

HOPE VALLEY TENNIS AND NETBALL CLUB INC – REG NUMBER 4287 P

RULES OF ASSOCIATION

Lodged with Consumer and Business Services on 07/01/2019

ASSOCIATION INCORPORATION ACT 1956-1965 Current as at 07/01/2019

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.
 - (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) The Club shall consist of:-
 - (i) Registered financial members.
 - (ii) Approved Life members (see 4. (d))
 - (b) Changes to the annual membership fee shall be determined at the Annual General Meeting in each year.

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- (c) Persons under the age of 16 years as at the date of the Annual General Meeting shall be eligible to join as Junior members at such fees as shall be determined, in accordance with clause 4(b) above, but they shall not be entitled to hold office or vote or take part in business procedure at meetings of the club.
 - (i) Voting rights for Junior Members at Sectional, Annual, and Special General Meetings will be transferred to one parent or guardian who is not a financial member of the club. As a result of this clause, no financial member shall be entitled to more than one vote. (Except as under clause (c) (i))
- (d)
 - (i) Life Members may be elected at an Annual General Meeting provided their nominations are recommended by the Management Committee.
 - (ii) Life members shall be elected by secret ballot by two thirds majority of those present and entitled to vote.
 - (iii) No more than four life members shall be elected in any one year. Election of life members shall be confined to no more than 10 members from Tennis and 10 members from Netball, within a five year period (taken from the current year plus the four financial years immediately prior to the current financial year)
 - (iv) Life members nominated in accordance with the clauses above shall have had seven years continuous service with the Club and such life membership shall be given in recognition of outstanding service.
- (e) Upon any person ceasing to be a member of the club for any reason whatsoever they shall not be automatically entitled to the return of their membership subscription or any portion thereof, any return of membership fees, in full or in part, shall be at the discretion of the Tennis or Netball Committee, in accordance with their respective refund policies.
- (f) The Committee may expel from the club or otherwise punish or penalise any member whose conduct, in the opinion of the Committee, is discreditable or injurious to the character or interests of the Club.
- (g) Before any member is expelled or otherwise punished or penalised their conduct shall be enquired into by the Committee and the member shall be given the opportunity to defend, and to justify or explain their conduct.

Provided that a quorum is established and the majority of the Committee present when the matter is enquired into is of the opinion that the member has been guilty of such conduct or action as aforesaid, then the Committee may expel or suspend the membership or otherwise punish or penalise the person.

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- (h) Should any member fail to appear at any enquiry conducted under Clause (4g) hereof, or any adjournment thereof, the Committee may proceed in that member's absence to conduct the enquiry and to make its findings as herein before empowered.

OFFICERS

- 5. The officers of the Club shall be:-
 - (a) The President (who will be an ex-officio member of any committee or sub-committee).
 - (b) A Vice President.
 - (c) A Secretary (who will be an ex-officio member of any committee or sub-committee).
 - (d) A Treasurer.
- 6. The President shall be the Chairperson at all Management Committee meetings of the Club, should he/she not be present, then the Vice President shall be elected to the Chair. At all meetings the Chairperson's decision on points of order shall be final. The Chairperson shall have a casting vote only.

ANNUAL GENERAL MEETINGS

- 7. The Annual General Meeting of the Club shall be held each year no later than 4 months after the end of the financial year.
 - (a) The Annual General Meeting of the Tennis Section shall be held each year at least 2 weeks prior to the Club's Annual General Meeting. Members entitled to vote are those financial members registered in the previous financial year.
 - (b) The Annual General Meeting of the Netball Section shall be held each year at least 2 weeks prior to the Club's Annual General Meeting. Members entitled to vote are those financial members registered in the previous financial year.

SPECIAL GENERAL MEETINGS

- 8. A special meeting of the Club may be called at any time by the President or by the Management Committee and shall be called within fourteen days upon a requisition to that effect by at least 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.

NOTICE OF MEETINGS

- 9. (a) At least 14 days' notice in writing of all general meetings of the Club and Committees, and at least seven days' notice in writing of all normal committee meetings, shall be given to the relevant members.

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- (b) The accidental omission to give notice of any annual or special meeting 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

- 10. (a) The Management Committee shall consist of five officers of the Section (refer clause 5) elected at the A.G.M. The President shall be elected alternately from the Tennis Section, and then the Netball Section, plus two members from Tennis Section, and two from Netball Section. At the Management Meeting prior to the A.G.M., the section nominating the President shall submit a nominee for consideration.

In the event of there being insufficient nominations from either the Tennis Section or the Netball Section to fill the positions, nominations may be taken from the floor of the meeting from either section.

