

## CONSTITUTION OF THE FAR NORTH COAST SWIMMING ASSOCIATION INCORPORATED

### PART 1 NAME

The name of the Association shall be the Far North Coast Swimming Association Incorporated, hereinafter referred to as the "Association".

### PART 2 OBJECTS

The objects of the Association shall be:

- 2.01 To promote, teach and encourage the art of swimming.
- 2.02 To stimulate public opinion in favour of providing proper accommodation and facilities for swimming at all levels of competence.
- 2.03 To affiliate to Swimming New South Wales Ltd or such other body or corporation as may succeed it.  
Affiliation to other kindred bodies may be effected from time to time by the Committee.
- 2.04 To assist Swimming New South Wales Ltd to enforce uniform laws for the regulation and control of swimming competitions and to organise and supervise the sport within the area of the Association and to report any matter requiring the attention of Swimming New South Wales Ltd.
- 2.05 To institute, regulate and control all Area Championships for affiliated swimmers within the boundaries of the Area and to hold such other races and contests in the water as may from time to time be found expedient.
- 2.06 To do such things as are necessary and incidental to attain the objects of the Association.

### PART 3 MEMBERSHIP

- 3.01 Subject to this Constitution the membership of the Association shall be the delegates of the Swimming Clubs within the boundaries of the Far North Coast Area, those boundaries being as defined from time to time by Swimming New South Wales Ltd or such other body or corporation as may succeed it. The clubs shall hereinafter be called the "Area Clubs".
- 3.02 The Area Clubs shall be each entitled to nominate two (2) delegates to the Association. Such nominations shall be made in writing to the Secretary of the Association.
- 3.03 All delegates must be eighteen (18) years of age or older.
- 3.04 Upon receipt of a written nomination by an Area Club the Secretary of the Association shall record or cause to be recorded the name of the delegate and other details in the register of members kept pursuant to Clause 3.09 and the delegate shall be deemed to be a member from the date of receipt of the nomination by the Secretary.
- 3.05 Where an Area Club nominates a delegate in place of a delegate previously nominated then the previously nominated delegate of the Club shall be deemed to have resigned as a member of the Association from the date of receipt of such nomination and the Secretary shall make a record to that effect in the register of members.
- 3.06 The Committee may with the prior written approval of Swimming New South Wales Ltd or such other body or corporation which may succeed it, and shall if so directed to by that body, add or remove a swimming club from the Area Clubs and such removal or addition shall take effect from the date of such approval or direction as the case may be.
- 3.07 Any persons who are delegates of Area Clubs shall become members of the Association.
- 3.08 A Club listed as an Area Club shall pay such affiliation fees and registration fees as are determined by the Association at a General Meeting.

- 3.09 A register of members shall be kept by the Association showing the name, address and date of commencement of membership for each member. Provision for noting the date of cessation of membership shall also be contained in the register. The Public Officer shall maintain the register of members and may delegate this duty to the Registrar or Secretary with the Public Officer having full access to this information.
- 3.10 Membership shall cease upon resignation, expulsion or failure to pay outstanding affiliation fees within three (3) months of the due date or removal from the Area Clubs of the name of the Club, but all arrears or debts at the date of such termination shall remain due and payable.
- 3.11 The Association year and the Financial year of the Association shall run from 1st April to 31st March next following. Affiliation fees of the Area Clubs shall fall due on the first day of April of each year. Swimmer Registration fees fall due on the first day of October of each year and are to be paid in full prior to competing in any designated Association Carnival.

#### **PART 4 DISCIPLINE OF MEMBERS**

Where the Association is advised or considers that a member has allegedly:

- a) breached, failed, refused or neglected to comply with a provision of this Constitution, the By-Laws, the Policies and the Rules or any resolution or determination of the Committee; or
- b) acted in a manner unbecoming of a member or prejudicial to the Objects and interests of the Association and/or swimming; or
- c) brought the Association or swimming into disrepute;

the Association may commence or cause to be commenced disciplinary proceedings against that member.

#### **PART 5 MANAGEMENT - BY COMMITTEE**

- 5.01 The Association shall have its affairs controlled and managed by the Committee comprising the office bearers and sufficient other members to make a Committee of nine (9).
- 5.02 The office bearers shall consist of a President, Vice President, Secretary, Treasurer, Registrar and ALEC Convener.
- 5.03 The office bearers and the other members of the Committee shall be elected at each Annual General Meeting. Any casual vacancy occurring in the Committee may be filled by a member appointed by the Committee. Where insufficient nominations are received any vacant positions remaining on the Committee shall be deemed to be casual vacancies.
- 5.04 Each member of the Committee shall hold office from the date of their election or appointment until the conclusion of the next Annual General Meeting.
- 5.05 Retiring Committee members are eligible for re-election.
- 5.06 The Committee shall meet as often as necessary to conduct the business of the Association and not less than on four (4) occasions in the twelve (12) months period following any Annual General Meeting.
- 5.07 The quorum for meetings of the Committee shall be five (5) Committee members elected at the previous Annual General Meeting or appointed under the provisions relating to casual vacancies.
- 5.08 Notice of a Committee Meeting shall be given at the previous Committee Meeting or by such other means as the Committee may decide.

