

HOPE VALLEY TENNIS AND NETBALL CLUB INC

RULES OF ASSOCIATION

Lodged with Consumer and Business Services on 21/11/2025

ASSOCIATIONS INCORPORATION ACT 1985 Current as at 23/10/2025

RULES OF ASSOCIATION

NAME

1. The name of the Club is THE HOPE VALLEY TENNIS AND NETBALL CLUB INCORPORATED and shall hereafter be referred to as the "CLUB".

OFFICE

2. The office of the Club shall be that of the Secretary of the Club.

OBJECTS

3. The Objects of the Club are:
 - (a) To promote the sports of tennis and netball.
 - (b) To co-operate with other bodies for the purpose of furthering the interests of tennis and netball and promoting good fellowship and sportsmanship.
 - (c) To arrange and manage tournaments, coaching, and other competitive and social tennis and netball activities.
 - (d) To coach and foster the tennis and netball interests of junior players within the Club.
 - (e) To acquire, own, lease, or otherwise deal with any real or personal property for the purposes of the Club.
 - (f) To raise, borrow, or lend funds with or without security to further the objects of the Club.
 - (g) To do all such other acts, matters and things as are incidental or conducive to the above objects or any of them.

MEMBERSHIP

4. (a) A person shall be considered a member of the Club if they are:
 - (i) A current financial member of the Tennis and/or Netball Sections (see clause 4(b)); or
 - (ii) An approved Life Member (see clause 5)
- (b) A person may apply to become a member of a Section by submitting an application in the form approved by the Section Committee, which may

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include registration through an online portal, completion of an electronic or paper application form, or such other method as the Committee determines from time to time.

- (i) An application for membership must include any information required by the Committee and be accompanied by payment of any applicable membership fee.
 - (ii) An application for membership shall be determined by the Committee (or its delegate), which may accept or reject the application in its absolute discretion, subject to this Constitution.
 - (iii) Upon acceptance of an application and payment of any applicable fees, the applicant shall become a member and be entitled to the rights and privileges of membership.
 - (iv) The Committee may establish, amend or discontinue procedures for applying for membership, including online systems, provided such procedures are consistent with this Constitution.
- (c) Each Section must establish and maintain a register of members. The Secretary is responsible for the maintenance and accuracy of the register of members. This register must include, for each member:
- (i) the member's full name.
 - (ii) The member's residential or postal address and other contact details as deemed relevant by the Committee.
 - (iii) The date on which the member became a member of that Section.
 - (iv) The date on which the member ceased to be a member, if applicable.
- (d) Changes to Sectional membership fees shall be determined at the Annual General Meeting of that Section in each year (see clause 8).
- (e) Persons under the age of 16 years as at the date of the Annual General Meeting shall be eligible to join as Junior Members of that Section at such fees as shall be determined, in accordance with clause 4(d) above, but they shall not be entitled to hold office or vote or take part in business procedures at Club or Section meetings.
- (i) Voting rights for Junior Members at Sectional, Annual, and Special General Meetings may be transferred to one parent or guardian who may or may not be a member of the Club.
 - (ii) The parent or guardian with the voting rights of their Junior(s) shall be considered a financial member for the purpose of reaching a

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General Meeting quorum specified in clause 12(b) below, and election of Committees specified in clause 14(c).

- (iii) Where the parent or guardian is also a financial member, they may exercise their vote and the proxy vote of the Junior member.
 - (f) No financial member shall be entitled to more than one vote except as under clause 4(e) (iii))
 - (g) A person shall cease to be a member of a Section if the person:
 - (i) Resigns from membership by giving written notice to the Secretary of the Section.
 - (ii) Dies.
 - (iii) Ceases to meet the eligibility requirements for membership as set out in this Constitution or any applicable Section policy.
 - (iv) Fails to pay any membership fee, subscription, levy, or other amount payable to that Section within the time determined by the Management Committee, after being given reasonable notice.
 - (v) Is expelled or suspended from membership in accordance with this Constitution and any disciplinary or grievance procedures adopted by the Section, consistent with the requirements of the Associations Incorporation Act 1985 (SA).
 - (h) Upon cessation of membership, all rights, privileges, and entitlements of the person as a member of the Club immediately cease. Cessation of membership does not relieve the person of any financial or other obligations owed to the Club at the time of cessation.
 - (i) Any return of membership fees, in full or in part, shall be at the discretion of the relevant Section Committee, in accordance with their respective refund policies.
5. Life Members may be elected at an Annual General Meeting provided their Sectional nominations are recommended by the Club Management Committee (refer clause 11).
- (a) Life Members nominated in accordance with the clauses above shall have had seven (7) years continuous service with the Club and such life membership shall be given in recognition of outstanding service.
 - (b) Life Members shall be elected by two thirds majority of those present and entitled to vote.

