) The office-bearers of the association; and
 - b) At least four (4) ordinary members, each of whom is to be elected at the annual general meeting of the association under clause 21.
- (2) The total number of committee members is to be at least eight (8).
- (3) The ordinary members of the association are to include:
 - a) Membership secretary;
 - b) Tournament director;
 - c) National Liaison officer; and
 - d) Merchandising officer.
- (4) The office-bearers of the association are as follows:
 - a) President;
 - b) Vice-president;
 - c) Treasurer; and
 - d) Secretary.
- (5) Each member of the committee is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the completion of their elected term, but is eligible for re-election.

21. Election of committee members

- (1) Nominations of candidates for election as office-bearers of the association or as ordinary committee members:
 - a) Must be made in writing, signed by two (2) members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and
 - b) Must be delivered to the secretary of the association at least seven (7) days before the date fixed for the holding of the annual general meeting at which the election is to take place; and
 - c) Must not have had previous membership terminated and/or suspended.
- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected. Positions vacant become a casual vacancy as per clause 24.



- (3) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (4) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (5) The ballot for the election of office-bearers and ordinary committee members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct, including the implementation of a secret ballot.

22. Secretary

- (1) The secretary of the association must, as soon as practicable after being appointed as secretary, lodge notice with the association of her or his address.
- (2) It is the duty of the secretary to keep minutes of:
 - a) All appointments of office-bearers and members of the committee; and
 - b) The names of members of the committee present at a committee meeting or a general meeting; and
 - c) All proceedings at committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

23. Treasurer

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

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

24. Casual vacancies

- (1) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
- (2) A casual vacancy in the office of a member of the committee occurs if the member:
 - a) Dies; or
 - b) Ceases to be a member of the association; or
 - c) Becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth; or
 - d) Resigns office by notices in writing given to the secretary; or
 - e) Is removed from office under clause 25; or
 - f) Becomes a mentally incapacitated person; or
 - g) Is absent without consent of the committee from three (3) consecutive meetings of the committee; or
 - h) Is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than three (3) months; or



- i) Is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

25. Removal of committee members

- (1) The association in general meeting may by resolution remove any member of the committee from the office of members before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the committee to whom a proposed resolution referred to in sub-clause 25(1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the president may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

26. Committee meetings and quorum

- (1) The committee must meet at least three (3) times in each period of twelve (12) months at such place and time as the committee may determine.
- (2) Additional meetings of the committee may be convened by the president or by any member of the committee.
- (3) Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least forty-eight (48) hours (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under sub-clause 26(3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any five (5) members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (6) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the committee:
 - a) The president or, in the president's absence, the vice-president is to preside; or
 - b) If the president and the vice-president are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.
- (9) In relation to a meeting, a telephone or video/online conference is deemed to be a meeting.



27. Delegation by committee to sub-committee

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

28. Voting and decisions

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one (1) vote, but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to clause 26(5), the committee may act despite any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.



Part 4 – General Meetings

29. Annual general meetings – holding of

- (1) The association must hold its first annual general meeting within eighteen (18) months after its registration under the Act.
- (2) The association must hold its annual general meetings:
 - a) Within six (6) months after the close of the association's financial year; or
 - b) Within such later time as may be allowed by the Director-General or prescribed by the Regulation.

30. Annual general meetings – calling of and business at

- (1) The annual general meeting of the association is, subject to the Act and to clause 29, to be convened on such date and at such place and time as the committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting is to include the following:
 - a) To confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;
 - b) To receive from the committee reports on the activities of the association during the last preceding financial year;
 - c) To elect office-bearers of the association and ordinary committee members; and
 - d) To receive and consider any financial statement or report required to be submitted to members under the Act.
- (3) An annual general meeting must be specified as that type of meeting in the notice convening it.

31. Special general meetings – calling of

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the association.
- (2) The committee must, on the requisition in writing of at least five per cent (5%) of the total number of members, convene a special general meeting of the association.
- (3) A requisition of members for a special general meeting:
 - a) Must be in writing; and
 - b) Must state the purpose or purposes of the meeting; and
 - c) Must be signed by the members making the requisition; and
 - d) Must be lodged with the secretary; and
 - e) May consist of several documents in a similar form, each signed by one (1) or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within one (1) month after the date on which a requisition of members for the meeting is lodged with the secretary, any one (1) 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.
- (5) A special general meeting convened by a member or members as referred to in clause 31(4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee
- (6) For the purposes of clause 31(3):
 - a) A requisition may be in electronic form; and
 - b) A signature may be transmitted, and a requisition may be lodged, by electronic means.