- 5.09 A member of the Committee shall cease to hold office upon resignation in writing, removal as a member of the Club, or absence from three successive Committee Meetings without providing reasonable justification for those absences to the satisfaction of the Committee.
- 5.10 The Committee may function validly provided its number is not reduced below the quorum. No business shall be transacted 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 shall be dissolved.
- 5.11 Questions arising at any meeting of the Committee shall be decided by the majority of votes of those present, eligible and voting. In the case of an equality of votes the person appointed to chair the meeting shall have a second or casting vote.
- 5.12 Additional meetings of the Association may be convened by the President or any two (2) members of the Committee.
- 5.13 The Association may establish sub-committees, however styled, to carry out specific functions on its behalf. Any sub-committees that are established shall report regularly at general meetings of the Association and follow any direction received from the Association. The Association may dissolve a sub-committee at any time. Any funds raised or handled by a sub-committee shall be, for all purposes, funds of the Association.

## **PART 6 GENERAL MEETING**

- 6.01 The Association shall convene the Annual General Meeting of the members of the Association in May of each year.
- 6.02 The Committee may, whenever it deems fit, but on not less than on four occasions, convene a Special General Meeting of the Association. A Special General Meeting shall be convened within thirty (30) days of receiving a written request to do so from at least two (2) Clubs listed as Area Clubs of the Association.
- 6.03 The Annual General Meeting shall receive for adoption from the Committee a recommendation indicating the names of persons who, having been invited, have agreed to grant their patronage to the Association for the ensuing year for the position of Patron.
- 6.04 At least fourteen (14) days notice of all General Meetings and notices of motion shall be given to members by such means as may be determined by the Committee. In the case of General Meetings where a special resolution is to be proposed, notice of the resolution shall be given to members at least twenty-one (21) days before the meeting.
- 6.05 In the case of the Annual General Meeting the following business shall be transacted whether specified or not:
- 6.05.1 Confirmation of the minutes of the last Annual General Meeting and any recent Special General Meeting.
- 6.05.2 Receipt of the Committee's report upon the activities of the Association in the last Association and Financial year.
- 6.05.3 Election of office bearers and other members of the Committee.
- 6.05.4 Receipt and consideration of a statement from the Committee which is not misleading and gives a true and fair view for the last Association Financial year, including:
  - income and expenditure
  - assets and liabilities
  - mortgages, charges and other securities
- 6.05.5 Appointment of an Auditor for the ensuing Association Financial year.
- 6.06 The quorum for a General Meeting shall be twelve (12) delegates.

- 6.07 Voting at General Meetings shall be by a show of hands unless a secret ballot is demanded. Decisions shall be made by a simple majority vote except for those matters which must be decided by a special resolution where a three quarters majority of the members present, eligible and voting is required.
- 6.08 All votes shall be given personally and there shall be no voting by proxy.
- 6.09 In the case of an equality of votes the person appointed to chair the General Meeting shall have a second or casting vote, except where in relation to an election to an office an equality of votes shall be resolved by lot to eliminate the unsuccessful candidate.
- 6.10 Nominations of candidates for election as office bearers or other committee members may be made at the Annual General Meeting.
- 6.11 If within half an hour of the appointed time for the commencement of a General Meeting a quorum is not present the meeting, if convened upon the requisition of members shall be dissolved, and in any other case shall 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.
- 6.12 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the meeting shall be dissolved.
- 6.13 Notice of all General Meetings shall be given to the Area Clubs, Association's Patron and Life Members.

## **PART 7 OFFICE BEARERS**

- 7.01 The President or, in the absence of the President, the Vice-President shall act as Chairman at each General Meeting and Committee Meeting of the Association.
- 7.02 If the President and Vice-President are absent from a meeting or unwilling to act, the members present at the meeting shall elect one of their number to act as Chairman.
- 7.03 The Secretary shall keep, or cause to be kept, the records of the business of the Association including the rules, By-Laws, register of members, minutes of all General and Committee Meetings and a file of correspondence. These records shall be available for inspection by any member and shall be held in the custody of the Secretary.
- 7.04 The Treasurer shall ensure that all monies received by the Association are paid into an account in the name of the Association. Payments shall be made through a petty cash system or by cheque signed by two (2) signatories authorised by the Committee. Major or unusual expenditures shall be authorised in advance by the Committee or a General Meeting.
- 7.05 The Treasurer shall ensure that correct books and accounts are kept showing the audited financial affairs of the Association. These records shall be available for inspection by any member and shall be held in the custody of the Treasurer.
- 7.06 The Registrar shall keep a record of all swimmers and life members registered with the Association.

