



Mustangs

BASEBALL ASSOCIATION Inc.

CONSTITUTION

As at July 2010

MUSTANGS BASEBALL ASSOCIATION Inc

CONSTITUTION

BY-LAWS HEREIN REFERRED TO AS RULES OF AN ASSOCIATION OF PEOPLE INTERESTED IN THE PROMOTION AND PLAYING OF THE GAME OF BASEBALL. THE WHOLE OF THE RULES IS KNOWN AS:

THE CONSTITUTION OF THE MUSTANGS BASEBALL ASSOCIATION Inc.

SECTION 1 – PRELIMINARY

PART 1 – PRELIMINARY DEFINITIONS and INTERPRETATIONS

(1) In these rules: -

“**Affiliated Association**” shall mean any affiliated body or Association.

“**Assistant Secretary**” shall mean the Honorary Assistant Secretary of the Association at the time:

“**Association**” shall mean the Mustangs Baseball Association Inc.

“**Committee**” shall mean the Executive Committee.

“**Member**” shall mean any Member as defined in Part 6;

“**Ordinary Member**” means a member of the committee who is not an office-bearer of the association as referred in Part 21 (3);

“**Public Officer**” means;

(a) The person holding office under these rules as public officer of the association: or

(b) The secretary of the association:

“**Registered Players**” shall mean a player who is registered with Mustangs Baseball Association as part of a nominated team, and is the holder of a current registration card

“**Secretary**” means:

(a) The person holding office under the rules as secretary of the association; or

(b) If no such person holds that office-the public officer of the association:

“**Special General Meeting**” means a general meeting of the association other than an annual general meeting, called for a specific purpose:

“**The Act**” means the Association Incorporation Act 2009

“**The regulation**” means the Associations Incorporations Act 2009:

“**Life Member**” is any person who has been granted a lifetime non-paying membership of the Association.

(2) In these rules:

(a) A reference to a function includes a reference to a power, authority and duty: and

(b) A reference to exercise of a function includes, if the function is a duty, a reference to the performance of the duty

(c) Words imputing the male gender shall include meaning the female gender and vice-versa.

(3) The provisions of the Interpretation Act 1987 apply to and in respect of these rules in the same manner as those would so apply if the rules were an instrument made under the Act.

(4) The name of the Association is “Mustangs Baseball Association” Inc.

(5) The objects of the Association shall be the promotion of Baseball on a non-profit basis, the inclusion of teams to compete in competitions and gala days and to uphold the laws and regulations of the game of baseball as defined in the current rulebook of the Australian Baseball Federation.

(6) The colours of the Association shall include Green/ White/ Grey/ Black.

SECTION 11 – MEMBERSHIP and MEETINGS

PART 2 – CONSTITUENTS and MEMBERSHIP

- (1) A person is qualified to be a member of the association if, but only if:
 - (a) The person is a person referred to in section 6(1) of the Act and has not ceased to be a member of the association at any time after incorporation of the association under the Act:
or
 - (b) The person is a natural person:
 - (1) Who has been nominated for membership of the association, and
 - (11) Who has been approved for membership and / or registration of the association by the committee of the association.
- (2) The constituents of the Association shall be:
 - (a) Members, Office bearers and Life Members of the Association hereinafter provided and registered players.
- (3) The Governing members shall be, Office Bearers, Life Members and delegates as hereunder provided.
- (4) Life member shall be:
 - (a) Any member of the Association, who has held office of President, Vice President, Secretary, Assistant Secretary, Treasurer of the Association, may be nominated for election as a Life Member of the Association, or any member that has held no less than 10 years continual membership of the Association.
 - (b) Any such nomination must first obtain the approval of the executive committee before presentation to an Annual General Meeting.
 - (c) The approved nominee must then obtain the consent of three-fourths (3/4) of the members present and voting at such meeting.
 - (d) A notice of nomination for Life-Membership must be in writing signed by at least two (2) members of the Association. Such nomination shall be in the hands of the Secretary at least twenty eight (28) days prior to an Annual General Meeting.
 - (e) All voting for election to Life Membership shall be by ballot, if requested.

PART 3 – CESSATION OF MEMBERSHIP

A person ceases to be a member of the association if the person:

- (a) Dies: or
- (b) Resigns membership: or
- (c) Is expelled from the association.
- (d) Fails to renew annual membership

PART 4 – RESIGNATION OF MEMBERSHIP

(1) An Office Bearer of the association is not entitled to resign that position except in accordance with the following rule;

A member of the association who has not paid all amounts payable by the member to the association in respect of the members membership may resign from the membership of the association by first giving to the secretary written notice of at least one (1) month (or such other period as the committee may determine) of the members intention to resign and on the expiration of the period of notice, the member ceases to be a member.