- (b) The Netball Committee shall consist of a President, Vice President, Secretary, Treasurer, and a minimum of three to a maximum of eight committee members. Committee members may be assigned to a specific role, at the discretion of the Netball Committee.
- (c) The Tennis Committee shall consist of a President, Vice President, Secretary, Treasurer, plus a minimum of seven and a maximum of ten Committee Members.
- (d) Management, Netball and/or Tennis 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.
- (e) The Chairman of each sub-committee shall be nominated by the respective 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 respective Committee appointing it.
- (f) 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.
- (g) 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

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members of the Club, and such member(s) duly elected shall hold office for the unexpired position of his predecessor’s term.

- (h) 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.
- (i) The Management committee shall be responsible for the allocation of priorities for the overall development and maintenance of the leased areas.
- (j) The committee shall meet as often as may be required to conduct the business of the Club. The President or Secretary or 4 members of the Committee shall have the power to call a meeting of the Committee.

The President of the Club shall take the chair at all committee meetings. Should the President not be present then a Vice President shall be elected to the chair.

- (k) The 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.

QUORUMS

11. Quorums for Committee Meetings shall be as follows:-

- (a) Management 4 Elected Officers
- Netball 5 Elected Members
- Tennis 6 Elected Members

Quorum for General Meetings shall be as follows:-

- (b) Management 10 Financial members 16 years and over
- Netball 10 Financial members 16 years and over
- Tennis 10 Financial members 16 years and over

PROCEDURES AT GENERAL MEETINGS

- 12. (a) The President of the club shall be the Chairperson at the “Club’s” general meeting. The Tennis and Netball President shall be chairperson at the respective sections Annual General Meeting. Should the person not be present then a vice-president shall be elected to the chair, and if there is no vice-president present, the members shall elect a member to take the chair.
- (b) If within half an hour from the appointed time for a meeting a quorum is not present the meeting shall be reconvened within 14 days.

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- (c) The Chairperson of a meeting may with the consent of the meeting adjourn the same time to time, and place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (d) Only members present in person shall be entitled to vote.
- (e) At all meetings the chairperson's decision on points of order shall be final.
- (f) The chairperson shall have a casting vote in addition to their deliberative vote.
- (g) The Club's Annual General Meeting may make by-laws necessary for proper administration of the Club. Any by-law so made shall not be repealed, added to or amended unless and until:-
 - (i) Notice of intention to propose such repeal, addition or amendments is first given in writing by a member of the Club to the Secretary of the Club not later than 30 days prior to the date of such Annual General Meeting, and included in the agenda for such meeting.
 - (ii) Such repeal, addition is proposed at such Annual General Meeting, and is approved by not less than two-thirds of the members of the Club present at such meeting, and voting thereon.
- (h) The annual report and audited balance sheet or financial statement shall be submitted to members at the Club's Annual General Meeting.
- (i) The Election of Officers and Committee for the ensuing twelve months shall take place at the Annual General Meeting together with any other business mentioned in the notice paper convening the meeting.

ELECTION OF COMMITTEES

- 13. (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.
- (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

- 14. (a) The Secretaries shall carry out their duties under direction of the Committee,

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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 Treasurers shall receive all monies payable to the Club and give receipts for same. All monies so received shall be paid into banking accounts of their Respective Committees. The Treasurer shall present at each general meeting a balance of finances of the Respective Committees, 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

15. The financial year shall be from 1st July to 30th June.

- (a) All monies of the Club shall be paid into a transaction account of the Committees at such bank 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
- (b) 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 respective tennis or netball committees for such purposes. All extraordinary and capital expenditure must be unequivocally ratified by the Board.

TRUSTEES

16. Unless otherwise determined the Officers of the Committee of the Club for the time being 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

17. (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 17b for section amendments). Management or any section desiring to add to, alter or amend this constitution shall forward its proposals in writing to the Secretary at least 28 days prior to the annual general meeting, or special general meeting, and the Secretary shall provide all members with at least 14 days notice in writing of such proposed amendments, rescissions or additions. These proposals shall be signed by both the proposer, and the seconder.

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- (b) Any addition, alteration or amendment to sections 7(i), 7(ii), 10(b), 10(c) 11 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.

18. 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 for any reason whatsoever cease to function, any member or person holding any Club monies or property shall forthwith pay the same to the Committee.

COMMON SEAL

19. The Club shall have a Common Seal. The custodian thereof shall be appointed by the Committee, and all documents to which it shall be necessary to affix the Seal shall be signed by two members of the Management Committee, one of which shall be the Secretary. The seal shall be kept at the bank, used by the Management Committee of the Club.

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 directors' report."

INDEMNITY

21. Unless through their own negligence or wilful default all members of Committee's officers 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, resolve that the Club be dissolved. At the time of passing of the resolution, and thereupon the assets of the Club shall be disposed of:-
- (i) Monies held in the respective Tennis and Netball Accounts shall be disposed of to their respective Governing Bodies.
 - (ii) Assets controlled by the Management Committee shall be disposed of by half to the North East Tennis Association, and half to the South Australian Districts Netball Association.

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INTERPRETATION

In this Constitution masculine includes feminine.

“In writing” or “written” means and includes printing or other means representing or reproducing words in visible form.

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