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- (c) Life Members are given the same membership and voting rights as financial members with membership fees for Life Members to be determined by the nominating Section Committee.
- (d) No more than four Life Members shall be elected in any one year. Election of Life Members shall be confined to no more than ten (10) members each from the Tennis and Netball Sections, within a five-year period (taken from the current year plus the four financial years immediately prior to the current financial year)

DISCIPLINARY ACTION AND DISPUTE RESOLUTION

- 6. The Club and Sections will apply fair, transparent, and timely processes for resolving disputes or disciplinary matters relating to conduct, decisions, team matters, governance issues, or any other matter affecting the operations or culture of the Club.
 - (a) Any process should protect the wellbeing of affected individuals, uphold the Club's values, and always maintain a positive and respectful environment.
 - (b) Any person involved in a dispute or disciplinary matter should be afforded natural justice, namely:
 - (i) Informed of the issue or allegation.
 - (ii) Given a reasonable opportunity to respond.
 - (iii) Allowed to be heard before a decision is made.
 - (iv) Treated impartially and fairly throughout the process.
 - (c) In the first instance, every effort shall be made to resolve the dispute informally through respectful discussion. If informal resolution is unsuccessful or inappropriate, a party may lodge a formal dispute in writing to the relevant Club or Section Secretary detailing:
 - (i) The issue in dispute.
 - (ii) The parties involved.
 - (iii) Steps taken to resolve the matter informally.
 - (iv) The outcome sought.
 - (d) If, in the opinion of a Section Committee, the conduct of any member is detrimental to the interests of the Club, that Committee may initiate an investigation. The parties undertaking this investigation shall:
 - (i) Do so impartially and have no conflict of interest.

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- (ii) Ensure that all parties are afforded natural justice as per clause 6(b).
- (iii) Provide a written report to the Section Committee with findings and recommendations.
- (e) After considering the investigation report (if any), the Section Committee will make a determination and advise the affected parties within fourteen (14) days in writing of any action or sanction up to and including cancellation of membership and/or referral to relevant external governing bodies or statutory agencies.
- (f) A party may appeal the determination in writing to the Section Secretary within fourteen (14) days on the grounds of:
 - (i) Procedural unfairness.
 - (ii) New and relevant information.
 - (iii) Disproportionate outcome.
- (g) Appeals will be heard by an Appeals Panel appointed by the Committee, consisting of individuals not previously involved in the matter. The Appeals Panel's decision shall be final.
- (h) In the event of cancellation of membership, a member may also appeal their expulsion at a General Meeting of the Section. The intention to appeal shall be communicated to the Secretary or Public Officer of the Section within fourteen (14) days after the determination of the Committee has been communicated to the member.
 - (i) In the event of an appeal, the appellant's membership of the Section shall not be terminated unless the determination of the Committee to expel the member is upheld by the members of the Section in the General Meeting.
 - (ii) In the event that the sanction is upheld, the appellant's membership will be terminated as of the date of the General Meeting at which this determination is made.

OFFICERS

7. (a)

The Officers of the Club and each Section shall be:

- (i) A President (who will be an ex-officio member of any committee or sub-committee).
- (ii) A Vice President.

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- (iii) A Secretary (who will be an ex-officio member of any committee or sub-committee).
- (iv) A Treasurer.
- (b) The Club must appoint a Public Officer in accordance with the requirements of the Associations Incorporation Act 1985 (SA).
 - (i) The Public Officer must be a natural person who is at least 18 years of age and ordinarily resident in South Australia. The address of the Public Officer is taken to be the official address for service of documents on the Club unless otherwise notified in accordance with the Act.
 - (ii) The Public Officer is responsible for lodging all documents required to be lodged under the Act, including notices of changes to the Club's details, within the prescribed timeframes.
 - (iii) The Management Committee may appoint a Public Officer and may remove or replace the Public Officer at any time, subject to compliance with the Act.

ANNUAL GENERAL MEETINGS

- 8. (a) The Annual General Meeting of the Club shall be held each year no later than four (4) months after the end of the financial year.
- (b) Sectional Annual General Meetings shall be held each year at least fourteen (14) days prior to the Club Annual General Meeting. Only current members of that Section as defined by clause 4(a) are entitled to vote.