PART 5 – REGISTER OF MEMBERS

(1) The public officer of the association must establish and maintain a register of the members of the association specifying the name and address of each person together with the date on which the person become a member.

- (2) The register of members must be kept at the principal place of administration of the association and must be open for inspection, free of charge, by any member of the association at any reasonable hour.

PART 6 – FEES and SUBSCRIPTIONS

- (1) A member of the association must be a registered player, coach or manager aged 14 years or over on 1st June of the year of registration or be a parent of a younger player, on admission to membership, pay to the association a fee of \$1.00 or, if some other amount as determined by the committee, that other amount.
- (2) In addition to an amount payable by the member under clause (1) an individual member of the association must pay to the association an annual membership fee of \$1.00 or, if some other amount as determined by the committee, that other amount:
- (a) Before 1 June in each calendar year, or
 - (b) Office Bearers and Life Members are exempt from paying membership fees.
- (3) A defaulter shall be:
- (a) Any constituent who has not paid any due sum to such Club or Affiliated Association within fourteen (14) days after receiving written demand from his club or Affiliated Association.
 - (b) Any constituent, club or Affiliated Association who has not paid within fourteen (14) days after receiving written demand any sum due to the Association, the word sum in both cases, shall mean, sum of money, value of material loaned or value of tickets issued for sale or return.
Any Secretary or responsible official of the Association, club or Affiliated Association reporting a defaulter, must state clearly, the name and address of the defaulter, the amount owing and must declare that the person concerned has been given the requisite (14) days notice to pay. After being posted as defaulter by the Association, a constituent or Affiliate will be responsible to pay to the Association the amount owing. The Association shall not accept as a member, any defaulter.
 - (c) The club shall pay to the affiliate body a team fee and playing fee for players. Such fees are to be determined by the committee from time to time, fees for other organisations that wish to affiliate shall be fixed from time to time. All expenses incurred in recovering overdue fees, or other debts to the Association shall be added to the original account or debt.

PART 7 – MEMBERSHIPS LIABILITY

The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, change 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 as described in Part 6

PART 8 – RESOLUTION OF INTERNAL DISPUTES

Disputes between members (in their capacity as members) of the association, and disputes between members and the association, are to be referred first to the Executive, then an appeal may be made to a Special General meeting

PART 9 – DISCIPLINING OF MEMBERS

- (1) A complaint may be made by any member of the association against other members of the association:
- (a) Where a person persistently refused or neglected to comply with a provision or previous enforcement of these rules: or
 - (b) Has persistently and willfully acted in a manner prejudicial to the interests of the association.
- (2) On receiving such a complaint, the committee:
- (a) Must cause notice of the complaint to be served on the member concerned; and
 - (b) Must give the member at least 14 days and not more than 20 days from the time the notice is served within which to make submissions to the committee in connection with the complaint; and

- (c) Must take into consideration any submissions made by the member in connection with the complaint.
- (3) The committee may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.
- (4) If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under Part 12.
- (5) The expulsion or suspension does not take effect:
 - (a) Until the expiration of the period within which the member is entitled to appeal against the resolution concerned; or
 - (b) If within that period the member exercises the right of appeal, unless and until the association confirms the resolution under rule 10 (4), whichever is the later.
- (6) The Association may disqualify or suspend any constituent with the Association for a violation of the Constitution, or for failure to comply with a direction of the Committee. Any constituent who shall knowingly play with or against any Club, Association or member thereof under suspension or disqualification by the Association shall be liable to suspension or such fixed period as the Association may determine, and, in the case of an individual, may provide for life suspension. When such a disqualification or suspension, and, in the case of an individual disqualified or suspended for life, an application for reinstatement may be made at the expiration of three (3) years from the date of such disqualification or suspension. A disqualification or suspension shall remain in force until removed by the Association on application of the individual. No individual shall participate in Baseball until such disqualification or suspension has been removed by the Association or any recognised controlling body of an amateur sport in N.S.W., If at any meeting of the Association, a motion (of which due notice has been given) that a player, whether previously disqualified or not, has rendered itself unworthy of affiliation with the Association, be carried by a majority of at least two-thirds (2/3 majority) of the members present, such player shall have its affiliation withdrawn. A player will be held responsible for their good conduct whilst in the precincts of any game, meeting or function conducted by the Association.

