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# Maitland District Netball Association Inc

## Constitution

<b>Review Dates</b>	
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<b>Current</b>	<b>7<sup>th</sup> November 2016</b>

**MAITLAND DISTRICT NETBALL ASSOCIATION INC.  
CONSTITUTION**

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1. GENERAL

a) DEFINITIONS

For the purposes of this Constitution,

**'Affiliated Club'** means any club (comprising one or more teams) which has paid the prescribed annual affiliation fee to the Association.

**'Annual Report'** means the report provided annually by the Association at the Annual General Meeting.

**'Association'** means the Maitland District Netball Association Inc.

**'Chairperson'** means the elected President of the Association or as otherwise required by clause 4 a).

**'Club Delegate'** means a duly appointed representative of an Affiliated Club of the Association.

**'Council'** mean those members appointed in accordance with clause 5 a) of this Constitution.

**'Executive Committee'** is the President, Secretary and Treasurer elected in accordance with clause 5 d) of this Constitution.

**'Instrument'** means any document pertaining to the governance of the Association, and includes, but is not limited to, this Constitution, and the associated policies of the Association.

**'Life Member'** means any member of the Association elected to such membership in accordance with this Constitution.

**'Management Committee'** is those members elected in accordance with clause 5 d) of this Constitution.

**'Member Protection Policy'** means the Netball NSW Member Protection Policy.

**'Netball NSW'** means the controlling body for Netball in New South Wales.

**'President'** means the person elected to the position under clause 4 b) of this Constitution.

**'Public Officer'** means the person appointed to that role by the Association in accordance with any relevant policy.

**'Registered Member'** means any financial member or Life Member of the Association.

**'Returning Officer'** means the person appointed to the position as per clause 4 of this Constitution.

**‘Secretary’** means the person elected to the position under clause 4 b) of this Constitution.

**‘The Office Bearers of the Association’** mean the members of the Management Committee.

**‘Vice President’** means the person elected to the position under clause 4 b) of this Constitution.

b) INTERPRETATION

- i) Where this Constitution conflicts with any other instrument of the Association, this Constitution shall prevail.
- ii) Where ambiguity exists between this Constitution and any other instrument of the Association, the natural interpretation of the Constitution shall prevail.
- iii) The Management Committee shall hold the power to deal with and adjudicate upon all questions and disputes as to the interpretation of the Constitution, rules and associated policies.

c) TITLE

The name of the Association shall be the Maitland District Netball Association Inc., however may referred to from time to time as Maitland Netball Association.

d) TYPE OF ORGANISATION

The Association is a ‘not-for-profit’ organisation whose income and property is applied solely towards the promotion of the objects of the Association. No funds or property shall be paid or transferred directly or indirectly by way of dividend or bonus or by way of profit to or amongst the members.

e) COLOURS

The Association’s colours will be maroon, white and grey.

f) ASSOCIATION LOCATION

The Association office and facilities are located at (Lot 200) 18 Gipps Street, South Maitland, NSW 2320.

g) OBJECTS

The objects of the Association are:

- i) to further the interests of its members and promote and control the game of Netball within the boundaries of the Association;

- ii) to promote, regulate and control competition matches between Affiliated Clubs and to control all premierships and carnivals of the Association;
  - iii) to select and manage the Association's representative teams;
  - iv) to affiliate with and support Netball NSW;
  - v) to co-operate with other affiliated organisations in New South Wales for the furtherance of Netball; and
  - vi) adopt and adhere to the Netball NSW Member Protection Policy.
- h) PATRON
- The Association Management Committee may from time to time appoint one or more patrons and may also cancel any such appointment.

## **2. AFFILIATION WITH NETBALL NSW**

The Association shall affiliate with Netball NSW annually as required under the Netball NSW Constitution and any relevant Netball NSW policies.