## **PART 8 SPECIAL RESOLUTIONS**

- 8.01 A special resolution may be passed by a General Meeting of the Association to affect the following:
- 8.01.1 To change the name of the Association.
  - 8.01.2 To change the Constitution of the Association.
  - 8.01.3 To change the objects of the Association.

- 8.01.4 To amalgamate with another Association.
- 8.01.5 To voluntarily wind up the Association and distribute the property of the Association, subject to Part 14.
- 8.02 A special resolution shall be passed in the following manner:
  - 8.02.1 A notice must be sent to all members advising that a General Meeting is to be held to consider a special resolution.
  - 8.02.2 The notice must give details of the proposed special resolution and give at least twenty-one (21) days notice of a meeting.
  - 8.02.3 A quorum must be present at the meeting.
  - 8.02.4 At least three quarters majority of those present, eligible and voting must vote in favour of the resolution.
- 8.03 A special resolution to change the name of the Association, Constitution or Objects shall be of no effect until such time as it has been approved by Swimming New South Wales Ltd. or such other body or corporation as may succeed that Organisation.

## **PART 9 MISCELLANEOUS**

- 9.01 The Association shall effect and maintain insurance as required by law together with any other insurance regarded as necessary by the Association.
- 9.02 The funds of the Association shall be derived from the affiliation fees of Area Clubs, registration fees, donations, grants and such other sources approved by the Association.
- 9.03 The Association shall affiliate with and remain affiliated with Swimming New South Wales Ltd. or such other body or corporation as may succeed that Company, and shall to the extent permissible by this Constitution comply with any lawful and reasonable direction of that Association.
- 9.04 The colours and badge of the Association shall be determined at a general meeting.
- 9.05 Service of documents on the Association is affected by serving them on the Public Officer or by serving them personally on two members of the Committee.
- 9.06 Notices sent by post shall be deemed to have been received two (2) days after the date of posting.
- 9.07 The income and property of the Association shall be used for the promotion of the objects of the Association and shall not be paid or transferred to members by way of dividend, bonus or profit.

## **PART 10 LIFE MEMBERS**

- 10.01 At any Annual General Meeting of the Association any person or persons may be elected a Life Member of the association in recognition of special services rendered over a period of not less than ten (10) years to the sport of swimming.
- 10.02 Each nominee shall be recommended to the Committee for consideration and if approved by the Committee, be submitted for election at the Annual General Meeting of the Association and carried by a three quarters majority of those present, eligible and voting.
- 10.03 A Life Member shall be entitled to attend and speak to any motion at all meetings of the Association and shall have such other privileges as may be decided upon from time to time by the Association. A Life Member shall be eligible for election to office or the Committee with full voting power. However, a Life Member shall not be entitled to vote at any meeting of the Association unless otherwise qualified.

**PART 11 BY-LAWS**

- 11.01 The General Meeting may from time to time make, amend or repeal such By-Laws as may be necessary for the purposes of attaining the objects of the Association.
- 11.02 The General Meeting may adopt wholly or in part any rule relating to the conduct of swimming or swimming competitions as prescribed by Swimming New South Wales Ltd.
- 11.03 A By-Law made pursuant to this Clause shall take effect from the date that it is made or such later date as the Committee shall decide and shall be laid before the next Annual General Meeting of the Association and that General Meeting may disallow the By-Law where upon it shall cease to have effect from the date of that meeting.
- 11.04 A By-Law made pursuant to this Clause shall not be inconsistent with this Constitution nor inconsistent with any rules adopted or recognised by Swimming New South Wales Ltd. or such body or corporation as may succeed that Organisation, unless the Company has given its prior written approval to the By-Law.

**PART 12 PUBLIC OFFICER**

- 12.01 The Committee shall ensure that one of its members is appointed as Public Officer.
- 12.02 The Committee may at any time remove the Public Officer and appoint a new Public Officer provided the person appointed is eighteen (18) years of age or older and a resident of New South Wales.
- 12.03 The Public Officer shall be deemed to have vacated his position in the following circumstances:
- death;
  - resignation;
  - removal by the Committee or at a General Meeting;
  - bankruptcy or financial insolvency;
  - mental illness;
  - residency outside New South Wales.
- 12.04 When the vacancy occurs in the position of Public Officer the Committee shall within fourteen (14) days notify NSW Office of Fair Trading on the prescribed form and appoint a new Public Officer.

**PART 13 LIABILITY OF MEMBERS**

The Members of the Association shall have no liability to contribute towards the payment of debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association except to the amount of any unpaid membership fees.

**PART 14 WINDING UP OF THE ASSOCIATION.**

In the event of the winding up or the cancellation of the incorporation of the Association and there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed amongst the members of the Association, such property shall be given or transferred to some other institution or institutions having objects similar or in a part similar to the objects of the Association and which shall also prohibit the distribution of its or their property among its or their members, such institutions to be determined by the members of the Association at or before the time of dissolution or in default thereby be disposed of in a manner provided for in the legislation under which the Association is incorporated.