PART 10 – RIGHT OF APPEAL OF DISCIPLINED MEMBER

- (1) A member may appeal to the association in a general meeting against a resolution of the committee under Part 9, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) The notice must be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a member under clause (1), the secretary must notify the committee, which is to convene a special general meeting of the association to be held within 28 days after the date on which the secretary received the notice.
- (4) At a special general meeting of the association convened under clause (3):
 - (a) No business other than the question of the appeal is to be transacted; and
 - (b) The committee and the member must be given the opportunity to state their respective cases orally or in writing, or both; and
 - (c) The members present are to vote by secret ballot (if requested) on the question of whether the resolution should be confirmed or revoked.
- (5) If at the special general meeting the association passes a special resolution in favour of the confirmation of the resolution the resolution is confirmed and no further appeal may be lodged to the Association.

PART 11 – THE EXECUTIVE COMMITTEE and IT'S POWERS

- (1) The committee is to be called the executive committee of the association and, subject to the Act, the Regulation and these rules and to any resolution passed by the association in general meeting:
 - (a) Is to control and manage the affairs of the association; and

- (b) May exercise all such functions as may be exercised by the association, other than those functions that are required by these rules to be exercised by a general meeting of members of the association; and
 - (c) Has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association.
- (2) The executive committee of the association shall comprise of:
- (a) The president (who shall be Chairman);
 - (b) The senior vice-president;
 - (c) The secretary;
 - (d) The treasurer;
- Note (i) Three (3) members shall form a Quorum
Note (ii) In the event of a temporary vacancy, the assistant secretary, or any member appointed by the committee, may be called on to act on the committee.
- (3) Each member of the committee is, subject to these rules, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.
- (4) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.
- (5) In the absence of the Chairman from any meeting of the Committee the members present shall elect a chairman for such meeting from the members present.
- (6) Each elected member of the Committee may remain on the Committee until the closing of the following Annual General Meeting or until removed as herein provided.
- (7) Any member of the Committee absenting himself for three (3) consecutive meetings thereof without just cause shall be deemed to have vacated his position unless written notification has been received by the Secretary
- (8) The Committee shall, subject to the provisions of the Constitution:
- (a) Conduct the business of the Association between meetings of the Association.
 - (b) Arrange seasonal competition / teams.
 - (c) Have power to make rules for its procedure which shall be valid until revoked.
 - (d) Investigate any reported breach of the Constitution, Rules of Baseball, or Competition rules by an affiliate or constituent and may impose a penalty to be ratified by the Association.
 - (e) Notify affiliated bodies of the Association any disqualification, expulsion or suspension imposed on individuals by any organisation recognised by the Association.
 - (f) Consider, grant, refuse or otherwise deal with all applications for permits in connection with Baseball played under the jurisdiction of the Association and such decision will be final.
 - (g) Deal with all correspondence, accounts and other matters requiring attention between meetings of the Association.
 - (h) From time to time, may make, amend or repeal such By-laws as may deem necessary for the regulation of the affairs of the association, provided always that such By-Laws shall not be repugnant to or inconsistent with any expressed direction or regulation contained in the Rules, or any resolution of the association passed at a monthly meeting.
 - (i) At each monthly meeting of the association submit for consideration and approval estimates of any special expenditure for the ensuing month. All accounts relating to such expenditure must be passed for payment by the association.
 - (j) Have the power to grant applications for affiliation to the association, made after the Annual General meeting and prior to the commencement of competitions.
 - (k) Prepare a report on the activities of the association during the year in which they hold office
 - (l) Grant or refuse application from teams to participate in games other than competition fixtures, and no player shall participate in any such game except by permission of the committee.
 - (m) Grant or refuse application from teams to participate in games outside the metropolitan area, and no such team shall participate in any such game except by permission of the committee such application must be in the hands of the secretary twenty one (14) days prior to the day of the proposed game.
 - (n) Deal with any complaint or dispute other than those set out in Rule 16.

- (9) The committee shall appoint such sub-committees as to deem necessary.
- (10) The committee shall suspend until the next monthly meeting, any constituents who in its opinion fails to conduct himself in a proper manner. All property of the association held by such person must be handed forthwith to the secretary of the association who will issue a receipt therefore.
- (11) The committee may admit other persons to its meetings.
- (12) The committee shall have the power to deal with any relevant matters not covered by the constitution.
- (13) Grant or refuse all applications for registrations and / or membership.
- (14) Fix registration fees from time to time.
- (15) No correspondence including application will be dealt with by the committee unless in the hands of the Secretary 48 hours prior to the commencement of the meeting, except with the permission of the chairman.
- (16) Keep minutes of any meeting of the committee.