SPECIAL GENERAL MEETING

- 9. (a) A Special Meeting of the Club may be called at any time by the President of the Club or by the Management Committee and shall be called within fourteen (14) days upon a requisition to that effect by at least ten (10) members of the Club being delivered to the Secretary. The notice convening the meeting shall indicate the nature of the business to be transacted thereat.
- (b) A Special Meeting of a Section may be called at any time by the Section President or Committee and shall be called within fourteen days upon a requisition to that effect by at least ten (10) members of the Section being delivered to the Section Secretary. The notice convening the meeting shall indicate the nature of the business to be transacted thereat.

NOTICE OF MEETING

- 10. (a) At least fourteen (14) days' notice in writing of all General Meetings of the Club and Committees, and at least seven (7) days' notice in writing of all normal Committee Meetings, shall be given to members.

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- (b) The accidental omission to give notice of any Annual or Special Meetings to, or non-receipt of any such notice, by any of the members shall not invalidate the proceeding of any resolution passed at any such meeting.

COMMITTEES

- 11. (a) The Club Management Committee shall comprise:
 - (i) The four (4) Officers of the Club (refer clause 7) with the President elected on an alternating annual basis from the Tennis Section, and then the Netball Section.
 - (ii) A minimum of two (2) and a maximum of four (4) General Committee members.
- (b) The Club Management Committee have equal representation from the Tennis and Netball Sections (where possible). In the event of there being insufficient nominations from either the Tennis Section or the Netball Section to fill the Club Officer positions (clause 7) at the Annual General Meeting, nominations may be taken from the floor of the meeting from either Section.
- (c) The Club Management Committee may, subject to the decisions made at General Meetings, exercise all powers of the Club, and do all such acts, and things as may be done by the Club or which it considers necessary or expedient to carry out the objects of the Club.
- (d) The Club Management Committee shall be responsible for the allocation of priorities for the overall development and maintenance of the leased areas.
- (e) The Netball Section Committee shall consist of a President, Vice President, Secretary, Treasurer, plus a minimum of three (3) to a maximum of eight (8) General Committee members elected from the financial members of the Netball Section.
- (f) The Tennis Section Committee shall consist of a President, Vice President, Secretary, Treasurer, plus a minimum of two (2) and a maximum of eight (8) General Committee members elected from the financial members of the Tennis Section.
- (g) Non-voting members may be appointed as necessary by the Management, and Section Committees to provide specialist advice, represent sub-groups, or assist with specific functions. These members may attend meetings and participate in discussions but shall not hold voting rights or count towards quorum.
- (h) The Management, and Section Committees shall have the power to appoint any sub-committee for such purposes and consisting of such persons as is thought fit, and these committees may define the powers, and duties of any sub-committee as appointed.

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- (i) The Chairman of each sub-committee shall be nominated by the committee appointing it, and when elected shall be responsible for the convening of sub-committee meetings. All business conducted at any sub-committee meeting shall be recorded in writing and reported to the committee appointing it.
 - (ii) Notwithstanding anything to the contrary herein contained, these committees shall have the power at any time, and from time to time to appoint any person or persons to fill any casual vacancy or casual vacancies on any sub-committee, and to increase the number of persons on any sub-committee by appointing any person or persons as an additional member or members of such sub-committees.
- (i) A member of a Committee who has a direct or indirect pecuniary interest in a contract, or proposed contract, with the Club or relevant Section must, as soon as practicable after becoming aware of the interest, disclose to the Committee the nature and extent of that interest.
- (i) The disclosure must be recorded in the minutes of the Committee meeting at which it is made.
 - (ii) A Committee member who has disclosed a pecuniary interest in a contract or proposed contract must not be present during any deliberation of the Committee with respect to that matter and must not vote on any resolution relating to the contract or proposed contract, except to the extent permitted by the Associations Incorporation Act 1985 (SA).
 - (iii) The Committee may determine any additional procedures for managing conflicts of interest, provided such procedures are consistent with the Act.
- (j) Should any vacancy occur in any office or committee other than in the normal course of elections, the Committee shall fill such vacancies from the financial members of the Club, and such member(s) duly elected shall hold office for the unexpired position of their predecessor's term.
- (k) All acts or decisions done or made by any meeting of the Committee or any member thereof shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of such member or all or any members of Committee, be as valid and effective as if they had all been properly appointed, unless it is proved that the appointment was made in fraud or bad faith.
- (l) Management and Section Committees shall meet as often as may be required to conduct the business of the Club. The President or Secretary or four (4) members of a Committee shall have the power to call a meeting of that Committee.

