

I certify this as a
true copy of the
constitution.

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Treasurer

**HECTORVILLE SPORTS & COMMUNITY
CLUB INCORPORATED**

CONSTITUTION

7th April 2009

INDEX

Clause No	Description	Page No
1.	Name of Association	1
2.	Purposes of Association	1
3.	Powers of Association	1
4.	Property of Association	2
5.	Membership	2
6.	Life Members	2
7.	The Committee	3
8.	Committee meetings	4
9.	Committee Business	4
10.	President	5
11.	Secretary	5
12.	Treasurer	5
13.	Annual General Meeting	5
14.	Special general meeting	6
15.	Notice of general meeting	6
16.	General meeting procedure	6
17.	Auditors	6
18.	Common seal	7
19.	Rules	7
20.	Altering this Constitution	7
21.	Winding up	7
22.	Indemnity	7
23.	No liability	7
24.	Interpretation	7

CONSTITUTION
OF
HECTORVILLE SPORTS & COMMUNITY CLUB INCORPORATED

1.0 Name of Association

The Association is called **HECTORVILLE SPORTS & COMMUNITY CLUB INCORPORATED.**

2.0 Purposes of Association

The purposes of the Association are:-

- 2.1. To promote the physical, intellectual and moral well-being of members by providing facilities for their participation in such sports and recreations in which human beings are the sole participants as the Association may from time to time determine.
- 2.2. To give special consideration and assistance to any young people who have need of relief because of physical or other handicaps, sickness, destitution or other misfortune.
- 2.3. To encourage, promote and foster an appreciation and knowledge of and participation in the fields of music, art and literature in and among members.
- 2.4. To do other things incidental to the above purposes as the Association or the Committee thinks fit.

3.0 Powers of Association

The powers of the Association are:-

- 3.1. to seek or receive membership fees, donations, gifts and property of any kind
- 3.2. to publish periodicals, reports or other documents
- 3.3. to provide education and disseminate literature relating to the Association or its purposes
- 3.4. to assist in setting up any body having similar or related purposes
- 3.5. to join or co-operate with any other body in order to further any purpose of the Association
- 3.6. to contribute to any body, or support any body, with purposes of a social, educational, benevolent, patriotic or charitable nature
- 3.7. to set up endowments, scholarships, bursaries and educational grants
- 3.8. to arrange and provide recreation and other activities for members
- 3.9. to deal with property of all kinds and in any manner
- 3.10. to enter into any arrangement
- 3.11. to invest any property of the Association in any manner
- 3.12. to borrow money on any terms, operate bank accounts and give any security
- 3.13. to carry on any business or legal proceedings
- 3.14. to pay any expense

- 3.15. to engage and dismiss workers
- 3.16. to administer any property held on trust
- 3.17. to do all such other acts and things to further the purposes of the Association as the Association or the Committee thinks fit
- 3.18. to do anything else that the Association or Committee decides.

4.0 Property of Association

All income and property of the Association may only be applied for the purposes of the Association.

None of it may be paid or transferred directly or indirectly to the members or relatives of members.

However, this does not restrict the payment in good faith of:-

- 4.1. reasonable remuneration to any officer or member of the Association for services actually rendered
- 4.2. reasonable rental for property let or hired to the Association by a member or
- 4.3. any payment incidental to the Association's activities provided it is consistent with the Association's purposes.

5.0 Membership

5.1. The initial members will be those declared as members at the inaugural meeting of the Association.

5.2. Subsequently, any interested person may nominate to become a member.

That person becomes a member if the Committee accepts him or her as a member.

5.3. The Committee may:-

- (a) reprimand a member
- (b) suspend the membership of a member or
- (c) cancel the membership of a member.

However, the Committee must give the member at least 10 days notice in writing of its intention to do so.

The Committee must also give the member a reasonable opportunity to make submissions to the Committee before it votes on such a motion.

5.4. Membership does not give any right or interest in any property of the Association.

5.5. No member is liable to contribute to any liabilities of the Association, or any costs of winding it up.

6. LIFE MEMBERS

6.1. From time to time the Committee may appoint Life Members. Consideration will be given to those members who have accumulated a minimum of 10 years' non-playing voluntary service.