PART 12 – ELECTION OF MEMBERS

- (1) Nominations of candidates for election as office – bearers of the association or as an ordinary member of the committee:
 - (a) Must be in writing, signed by (2) members of the association and accompanied by written consent of the candidate (which may be endorsed on the form of the nomination); and
 - (b) Must be delivered to the secretary of the association at least 14 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If sufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and no further nominations are to be received at the annual general meeting.
- (3) If insufficient further nominations are received, the vacant position remaining on the committee is taken to be casual vacancies.
- (4) If the number of nominations are received is equal to the number of vacancies to be filled the person nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled a ballot is held.
- (6) The ballot for election of office – bearers and ordinary members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

PART 13 – PUBLIC OFFICER

- (1) The public officer of the association must, as soon as practicable after being appointed as public officer, lodge notice with the association of his or her address.
- (2) Except as otherwise provided by these rules, the public officer must keep in his or her custody of under his or her control all records, books and other documents relating to the association.
- (3) It is the duty of the public officer:
 - (a) To be keeper of the seal.

PART 14 – OTHER OFFICE BEARERS

- (1) The **President** shall be chairman of all meetings of the Association, and shall in an urgent situation act on behalf of the Association.

- (2) The **Secretary** of the association must, as soon as practicable after being appointed as secretary, lodge notice with the association of his or her address. It is the duty of the secretary to keep minutes of:
- (a) all appointments of office-bearers and members of the committee;
 - (b) record the names of members of the committee present at a committee meeting or general meeting; and
 - (c) All proceedings at committee meetings and general meetings.
 - (d) Ensure minutes of proceedings at a meeting are signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
 - (e) To keep a petty-cash account, not exceeding \$50.
 - (f) To keep an Attendance book of all meetings of the Association, and Committee.
 - (g) To perform all clerical duties.
 - (h) To carry out the directions of any Association or Committee meeting.
 - (i) To keep a register of the names and addresses of constituents of the Association.
 - (j) Lodge with Dept of Fair Trading annual report and financial statements of the Association.
- (3) The **Assistant Secretary** shall, as required, assist the secretary in all of the duties, and in the absence of the secretary, shall if required perform all the duties of the office and record the Minutes at each Association and committee Meetings.
- (4) It is the duty of the **Treasurer** of the association to ensure:
- (a) That all money due to the association is collected and received and that all payments authorised by the association are made; and
 - (b) That correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.
 - (c) To receive and bank within seven (7) days of the receipt thereof all monies of the Association. To keep a true and correct record of the finances of the Association. To submit to the Committee at the first (1st) Committee Meeting of each monthly meeting a list of unfinancial players and amounts owing. To prepare a statement of Receipts and Payments for presentation at every monthly meeting of the Committee, all Bank Pass-books and current receipt books. To prepare a Financial Statement and Balance Sheet by the first (1st) day of May in each year for presentation at the Annual general Meeting.
- (5) The Senior **Vice-President** shall, if required, as herein provided, act as Chairman of Association Meetings and Chair Presentation committee.
- (6) It is the duty of the **Purchasing and Gear Officer** of the association to purchase all equipment for the Association as directed by the Executive Committee and to keep in safe custody all property of the Association.
- (7) It is the duty of the **Recorder** of the association:
- (a) To keep a record of competition results and team standings throughout the competition.
 - (b) To not add, alter or delete any entry on a Score Book or Result Card but shall bring to the notice of the Committee immediately any irregularity or discrepancy thereon.
- (8) It is the duty of the **Registration Officer** of the association to be responsible for the collating and preparing of all individual and team Registration Forms for submission to the Executive Committee for grading. He shall also submit to the Secretary a list of all Registered Players, Coaches, Batboys, scorers and other Registered persons, complete with address and telephone number (both private and business, if available for use) for his records.
- (9) It is the duty of the Publicity and Promotions Officer of the association to perform all duties in connection with general publicity including weekly fixtures and general news. They shall be responsible for the results of the games being published throughout the media where possible, and the overall promotion of Baseball throughout the Association in accordance with the policies approved by the executive Committee or Delegates.
- (10) Should any office-bearer:
- (a) Neglect or refuse to perform any duty required of him by this Constitution, or any duty determined by the Association or Executive Committee, the Association or Executive Committee shall have power to appoint any other member of the Association in his stead, who shall carry out the duties of such Officer until the next Annual General Meeting.
 - (b) Be absent from his duties, the Executive Committee shall have the power to appoint any other member of the Association to act in his stead, during the period of his absence.