32. Notice

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least fourteen (14) days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least twenty one (21) days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under clause 32(1), the intention to propose the resolution as a special resolution.

Note: A special resolution must be passed in accordance of section 39 of the Act.

- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 30(2).
- (4) 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.

33. Quorum for general meetings

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the Meeting is considering that item.
- (2) Five (5) members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half (1/2) an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - a) If convened on the requisition of members – is to be dissolved; and
 - b) In any other case - is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within half (1/2) an hour after the time appointed for the commencement of the meeting, the members present (being at least three (3) are to constitute a quorum.

34. Presiding member

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



35. Adjournment

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for fourteen (14) days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in clauses 35(1) and 35(2) notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

36. Making of decisions

- (1) A question arising at a general meeting of the association is to be determined by:
 - a) A show of hands or, if the meeting is one to which clause 37 applies, any appropriate corresponding method that the committee may determine, or
 - b) If on the motion of the chairperson or if five (5) or more members present at the meeting decide that the question should be determined by a written ballot – a written ballot.
- (2) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) Clause 36(2) applied to a method determined by the committee under clause 36(1) in the same way as it applies to a show of hands.
- (4) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

37. Special resolutions

A special resolution may only be passed by the association in accordance with section 39 of *The Act*.

38. Voting

- (1) On any question arising at a general meeting of the association a member has one vote only.
- (2) 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.
- (3) A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member of the association has been paid.
- (4) A member is not entitled to vote at any general meeting of the association if the member is under eighteen (18) years of age.

39. Proxy votes not permitted

Proxy voting must not be undertaken at or in respect of a general meeting.

40. Postal or electronic ballots

- (1) The association may hold a postal or electronic ballot (as the committee determines) to determine any issue or proposal (other than an appeal under clause 18).
- (2) A postal or electronic ballot is to be conducted in accordance with Schedule 3 of the Regulation.

41. Use of technology at general meetings



- (1) A general meeting may be held at two (2) or more venues using any technology approved by the committee that gives each of the association's members a reasonable opportunity to participate.
- (2) A member of an association who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.



Part 5 – Miscellaneous

42. Insurance

The association may effect and maintain insurance.

43. Funds – source

- (1) The funds of the association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting, such other sources as the committee determines.
- (2) All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank or other authorised deposit-taking institution account.
- (3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

44. Funds – management

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

45. Association is non-profit

Subject to the Act and the Regulation, the association must apply its funds and assets solely in pursuance of the objectives of the association and must not conduct its affairs so as to provide a pecuniary gain for any of its members.

46. Distribution of property on winding up of association

- (1) Subject to the Act and the Regulations, in a winding up of the association, any surplus property of the association is to be transferred to another organisation with similar objectives and which is not carried on for the profit or gain of its individual members.
- (2) In this clause, a reference to the surplus property of an association is a reference to that property of the association remaining after satisfaction of the debts and liabilities of the association and the costs, charges and expenses of the winding up of the association.

47. Change of name, objectives and constitution

- (1) The statement of objectives and this constitution may be altered, rescinded or added to, only by a special resolution of the association.
- (2) An application for registration of a change in the association's name, objectives or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

48. Custody of books etc.

Except as otherwise provided by this constitution, all records, books and other documents relating to the association must be kept in New South Wales, except where office bearers or relevant committee members reside out of New South Wales:

- a) The secretary will keep all meeting minutes, agendas and records of such under their custody or control;
- b) The treasurer will keep all financial documents and records of such under their custody or control;



- c) The membership secretary will keep all membership records and other documentation under their custody or control;
- d) The score recorder will keep all records of such under their custody or under their control.

49. Inspection of books etc.

- (1) The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:
 - a) Records, books and other financial documents of the association;
 - b) This constitution;
 - c) Minutes of all committee meetings and general meetings of the association.
- (2) A member of the association may obtain a copy of any of the documents referred to in clause 47(1) on payment of a fee of not more than one dollar (\$1) for each page copied.
- (3) Despite clause 47(1) and 47(2), the committee may refuse to permit a member of the association to inspect or obtain a copy of records of the association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the association.

50. Service of notices

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

51. Financial year

The financial year of the association is each period of twelve (12) months after the expiration of the previous financial year of the association.