## **3. MEMBERSHIP**

- a) ORDINARY MEMBERSHIP
- i) The Association is the controlling body for netball within its boundaries and its authority shall be recognised by all Registered Members who shall adopt and obey this Constitution and the policies of the Association.
  - ii) The Association may admit to membership, Registered Members as defined by the Constitution or any other relevant policy of Netball NSW. Requirement's for registration:
    - a) complete the approved registration process; and
    - b) pay the prescribed annual membership fee through their affiliated club.
  - iii) A person ceases to be a Registered Member of the Association if the person:
    - a) dies;
    - b) ceases to be financial under Clause 3 c) ii) below; or
    - c) is expelled from the Association in accordance with the Member Protection Policy.
  - iv) The Management Committee may reject any application for membership without assigning any reason therefor.
- b) LIFE MEMBERSHIP
- i) Any person may be elected a Life Member of the Association in recognition of outstanding service to the Association for a period of service not less than 10 years.

- ii) Candidates for election as Life Members shall be nominated by two Members of the Council and to be received at least two months before the meeting at which such nominations will be considered.
- iii) Candidates' name(s) are to be circulated to members of the Management Committee and Affiliated Clubs. Voting is restricted to members of the Management Committee and Club Delegates.

The vote must be carried by a two-third majority. Council may, by resolution from time to time, fix the maximum number of persons who may at any time hold life membership.

- iv) A Life Member shall be entitled to attend all Council, Special Council, Annual General and any other Council meetings but shall not have voting rights, unless the Life Member is also a Management Committee member or a Club Delegate.
- v) A person ceases to be a Life Member of the Association if the person:
  - a) dies; or
  - b) is expelled from the Association in accordance with the Member Protection Policy.

c) MEMBERSHIP FEES AND MISCELLANEOUS FEES

- i) All Registered Members of the Association will be financial members between 1 January and 31 December of the year in relation to which membership is paid.
- ii) Membership fees will be determined by the Management Committee annually.
- iii) Club affiliation fees will be determined by the Management Committee annually.
- iv) The non-playing membership fee for all Management Committee members and active life-members will be paid to Netball NSW by the Association.
- v) A Registered Member ceases to be financial if they:
  - a) fail to renew their membership; or
  - b) fail to pay to the Association money they owe to the Association within the required timeframe.

d) REGISTER OF MEMBERS

- i) The Secretary of the Association shall also hold the position of Public Officer for the Association.
- ii) The Association shall establish and maintain a register of members of the Association specifying the name and address of each person who is a

Registered Member of the Association, together with the date on which the person became a Registered Member.

- iii) The register of members shall be kept at the principal place of administration of the Association and shall be open for inspection by any Registered Member of the Association at any reasonable hour; however, such inspection shall be limited to viewing the names of Registered Members only.

e) MEMBERS' LIABILITY

The liability of a Registered 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.

f) AFFILIATION OF CLUBS

In order to become affiliated with the Association, clubs must:

- i) Consist of one or more teams comprising Registered Members of Netball NSW.
- ii) Pay an annual affiliation fee as determined by the Management Committee.

g) CLUB DELEGATES

- i) Affiliated Clubs shall each have the right to nominate Registered Members as Club Delegates to the Council in accordance with the following:
  - a) fifty Registered Members or less – one delegate;
  - b) fifty-one to 100 Registered Members – two delegates;
  - c) one hundred and one to two hundred Registered Members – three delegates;
  - d) more than two hundred Registered Members – four delegates.
- ii) The Secretary of each Affiliated Club shall notify the Association's Secretary of the names and addresses of Club Delegates at least seven days prior to the first meeting of Council each year.
- iii) An Affiliated Club has the right to withdraw a Club Delegate and appoint another Club Delegate in their place at any time, with the completed paperwork and no later than twenty-four hours prior to a Council meeting.
- iv) A vacancy shall be deemed to have occurred in respect of any Club Delegate who has, without leave of Council, failed to attend three consecutive Council meetings.
- v) Any such vacancy shall be filled by a nominee of the Affiliated Club whose Club Delegate has caused the vacancy.