PART 15 – CASUAL VACANCIES

For the purpose of these rules, a casual vacancy in the office of a member of the committee occurs if the member:

- (a) Dies; or
- (b) Ceases to be a member of the association; or
- (c) Becomes an insolvent under administration within the meaning of the Corporations Law; or
- (d) Resigns office by notice in writing given to the secretary; or
- (e) Is removed from office under rule 16; or
- (f) Becomes a mentally incapacitated person; or
- (g) Is absent without the consent of the committee from all meetings of the committee held during a period of 3 months.

PART 16 – REMOVAL OF MEMBER

- (1) The association in a general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the secretary of president (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the president may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

PART 17 – MEETINGS AND QUORUM

- (1) The committee must meet at least 3 times in each period of 12 months at such place and time as the committee may determine.
- (2) Additional meetings of the committee may be convened by the president or by any member of the committee.
- (3) Oral or written notice of a meeting of the committee must be given by the secretary or the committee to each member of the committee at least 24 hours (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of meetings given under clause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (6) No business is to be transacted by the committee 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 is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the committee: -
 - (a) The president or, in the president's absence, the Senior vice-president is to preside; or
 - (b) If the president and the senior vice-president are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.
- (9) The meetings of the Association shall be:
 - (a) The Annual General Meeting, Monthly Meetings and Special General Meetings (if required).

- (b) Meetings shall commence at a time determined by the Executive Committee and notification shall be made to all members should a time alteration from the normal be found necessary.
- (c) Voting shall be confined to specified Members.
- (d) Voting shall be by show of hands, except where a ballot is provided for in this Constitution, or where a ballot is demanded by a majority of members present at the meeting.
- (e) The Chairman shall only have a casting vote.
- (f) A quorum shall be (exclusive of Patron, Life Members and Junior Vice-Presidents) one fourth (1/4th) of the total members.
- (g) The Chairman of all meetings shall be the president, in the absence of the president, the Senior Vice-President. In the absence of the President and Senior Vice-President, the meeting shall elect as Chairman a member of the Association.
- (h) A decision or ruling by the Chairman may be dissented from and overruled by a majority of the members present, the motion of dissent from the Chairman's decision or ruling shall not be spoken to except by the proposer of the motion and the Chairman, and both shall be subject to a time limit of five (5) minutes. In the event of such an occurrence, members shall elect a Chairman to conduct the meeting for the dissenting motion.
- (i) Business from the Executive Committee shall, except where elsewhere provided, take precedence over all other business at any monthly meeting.
- (j) The chairman may, with the concurrence of the meeting, alter the order in which business shall be taken.
- (k) Any meeting may be adjourned to such a day and hour as a majority of the members may determine.
- (l) In the event of any meeting lapsing or adjourning, the business as remains not dealt with shall take precedence at the next meeting.
- (m) No business shall be dealt with at an adjourned meeting which was not on the business paper for the original meeting.
- (n) When a motion shall have been moved and seconded, any member shall be at liberty to move an amendment thereto, which shall not be discussed until it is seconded, if the Chairman so rules, such an amendment shall be in writing.
- (o) No motion shall be discussed until it is seconded and when seconded shall not be withdrawn without the consent of the meeting.
- (p) No second amendment shall be considered until the disposal of the first amendment.
- (q) An amendment, if carried, shall thereby become the question before the meeting, and thereupon any amendment upon it may be moved.
- (r) Any amendment either upon the original motion, or upon an amendment having been negated, then a further amendment, if not the same effect that has already been negated, may be moved to the motion to which such a named amendment was moved, and so on. No more than one question and one proposal shall be before a meeting at any one time.
- (t) No notice for an adjournment may be proposed or seconded by a member who has spoken, or who has moved or seconded an amendment, to the motion, which is before the meeting.
- (u) All formal motions shall be in writing, signed by a member of the Association, and in the hands of the Secretary at least ten (10) days prior to the date of the meeting at which it is intended to place such notice upon the business paper. Such motion shall be included in the notice calling the said meeting.
- (v) No notice of motion which shall have been entered upon the business paper may be proceeded with in the absence of the member by whom such notice has been given, unless, the said member authorizes, in writing, another to proceed with such notice, In such a case, the authorised member shall be permitted to move the notice of motion.
- (w) A notice of motion to rescind a previous notice of motion on the same subject having been defeated, no further notice of motion on such subject shall be eligible for consideration until the expiration of six (6) months from the date of its defeat, and a majority of three quarters (3/4) of the members present shall be necessary for such a notice of motion to be declared in the affirmative.
- (x) A motion of the "present question", i.e. that the question be now put, shall be dealt with as an amendment, but cannot be accepted by the Chair until thirty (30) minutes have elapsed since discussion on the motion before the chair commenced all discussion thereon has ceased. When moved and accepted by the Chair, it shall take precedence over all other amendments. If it is affirmed, the original question, without further amendment, debate or adjournment shall be dealt with forthwith.
- (y) Every question unless otherwise permitted by the Chairman shall be in writing, and after the Chairman has answered, there shall be no discussion unless consented to by three quarters (3/4) of the members present.
- (z) No member shall speak upon any motion or amendment for a longer period than five (5) minutes without the consent of the meeting.