- 6.1.1. Life Members shall be announced at the senior winter presentation evening.
- 6.1.2. No more than two (2) Life Members may be appointed in any one year.
- 6.1.3. No person may be appointed a Life Member unless the member has been nominated for that position by letter, addressed to the President and signed by two financial members of the Association, setting out the reasons for the proposed nominations.

7. The Committee

- 7.1. The Committee consists of the President, the Secretary, the Treasurer, three ordinary Committee members and a representative from each sporting section of the Club.
- 7.2. A member may not be elected to the Committee unless he or she has attained the age of 18 years.
- 7.3. The initial Committee members will be as elected at the inaugural meeting of the Association.

Otherwise, Committee members are elected at the AGM.

- 7.4. Subject to this Constitution, elected Committee members hold office for two years.
- 7.5. A Committee member may stand for re-election at the AGM.
- 7.6. Anybody may nominate for election to the Committee at any time prior to the relevant election.

A person may nominate for election to more than one position on the Committee.

However, except in the case of Secretary and Treasurer, a person cannot be elected to more than one position.

- 7.7. A nomination need not be in writing.

No seconder of a nomination is required.

- 7.8. If there is only one nominee for a position on the Committee, that person will be declared elected.

Otherwise, there will be a ballot for the position.

The person with the most votes is elected to the position.

However, if there is an equality of votes, successive ballots will be taken until the deadlock is broken.

- 7.9. The Committee may fill any casual vacancy on the Committee, including a vacancy remaining after an AGM.

- 7.10. The Committee may, by special resolution, remove any Committee member who has:-

- (a) contravened this Constitution or
- (b) neglected to carry out his or her duties under this Constitution or
- (c) been absent for two consecutive Committee meetings without the consent of the Committee or
- (d) committed an act of bankruptcy as described in the Bankruptcy Act.

- 7.11. A removed Committee member may appeal to a general meeting of the Association.
He or she will be reinstated if the general meeting votes for reinstatement.

8. Committee meetings

- 8.1. The Committee will meet as and when they deem it necessary.

If two Committee members call a meeting, the Committee must meet as soon as practicable.
- 8.2. Notice of a Committee meeting may be given at a previous meeting, or by facsimile transmission or post, or by telephone or other personal notification.

24 hours notice is sufficient.

Any notice by post is deemed given the day after posting.
- 8.3. A Committee meeting is convened for any period when a quorum of Committee members are actually in touch with each other by telephone or video conference facility.

Likewise, a Committee member is deemed present at a Committee meeting if he or she takes part in the meeting via a telephone call or video conference facility.
- 8.4. A quorum of the Committee consists of three Committee members.
- 8.5. Each Committee member, including the President, has one vote on any motion or matter for decision.

In the case of an equality of votes, the President does not have a casting vote, and the motion must be declared lost.
- 8.6. Any motion set out in a document signed by all Committee members is deemed to have been passed at a duly convened meeting.

Such a document may be signed in counterparts (i.e. separate copies).
- 8.7. A Committee member must disclose any financial interest in any contract or proposed contract with the Association.
- 8.8. No Committee member may take part in any decision about any contract or proposed contract in which they have a financial interest.

9. Committee business

- 9.1. The Committee is responsible for the administration and management of the Association.

It must also carry out any decisions of a general meeting.
- 9.2. The Committee may delegate any of its functions to any particular Committee member or members.
- 9.3. It may also appoint sub-committees to carry out any of its functions.

Any person (including a non-member) may be a member of a sub-committee.

However, at least one Committee member must be a member of each sub-committee.

10. President

- 10.1. The President is the Chair of all meetings of the Association and the Committee.

- 10.2. In the absence of the President, those present may elect one of their number to be the Chair.
- 10.3. The Chair's ruling on any matter of meeting procedure is final and binding on the meeting.

11. Secretary

- 11.1. The Secretary must:-
- (a) carry out all secretarial functions for the Association
 - (b) give all notices that may be required under this Constitution
 - (c) generally carry into effect the directions of the Committee.
- 11.2. The Secretary must keep accurate minutes of the meetings and decisions of the Association and the Committee.