- vi) At each meeting all Club Delegates present shall sign their attendance and shall state the club that they represent at that meeting.
- vii) A Club Delegate may only represent the Club of their initial registration of that calendar year at any meeting.

#### 4. MEETINGS

##### a) MEETINGS – GENERAL PROCEDURE

- i) The President shall take the chair at all meetings of the Council and Management Committee. In the President's absence the chair shall be taken by the Vice President.
- ii) If neither the President nor Vice President is present within thirty minutes of the time fixed for the commencement of the meeting, the members present shall elect a Chairperson.
- iii) A quorum for ordinary Council meetings shall consist of half the total number of the Association's Management Committee members plus one, and Club Delegates representing at least one-quarter of the Affiliated Clubs. A quorum for Management Committee meetings shall consist of half of the total number of the Management Committee plus one.
- iv) If no quorum is present thirty minutes after the time fixed for the commencement of a meeting it shall be adjourned to such time and place as the Chairperson shall decide. The Secretary shall give written notice thereof to each Office Bearer, and the Secretary of each Affiliated Club (where applicable).
- v) The accidental omission to give any member the required notice shall not invalidate a meeting or any of the business of the meeting.
- vi) Questions arising at an ordinary meeting of the Council, Management Committee, Standing Committee or any sub-committee are to be determined by a simple majority of votes cast by eligible members. Each eligible member shall have one vote to be taken in such a manner as the Chairperson shall direct, except that a secret ballot shall be taken if any member requests it.
- vii) In the case of an equality of votes, the President (or the person otherwise presiding) shall, in addition, have a casting vote.
- viii) There shall be no voting by proxy at any meeting of the Association except where a Convenor authorises a sub-committee member to attend a meeting at which she/he is eligible to vote in her/his place.

##### b) ANNUAL GENERAL MEETING

- i) An Annual General Meeting of the Association shall be held the first Monday in November of each year.

- ii) All Registered Members may attend but voting shall be restricted to Office Bearers and Club Delegates from each Affiliated Club.
- iii) Not less than twenty-one days' written notice of the Annual General Meeting of the Association shall be given to each Office Bearer, Club Delegate and the Secretary of each Affiliated Club.
- iv) A copy of the Association's Annual Report and the audited balance sheet shall be presented to the Annual General Meeting.
- v) A quorum for an Annual General Meeting shall consist of half the total number of the Association's Management Committee members plus one, and at least one-half of the Club Delegates.
- vi) The business of the Annual General Meeting shall be:
  - a) Confirmation of the minutes of the previous Annual General Meeting;
  - b) Consideration and adoption of the Annual Report and audited balance sheet;
  - c) Appointment of an auditor for the following year;
  - d) Appointment of a Returning Officer (where appropriate);
  - e) Such other business as the meeting thinks fit;
  - f) Election of Office Bearers.
- vii) The following Office Bearers shall be elected and shall form the Management Committee:
  - President;
  - Vice President;
  - Secretary;
  - Treasurer;
  - Registrar;
  - Umpires Convenor (must hold a National Badge);
  - Grading Convenor;
  - Fixtures Convenor
  - Tournament Convenor;
  - Netball Development Officer (must hold a Development Accreditation);
  - Canteen and Purchasing Officer
- viii) Nominations for election, signed by two Registered Members and with the written consent of the nominee, must be lodged with the Secretary at least twenty-eight days prior to the meeting at which the elections are to be held.
- ix) Qualifications must accompany each nomination.
- x) To be eligible for nomination as an Office Bearer a nominee, upon election, must become a Registered Member of both Netball NSW and the Association.