- (aa) Except that it will be in explanation, and then only with the consent of the Chairman, no member shall speak more than once on the same subject; provided always that a member may speak on each amendment and the proposer of the original question shall have the right of reply.
- (bb) The Chairman shall put all questions first in the affirmative and then in the negative, and may do so as may be necessary to enable him to determine the desire of the meeting thereon, unless a ballot or division be called for thereupon he shall declare his decision which shall be final.
- (cc) The Chairman shall give an interpretation of the rules if called upon to do so.
- (dd) No member shall make an offensive reflection, or impute improper motives to, any other member. Any member so offending shall, immediately upon being required by the Chairman, withdraw such reflection and retract such imputation of motives, and make an apology satisfactory to the meeting. Any member refusing to apologies, and to withdraw such offensive expression or imputation shall not be allowed to further address the Chair at that or any other meetings of the Association until he shall have complied with such request, nor shall his vote be recorded on any question and may, by consent of the members be expelled from the meeting.
- (ee) All business, including applications, between Clubs or Affiliated Associations and the Association shall be conducted in writing, except with permission of the Chairman.
- (ff) No correspondence, including applications, will be dealt with at any meeting unless in the hands of the Secretary prior to the commencement of such meeting except with the permission of the Chairman.

PART 18 – DELEGATION BY COMMITTEE TO SUB COMMITTEE

- (1) The executive committee may by instrument in writing, delegate to one or more sub-committees (Consisting of such member or members of the association as the executive committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument other than:
 - (a) This power of delegation: and
 - (b) A function, which is a duty, has been imposed on the committee by the Act or by any other law.
- (2) The subcommittee in accordance with the terms of the delegation may while the delegation remains unprovoked, exercise a function, the exercise of which has been delegated to a subcommittee under this rule from time to time.
- (3) A delegation under the section may be made subject to such conditions or limitation as to the exercise of any function, or as to time circumstances, as may be specified in the instrument of delegation.
- (4) Despite any delegation under this rule, the committee may continue to exercise any function delegated.
- (5) With the exception of incurring expenditure, any act or thing done or suffered by the subcommittee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A subcommittee may meet and adjourn, as it seems proper.
- (8) In this section the word "Committee" shall mean the committee named in the sub heading and the word "Member" shall mean of such a committee. Each committee shall report to each monthly meeting of the Association its decisions since the previous meeting, and, except where otherwise provided, and if required, shall have such decisions confirmed, Each committee shall cause a report of its proceedings to be recorded and handed to the secretary for record purposes. Each committee except where otherwise provided shall at its (1st) first meeting elect a chairman who shall report as set out above.

PART 19 – VOTING AND DECISIONS

- (1) Questions arising at a meeting of the committee or of any sub – committee are to be determined by a majority of the votes of members of the sub – committee present at the meeting.

- (2) Each member present at a meeting of the committee or any of the sub – committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote. The chairperson is only allowed one casting vote.
- (3) Subject to Part 20 (7), the committee may act despite any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub – committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub – committee.

SECTION 111 – GENERAL MEETINGS

PART 20 – HOLDING OF GENERAL MEETINGS

- (1) The association must, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the association, convene an annual general meeting of its members.

The Annual General Meeting will be held, if practical, on the last Wednesday in May in each year. At least (7) day's notice of the time and place of holding it shall be given.