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- (m) The Club President shall be the Chairperson at all Management Committee meetings of the Club. Should they not be present, then the Vice President of the Club shall be elected to the Chair.
- (n) The Section President shall be the Chairperson at all Section Committee Meetings. Should they not be present, then the Vice President of the Section shall be elected to the Chair.
- (o) All matters requiring a decision at Club or Section Committee Meetings must be decided by a simple majority of eligible votes cast at that meeting, excluding matters requiring a special resolution (see clauses 5(b), 18(b), and 22). Eligible votes include both member votes and any proxy votes permitted under clause 4(e)(iii).
- (p) The Chairperson is entitled to exercise a deliberative vote on all matters before the meeting. In the event of an equality of votes, the Chairperson is also entitled to exercise a casting vote.
- (q) The Chairperson's ruling on points of order and procedural matters is final.

QUORUMS

12. (a) Quorums for Committee Meetings shall be as follows:
- (i) Management 4 Elected Officers
 - (ii) Netball 5 Elected members
 - (iii) Tennis 4 Elected members
- (b) Quorum for General Meetings shall be as follows:
- (i) Management 10 Financial members 16 years and over
 - (ii) Netball 10 Financial members 16 years and over
 - (iii) Tennis 7 Financial members 16 years and over.

PROCEDURES AT GENERAL MEETINGS

13. (a) The President shall chair all General Meetings of the Club. The Section President shall chair all Section General Meetings. If the President is absent, a Vice-President shall chair the meeting. If no Vice-President is present, the members present shall elect a member to chair the meeting.
- (b) Club and Section meetings including General Meetings, Special General Meetings, and Committee Meetings, may be conducted in person, by virtual means, or through a combination of both ("hybrid meetings"), as determined by the relevant Club or Section Committees.
- (c) Where virtual or electronic participation or voting is used, the Committee must ensure that:
- (i) the platform used allows members to participate securely, reliably, and, as far as reasonably practicable, on an equal basis with those attending in person.

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- (ii) The integrity, confidentiality, and accuracy of the voting process are maintained.
- (d) A member who participates or votes through an authorised virtual or electronic method is taken to be present at the meeting for all purposes, including quorum and voting rights.
- (e) The Committee may establish, amend, or revoke procedures or guidelines governing the conduct of hybrid, virtual, or electronic meetings and voting, provided such procedures remain consistent with this Constitution.
- (f) If a quorum is not present within thirty (30) minutes of the scheduled start time, the meeting shall be adjourned and reconvened within fourteen (14) days.
- (g) The order of business at Annual General Meetings shall be:
 - (i) Confirmation of the minutes of the previous Annual General Meeting and of any Special General Meeting held since.
 - (ii) The election of Committee members.
 - (iii) Presentation of the Committee's reports, financial statements, and auditor's report (if required); and
 - (iv) Any other general business.
- (h) The Chairperson may adjourn a meeting with the consent of those present. Only unfinished business from the original meeting may be considered at the adjourned meeting.
- (i) All matters requiring a decision at General Meetings, must be decided by a simple majority of eligible votes cast at that meeting, excluding matters requiring a special resolution (see clauses 5(b), 18(b), and 22). Eligible votes include both member votes and any proxy votes permitted under clause 4(e)(iii).
- (j) The Chairperson is entitled to exercise a deliberative vote on all matters before the meeting. In the event of an equality of votes, the Chairperson is also entitled to exercise a casting vote
- (k) The Chairperson's ruling on points of order and procedural matters is final.
- (l) Annual General Meetings of the Club and its Sections may make by-laws for their proper administration. A by-law may only be changed if:
 - (i) Written notice is given to the Secretary at least thirty (30) days before the meeting and included in the agenda; and

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- (ii) The change is approved by at least two-thirds (2/3) of members present and voting.
- (m) Annual report and the audited financial statements shall be presented at the Annual General Meeting.
- (n) Officers and Committee members for the next twelve (12) months shall be elected at the Annual General Meeting.
- (o) The Club and Sections must keep proper books and records, including:
 - (i) Minutes of proceedings of General Meetings; and
 - (ii) Accounting records, financial statements, or other documents of the Club, however compiled, recorded, or stored.
- (p) All books and records must be available for inspection by any member of the Club at a reasonable time and without charge. The Secretary is responsible for maintaining the books and records and ensuring they are accurate and up to date.

ELECTION OF COMMITTEES

- 14. (a) Committee nominations shall be in writing on the presented form or be nominated from the floor.
- (b) No person shall be eligible for election unless they are a financial member of the Club as per clause 4.
- (c) The election for the office bearers, and the other Committee members shall be by ballot of members present, and voting thereon, held at the Annual General Meeting. No ballot shall be required when the number of candidates nominated for each office does not exceed the number of vacancies, and they shall be declared duly elected.