- x) Current Office Bearers shall be eligible for re-election.
  - xii) The President, Secretary and Treasurer of the Association shall not hold the position of President, Secretary or Treasurer of an Affiliated Club.
  - xiii) No person shall be elected to more than one position as an Office Bearer.
  - xiv) Not more than two members of the Management Committee shall be members of any one Affiliated Club.
  - xv) Office Bearers elected at the Annual General Meeting shall assume office at the conclusion of the Annual General Meeting and shall hold office for the ensuing year, unless they are removed or resign in the interim.
  - xvi) An Office Bearer may resign their position by providing written notice of their intention to do so to the Association Secretary.
  - xvii) The Association may, at a Special Council Meeting, by resolution remove any Office Bearer before the expiration of their term of office.
  - xviii) In the event of a casual vacancy occurring in the membership of the Management Committee, the Management Committee may appoint a replacement to hold the position for the remainder of the Office Bearers' term of office.
- c) SPECIAL COUNCIL MEETINGS
- i) Special Council Meetings shall be called by the Secretary:
    - a) at the direction of the President;
    - b) upon receipt of a requisition signed by not less than one-third of the members of Council.
  - ii) All Registered Members may attend but voting shall be restricted to Office Bearers and Club Delegates from each Affiliated Club.
  - iii) Not less than twenty-one days' written notice shall be given to members of Council and to the Secretary of each Affiliated Club, specifying the time and location of a Special Council meeting and the nature of the business to be considered.
  - iv) A quorum for a Special Council meeting shall consist of half the total number of the Association's Management Committee members plus one, and Club Delegates representing at least one quarter of the Affiliated Clubs.

## 5. ORGANISATIONAL STRUCTURE

- a) COUNCIL
  - i) The Council shall consist of:
    - a) the Office Bearers of the Association;

- b) Delegates from each Affiliated Club who are Registered Members of that club.
  - ii) The Council shall meet four times each year. Meetings shall be held the first Monday in the months of March, June, September and November.
  - iii) Not less than seven days' written notice shall be given specifying the time and place of the meeting of Council, and any special business to be dealt with.
  - iv) Order of business at Council meetings shall be:
    - a) Apologies;
    - b) Confirmation of Minutes;
    - c) Business Arising from Minutes;
    - d) Notices of Motion;
    - e) Elections;
    - f) Correspondence and business arising;
    - g) Reports;
    - h) General business.
  - v) Association delegates to other organisations are to submit a report to the Secretary of all meetings/functions attended on behalf of the Association within twenty-eight days of such meeting/function.
- b) POWERS OF COUNCIL
- i) The powers and functions of Council are:
    - a) to elect the members of the Management Committee at the Annual General Meeting each year;
    - b) to elect the members of the Grading Standing Committee at its meeting held in November of each year;
    - c) to make or alter Rules of Competition and Constitution;
    - d) to receive reports from the Management Committee on the activities of the Association since the previous Council meeting;
    - e) to make recommendations to the Management Committee on any matter affecting the affairs of the Association;
    - f) to empower the Management Committee to take action in accordance with the Netball NSW Member Protection Policy or relevant Association policies against any Affiliated Club or Registered Member; and
    - g) to review financial records of the Association and approve investments, loans and potential purchases in excess of \$10,000.

c) INCOME AND PROPERTY

i) Application

The Association's income and property must be applied solely towards promoting the Association's Objects and the Association's income and property must not be applied for the profit or gain of its individual members.

ii) No distribution

No part of the Association's income or property may be paid, transferred or distributed, directly or indirectly, by way of dividend, bonus, fee or otherwise, to any of the Members of the Association.

iii) Exception

This clause does not prohibit making a payment approved by the Management Committee or Council of the Association for out-of-pocket expenses incurred by an Office Bearer in performing a duty as an Office Bearer of the Association (refer to Finance Policy).

d) MANAGEMENT COMMITTEE

i) The Management Committee shall consist of the following voting members:

President;

Vice-President;

Secretary;

Treasurer;

Registrar;

Umpires Convenor;

Grading Convenor;

Fixtures Convenor;

Tournament Convenor;

Netball Development Officer;

Canteen and Purchasing Officer.

ii) Regular Management Committee meetings shall be held on dates determined by the Management Committee at the first Management Committee meeting after the Annual General Meeting.

iii) Should it be necessary to call additional meetings, all Management Committee members shall be notified at least twenty-four hours prior to the meeting being held.

iv) Should a quorum of the Management Committee be present; an emergency meeting may be convened at any time.

v) Any member of the Management Committee who, without leave of the Management Committee, has failed to attend three consecutive meetings shall be deemed to have resigned and shall be replaced in accordance with this Constitution.