PART 21 – AGM CALLING OF BUSINESS AT ANNUAL GENERAL MEETING

- (1) The annual general meeting of the association is, subject to the Act and to Part 20, to be convened on such a date at such place and time as the committee thinks fit.
- (2) In addition to any other business which may be transacted at any annual general meeting, the business of an annual general meeting is to include the following:
 - (a) To confirm the minutes of the last preceding annual general meeting and of any special meeting held since that meeting;
 - (b) To receive from the committee reports on the activities of the Association during the last preceding financial year;
 - (c) To receive from the purchasing and gear officer reports on the associations equipment;
 - (d) To receive and consider the statements, which are required to be submitted to members under section 26 (6) of the Act.
 - (e) To elect office – bearers of the association, these nominees must be members of the association. (Excluding Patrons)

(3) Office – Bearers

The office bearers of the Association shall be:

- (a) Patron or Patrons
 - (b) President – Delegate to Affiliate Body
 - (c) One Senior Vice President
 - (d) One Junior Vice President
 - (e) Honorary Secretary
 - (f) Honorary Assistant Secretary
 - (g) Honorary Treasurer
 - (h) Publicity and Promotions Officer
 - (i) Recorder
 - (j) Registrar
 - (k) Purchasing and Gear Officer
 - (l) Proxy to Affiliate Body
- (4) All Office Bearers and members of Committees shall be elected at the annual general meeting, provided that should there be insufficient nominations for any office or committee an election may be held, without notice, at succeeding monthly meetings until such office or a position on a committee be filled. The executive committee shall have the power to appoint a member of the association to any vacant position, with full voting rights; such appointments will be considered final until the next Annual general meeting.

- (5) A nomination for a position of office bearer, (Patron and Junior Vice President Excepted) or for a position on a committee will only be accepted if:
 - (a) Such nomination is in writing, signed by the nominator and nominee: or
 - (b) The nominee is present at the meeting and no written nomination for the position has been received.
- (6) Office Bearers and members of the committee shall be elected by ballot and any ballot paper containing more or less than the required number of names to be elected shall be declared informal by the scrutineers.
- (7) Each office Bearer may hold their position until the corresponding election of the next season, unless dismissed by resolution of the association in accordance with the Constitution.

(8) ANNUAL GENERAL MEETING

The order of business at each general meeting shall be:

- (a) Apologies
- (b) The reading and confirmation of the minutes of the last preceding Annual General Meeting and / Special General Meeting.
- (c) Read and accept Correspondence
- (d) Notices of Motions.
- (e) Election of Life Members as herein provided
- (f) Consideration of the adoption of the Annual report and Statements of the Association.
- (g) Acceptance of Auditors report
- (h) Election of Executive Committee
- (i) Election of "Office Bearers".
- (j) Election of Grounds Committee.
- (k) Election of Canteen Manager

PART 22 – CALLING OF SPECIAL GENERAL MEETINGS

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the association.
- (2) The committee must, on the requisition in writing of at least 5 per cent of the total number of members, convene a special general meeting of the association.
- (3) A requisition of members for a special general meeting:
 - (a) Must state the purpose or purposes of the meeting; and
 - (b) Must be signed by the members making the requisition: and
 - (c) Must be lodged with the secretary; and
 - (d) May consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by a member as required to in clause (4) must be convened as near as practicable in the same manner as general meetings are convened by the committee and any member who consequently incurs expense is entitled to be reimbursed by the association for any expense so incurred.

PART 23 – MONTHLY MEETINGS

- (1) A meeting shall be held on a monthly basis from June to April (inclusive) as decided by the committee.
- (2) The order of all business at all monthly meetings shall be: -
 - (a) Apologies
 - (b) Reading and adoption of previous minutes
 - (c) Business arising from minutes
 - (d) Correspondence in and out
 - (e) Business arising from correspondence
 - (f) Treasurers report

- (g) Business arising from treasurers report
- (h) Committee Report
- (i) Executive Report
- (j) Protest and disputes
- (k) Governing Body report
- (l) Registrar
- (m) Recorder
- (n) Publicity and Promotions
- (o) Purchasing Officer and Gear Steward
- (p) General business

PART 24 – PROCEDURE

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Five members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting;
 - (a) If convened on the requisition of members, is to be dissolved, and
 - (b) In any case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time 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
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting. Members present (being at least 3) are to constitute a quorum.

PART 25 – PRESIDING MEMBER

- (1) The president or, in the president's absence, the senior vice-president, is to preside as chairperson at each general meeting of the association.
- (2) If the president and the senior vice-president are absent or unwilling to act, the members present must elect one of their numbers to preside as chairperson at the meeting.

PART 26 – ADJOURNMENT

- (1) The chairperson of a general meeting at which a quorum is present may with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned from 14 days or more, the secretary must, give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in clauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

PART 27 – MAKING OF DECISIONS

- (1) A question arising at a general meeting of the association is to be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favor of or against the resolution.
- (2) At a general meeting of the association, a poll may be demanded by the chairperson or by at least 3 members present in person or by proxy at the meeting.