DUTIES

- 15. (a) The Secretaries shall carry out their duties under direction of the Committees and keep a true record of all minutes of all meetings, attend to correspondence, issue notices of meetings, keep records, and carry out such duties as the Committee may from time to time direct.
- (b) The Club Treasurer shall receive all monies payable to the Club and the give receipts for the same. All monies so received shall be paid into Club banking accounts as directed by the Management Committee.
- (c) The Section Treasurer shall receive all monies payable to the Club and the give receipts for the same. All monies so received shall be paid into Club banking accounts as directed by the Section Committee.

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- (d) Treasurers shall present at each General Meeting a balance of finances and shall keep proper books of account of all monies received, and disbursed, and generally perform all such duties as are directed by the Committee from time to time.

FINANCE

- 16. (a) The financial year shall be from 1st July to 30th June.
- (b) All monies of the Club shall be paid into a transaction account at such financial institution as the Committee may from time to time direct and all monies belonging to the Club shall, as soon as practicable after the same shall be received, be paid and deposited to the credit of those account(s) of the Club.
- (c) No withdrawal shall be made from any transaction account in the name of the Club unless authorised by any two of the persons appointed by the respective Tennis or Netball Section Committees and agreed upon at the Club's AGM for such purposes. All extraordinary and capital expenditure must be unequivocally ratified by the Management Committee.
- (d) The assets and income of the organisation shall be applied solely in furtherance of its above-mentioned objects (Clause 3) and no portion shall be distributed directly or indirectly to the members of the organisation except as bona fide compensation for services rendered or expenses incurred on behalf of the organisation.

TRUSTEES

- 17. Unless otherwise determined, the Officers of the Management Committee of the Club shall be deemed to be the Trustees of the Club, to hold any property real and personal belonging to the Club.

AMENDMENTS TO THE CONSTITUTION

- 18. (a) This Constitution may be added to, repealed, or amended at any annual or other General meeting by resolution carried by a majority of not less than two-thirds of persons present and entitled to vote; (see clause 18(b) below for Section amendments). The Management Committee or any Section desiring to add to, alter or amend this Constitution shall forward its proposals in writing to the Secretary at least twenty-eight (28) days prior to the Annual General Meeting, or Special General Meeting, and the Secretary shall provide all members with at least fourteen (14) days' notice in writing of such proposed amendments, rescissions or additions. These proposals shall be signed by both the proposer, and the seconder.
- (b) Any addition, alteration or amendment to clauses 8, 11(e), 11(f) and 12 which concern one Section only shall be voted upon by that Section, a majority of not less than two-thirds of the persons present and entitled to vote from the Section shall carry the resolution.

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19. The property assets, and income of the Club, wherever derived, shall be applied towards the promotion of the objects of the Club, and no portion thereof shall be paid or transferred either directly or indirectly by way of dividend, bonus or otherwise by way of profit to members generally of the Club. Provided that nothing herein contained shall prevent the payment of interest, or money borrowed, from any member of the Club. Should the Club or Section for any reason whatsoever cease to function, any member or person holding any Club monies or property shall forthwith pay the same to the relevant Committee.

AUDITOR

20. The Club shall prepare and make available to the members an annual financial report comprising: an annual profit and loss statement, a balance sheet, a statement of cash flows and a director's report.

INDEMNITY

21. Unless through their own negligence or wilful default all members of Committee's officers, sub-committee members and employees of the Club, shall be indemnified by the Club from all losses, and expenses incurred by them in any action at law arising out of discharge of their respective duties.

DISSOLUTION

22. The Club by resolution of not less than three fourths of such members entitled to vote at a Special Meeting, notice of which specifying the intention to propose the resolution has been duly given, may resolve that the Club be dissolved.
- (a) The assets of the Club that remains after the satisfaction of all debts and liabilities shall be distributed in equal parts to the Tennis and Netball Sections.
 - (b) If the Tennis and/or Netball Sections cannot or do not wish to receive distributed assets, they shall be transferred to the relevant Governing Body and/or to other organisations with similar purposes which is not carried on for the profit or gain of its individual members.
 - (c) In the event of dissolution, assets that are exclusive to the Tennis or Netball Sections shall be transferred to their respective Governing Bodies and/or to other organisations with similar purposes which is not carried on for the profit or gain of its individual members.

INTERPRETATION

"In writing" or "written" means and includes printing or other means representing or reproducing words in visible form, including electronically.

Words importing singular include the plural, and words importing plural include the singular where the context permits.