- vi) The first duty of a member of the Management Committee shall be an Association function as opposed to a club function.
  - vii) An Executive Committee consisting of the President, Secretary, and Treasurer, or in the absence of any one of them, the Vice President, has the power to make urgent decisions for the Association and report to the Committee thereon at its next meeting.
- e) DUTIES OF THE MANAGEMENT COMMITTEE
- i) The Management Committee shall be responsible for the execution of the objects of the Association and without in any way limiting this responsibility shall have power:
    - a) to control and manage the affairs of the Association;
    - b) to fix fees payable by members and to enforce payment thereof;
    - c) to control the funds of the Association and for that purpose to open and operate banking accounts; to invest funds in any manner authorised by law for the investment of trust funds; to acquire real and personal property of all descriptions and to sell or otherwise dispose of it; to borrow money on behalf of the Association and to give security therefore; to enter into guarantees of indebtedness on behalf of any Affiliated Club; and, generally, to carry out and attend to all such matters as shall be necessary for the proper management and control of the property of the Association;
    - d) to appoint two delegates and two proxy delegates to represent the Association on the Council of Netball NSW;
    - e) to appoint any delegate or delegates to represent the Association for any purpose with such powers as may be thought fit;
    - f) to exercise the functions and powers of the Council between meetings of the Council and its decisions shall be subject to ratification by the Council at the next meeting; and
    - g) to appoint sub-committees that do not conflict with Standing Committees appointed by Council;
  - ii) Ensure the presentation of a financial report to all Council meetings and make recommendations to Council on matters of finance and policy.
  - iii) The Management Committee is empowered by Council to take appropriate action under the Member Protection Policy pursuant to this Constitution against any Affiliated Club or Registered Member of the Association. Any decision taken under the Member Protection Policy is not subject to ratification by Council.
  - iv) Receive and consider reports from Standing and sub-committees.
  - v) Perform all other such duties as set out in the Association's policy Management Committee Roles and Responsibilities.

f) STANDING COMMITTEES

- i) The Standing Committees of the Association shall be:
  - a) the Grading Committee;
  - b) the Selection Committee.
- ii) The Council shall elect the Grading Committee at the November meeting annually. It shall comprise of not more than six members with no more than one member from any one club, in addition to the Grading Convenor.
- iii) The Management Committee shall appoint the Selection Committee prior to the scheduled representative trials for the ensuing year. Expressions of interest to be submitted to the Secretary.
- iv) Nominations for election to the Grading Committee, signed by two Registered Members and with the written consent of the nominee, must be lodged with the Secretary at least twenty-eight days prior to the meeting at which the elections are to be held.
- v) To be eligible for nomination as a Standing Committee nominee, upon election, must become a Registered Member of both Netball NSW and the Association.
- vi) The Grading Convenor shall be the Convenor of the Grading Committee;
- vii) The Tournament Convenor shall be the Convenor of the Selection Committee;
- viii) The Association Secretary shall be the ex-officio member of all Standing Committees.
- ix) The Council may from time to time appoint additional Standing Committees and define the functions thereof.
- x) Members of Standing Committees shall not disclose any matters discussed at their meetings unless such matters are presented to Council.