- (3) If a poll is demanded at a general meeting, the poll must be taken:
- (a) Immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment; or
 - (b) In any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter is taken to the resolution of the meeting on that matter.

PART 28 – SPECIAL RESOLUTION

A resolution of the association is a special resolution:

- (a) If it is passed by at least three-quarters (3/4) of such members of the association present at the meeting, being entitled under these rules so to do. Vote in person at a general meeting of which at least 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules; or
- (b) Where it is made to appear to the Commissioner that it is not practicable for the resolution to be passed in the manner in paragraph (a), if the resolution is passed in a manner specified by the Commissioner.

PART 29 – VOTING

- (1) On any question at a general meeting of the association a member has only 1 vote.
- (2) All votes must be given personally
- (3) In the case of an equality of votes on a question at a general meeting, the chairperson on the meeting is entitled to exercise a casting vote.
- (4) A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid, other than the amount of the annual subscription payable in respect of the current year.
- (5) Life members will only be entitled to voting rights if they have attended at least 50% of the general meetings from the previous Annual General Meeting.

SECTION 1V – MISCELLANEOUS

PART 30 – INSURANCE

- (1) The association must effect and maintain insurance under section 44 of the Act through the governing body.
- (2) In addition to the insurance required under clause (1), the association may effect and maintain other insurance.

PART 31 – FUNDS – SOURCE

- (1) The **fund**s of the association are to be derived from the entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meetings, such other source as the committee determines.
- (2) All money received by the association must be deposited as soon as practical to the credit of the association's bank account.
- (3) The association must as soon practical after receiving any money, issue an appropriate receipt.
- (4) The Association financial year will commence 1st May each year and end 30th April each year.

PART 32 – FUND MANAGEMENT

- (1) Subject to any resolution passed by the association in a general meeting, the funds are to be used in pursuance of the objects of the association in such manner as the committee determines.
- (2) Any 2 members of the committee must sign all cheques, drafts, bills of exchange, promissory notes and other negotiable instruments.
- (3) The funds and assets of the Association shall be in the name of the Association by the treasurer, for and on behalf of the Association, and shall be used solely for the furtherance of the game of baseball.
- (4) The bank accounts of the association shall be operated upon the signatures of any 2 of the following, via: The President, Secretary and Treasurer.
- (5) The committee shall authorise the Treasurer to pay accounts which shall be paid by cheque and / or Credit card signed by the office – bearers authorised in (C) above, provide that the secretary may have a sum to be determined by the committee for the payment of small accounts.
- (6) The association may at an Annual General Meeting, and subject to a recommendation from the executive committee, vote annual honoraria to office bearers for the past year.
- (7) The books of the association shall be closed on the 30th day of April each year.
- (8) The committee shall cause true accounts to be kept of all income and expenditure of the association.
- (9) The books of account shall be kept at the office of the association or at such other place as the committee from time to time direct.
- (10) The auditors shall conduct an audit report of the accounts of the association not later than the last day of April in each year. The report of such audit together with the Treasurers financial statement and balance sheet shall be appended to the annual report compiled by the committee, provided that the association may, by resolution at a monthly meeting direct that an interim audit be conducted.

PART 33 – ALTERATION OF OBJECTS AND RULES

The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the association. This Constitution shall not be repealed, altered or any addition made thereto, without the consent of three quarters (3/4) majority of members present and voting at an annual and / or Special general meeting of the Association and unless twenty eight (28) days notice in writing, or advertised in the local written media, shall have been given members of such proposed repeal, alteration or addition.

PART 34 – COMMON SEAL

- (1) The common seal of the association must be kept in the custody of the public officer.
- (2) The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of 2 members of the committee or of 1 member of the committee and the public officer or secretary.

PART 40 – INSPECTION OF BOOKS

The records, books and other documents of the association must be open to inspection, free of charge, by a member of the association at any reasonable hour on appointment.

PART 41 – SERVICE OF NOTICES

- (1) For the purpose of these rules, a notice may be served by, or on behalf of the association on any member either personally or by sending it by post to the member at the member's address shown in the register of members.
- (2) If a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document is, unless the contrary is proved, taken for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.
- (3) If a document is sent by Electronic Transaction the document is taken for the purposes of these rules to have been served on the person at the time at which the email would have been served. As per Electronic Transaction Act 1999.

PART 43 – GENERAL PROVISIONS

- (1) No constituent shall play with or against any Club or team or member thereof, not affiliated with the Governing Body, without first obtaining the consent of the Executive Committee.