12. Treasurer

- 12.1. The Treasurer must:-
- (a) control all funds of the Association
 - (b) pay all funds received into an Association bank account as soon as practicable after receiving them
 - (c) pay the Association's debts as they become due.
- 12.2. The Treasurer must keep accurate records of all financial affairs, money matters and fund raising activities of the Association.
- 12.3. All Association cheques must be signed by the Treasurer and some other Committee member nominated for that purpose by the Committee.
- 12.4. The Treasurer must submit to the Committee regular statements of the financial position of the Association.
- 12.5. The Treasurer must present the Association's annual financial statements at the AGM.

13. Annual General Meeting

- 13.1. The AGM will be held once each year at a time and place fixed by the Committee.
- 13.2. Each AGM must deal with the following matters (and no other matters):-
- (a) to receive apologies
 - (b) to confirm the minutes of the previous AGM, and any intervening general meeting
 - (c) to receive the President's report
 - (d) to receive and, if decided, accept the Association's annual financial statements
 - (e) to elect Committee members for the following year
 - (f) to deal with any other matter notified in the notice of meeting.

14. **Special general meeting**

- 14.1. A special general meeting of members must be called by the Secretary following:-
- (a) a resolution to that effect of the Committee or an AGM
 - (b) receipt of a written request signed by at least 20% of the members (providing the request states the matters to be dealt with at the meeting).
- 14.2. Within 21 days of any of the above events, the Secretary must give notice of the special general meeting.
- 14.3. The notice must state the matters to be dealt with at the meeting.
- No other matters may be dealt with at the meeting.

15. **Notice of general meeting**

- 15.1. Notice of any general meeting may be given to members:-
- (a) in any Association newsletter
 - (b) by individual written notice posted to each member
 - (c) by notice put up at any premises used or occupied by the Association or
 - (d) in any other manner fixed by the Committee.
- 15.2. At least 10 days notice of any general meeting must be given, and for this purpose notice by post is deemed given the day after posting.
- 15.3. The provisions of this clause need not be complied with if the Secretary signs a declaration that he or she believes that by the time for the meeting at least 90% of members are aware of the fact, date, time and place of the meeting.

16. **General meeting procedure**

- 16.1. Subject to the next sub-clause, the quorum for a general meeting is not less than 15 members, or one third of the members, whichever is less.
- 16.2. If a quorum is not present at any meeting within 30 minutes of the commencement time, the Chair must adjourn the meeting for not less than 7 days.
- Those members present at the adjourned meeting time constitute a quorum.
- 16.3. Voting at general meetings will be by a show of hands.
- However, if the Chair, or 5 or more members, require it, the vote will be by poll.
- 16.4. Each member, including the Chair, has one vote on any motion or matter for decision.
- In the case of an equality of votes, the Chair does not have a casting vote, and the motion must be declared lost.

17. **Auditors**

- 17.1. The Committee may appoint (and remove) auditors to audit the Association's annual financial statements, or for any other purpose.
- However, if required by law, auditors must be appointed.

17.2. The auditors have the power to call for any Association books or records at any time.

18. Common seal

18.1. The common seal of the Association may only be used with the authority of the Committee.

18.2. Every document to which the seal is affixed must be signed by two Committee members.

19. Rules

19.1. The Committee may make, alter or rescind rules relating to the Association and its members.

19.2. However, no such rule may be inconsistent with this Constitution.

19.3. A rule has the like force as if it was part of this Constitution.

20. Altering this Constitution

This Constitution may be altered or replaced at any time by a special resolution of a general meeting.

21. Winding up

21.1. The Association may be wound up at any time by a special resolution of a general meeting.

21.2. Upon winding up, any surplus assets after payment of liabilities must be transferred to such charity or institution as the general meeting decides by special resolution.

22. Indemnity

Each Committee member is indemnified by the Association against all loss, damages and expenses paid or incurred by him or her as a Committee member in the proper exercise of his or her duties.

23. No liability

No member or Committee member is liable for:-

23.1. the errors or defaults of any other member or Committee member

23.2. any defect of title to any property acquired by or on behalf of the Association

23.3. any loss or damage arising from the insolvency or tortious act of any person controlling any property of the Association or

23.4. any other loss or damage to the Association

unless due to the default of the member or Committee member.

24. Interpretation

“Special resolution” means a motion supported by three quarters of those present at the meeting.