g) DUTIES OF STANDING COMMITTEE CONVENOR

- i) The Standing Committee Convenor shall be responsible for:
  - a) directing the proceedings of meetings;
  - b) advising the Standing Committee members, including the Secretary (ex-officio), of all scheduled meetings at least seven days prior;
  - c) recording the minutes of the meetings and forwarding the minutes to the Secretary within fourteen days of the meeting; and
  - d) submit reports for consideration to the Management Committee and/or Council as necessary.

h) DUTIES OF STANDING COMMITTEES

- i) The Grading Committee shall be responsible for:
  - a) the grading of teams prior to the commencement of each competition;
  - b) assisting the Grading Convenor and perform other such duties as directed by the Management Committee from time to time; and
  - c) performing grading duties in accordance with the Association's Grading Policy.
  
- ii) The Selection Committee shall be responsible for:
  - a) ensuring they hold the necessary qualifications being completion of 'selectors' course;
  - b) attending the scheduled trial dates for the ensuing representative season;
  - c) liaising with the Tournament Convenor and the relevant coach to select the representative team;
  - d) assisting the Tournament Convenor and perform other such duties as directed by the Management Committee from time to time; and
  - e) conduct selection process in accordance with the Association's representative and Selection Policy.

**6. ADMINISTRATION**

a) FINANCE

- i) The funds of the Association shall be derived from annual Membership fees, other fees and donations, levies and, subject to any resolution passed by the Association in a Council, Special Council or Annual General Meeting, such other sources as the Management Committee determines.
  
- ii) The main banking accounts of the Association shall be kept at a financial institution approved by the Council and all cheques operating on the accounts shall be signed by any two of the President, Secretary or Treasurer.
  
- iii) The banking accounts of the Representative Teams shall be kept at a bank or building society approved by the Council and all cheques operating on the accounts shall be signed by any two of the President, Secretary or Treasurer.
  
- iv) The Financial Year of the Association shall commence on 1 October and conclude on 30 September.
  
- v) The current bank statements shall be tabled at each meeting of Council, together with a written financial report.
  
- vi) The books of the Association shall be audited each year by a qualified person who is not a member of the Association.



vii) An audited balance sheet shall be presented to each Annual General Meeting.

viii) All Netball NSW fees shall be paid by the due date.

b) EMPLOYEES

The Management Committee may appoint and determine the terms of employment of employees to the Association. An employee shall not be a member of the Association's Management Committee.

c) CUSTODY OF BOOKS

Except as otherwise provided by these rules, all records, books and other documents relating to the Association shall be kept under the custody or control of the Public Officer.

d) INSPECTION OF RECORDS

Any Registered Member may inspect the books of account and minute book of the Association to the extent permitted by law at any reasonable time.

e) EFFECT OF, AND ALTERING, THIS CONSTITUTION

i) Effect of Constitution

This Constitution will have effect as a contract:

- (a) between the Association and each Affiliated Club of the Association;
- (b) between the Association and each Member;
- (c) between a Member and each other Member,  
pursuant to which each Member agrees to accept the provisions of this Constitution, and comply with those provisions, so far as they apply to that Member.

ii) Altering the Constitution and Competition Rules

This Constitution, and the Competition Rules may be altered by special resolution passed by at least 75% of the votes cast at an Annual General Meeting or Special Council Meeting of the Association of which not less than twenty-one days' written notice specifying the resolution/s to be proposed has been given.

Any alteration made to the Constitution of the Association shall be forwarded to Netball NSW within twenty-eight days of the meeting at which such alteration was made.

f) DISSOLUTION OF THE ASSOCIATION

The Association shall not be dissolved except by special resolution passed by a majority of at least 75% of the votes cast at a Special Council meeting of the

Association of which not less than twenty-one days' written notice specifying the resolution to be proposed had been given.

On dissolution of the Association, any property whatsoever remaining after the determination and settlement of all debts and liabilities shall be paid or transferred to Netball NSW to be used for the promotion of Netball.

**8. POLICIES OF THE ASSOCIATION**

The Association may implement appropriate policies in relation to such matters as arise for the administration of netball in the Association.