

This is the annexure of twenty nine(29) pages marked A as referred to in the Application for Incorporation signed by me and dated theday of1997.

Signature
Applicant

ST MARYS DISTRICT BASEBALL CLUB INC

CONSTITUTION

{Date of Effect : 21 March 1994}

{Revised Date of Effect : 12 April 2016}

The rules of the ST MARYS DISTRICT BASEBALL CLUB INC contained herein are in accordance with Section 11 and contain those matters specified in Schedule 1 of the Associations Incorporation's Act, 1984.

ST MARYS DISTRICT BASEBALL CLUB INC

CONSTITUTION

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PART 1 : PRELIMINARY

1. INTERPRETATION:

1.1 "Club" - relates to the word Association as stated in the Associations Incorporation Act, 1984

"Management Committee" - means members of the Executive and the Office Bearers as stated in clause 16.2

"Office Bearer" - means a member of the Management Committee, who is not a member of the Executive.

"Secretary" - means

- (a) the person holding office under this constitution as secretary of the Club; or
- (b) where no such person holds that office, the public officer of the Club.

"Independent Auditor" - means someone who is an accountant and has no affiliation with the Club.

"the Act" - means the Associations Incorporation Act, 1984.

"the Regulation" - means the Associations Incorporation Regulation, 1985.

"Appeals Committee" means the office bearers as stated in clause 16.2.

1.2 In this constitution:

1.2.1 a reference to a function includes a reference to a power, authority and duty; and

1.2.2 a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.

1.3 The provisions of the Interpretation Act 1987, apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

2. NAME/COLOUR:

2.1 The name of the Club shall be St Marys District Baseball Club Incorporated.

2.2 The Club colour shall be registered as Forrest Green and White with the Australian Baseball Council.

3. OBJECTS:

3.1 The objects of the Club shall be to:-

- 3.1.1 Promote sporting and social activities for members of the Club;
- 3.1.2 Promote and encourage the playing of the game of Baseball;
- 3.1.3 Develop and maintain the highest standard of sportsmanship under the rules of baseball;
- 3.1.4 Encourage the development of playing and coaching skills.

PART 11 : MEMBERSHIP

4. QUALIFICATIONS FOR MEMBERSHIP:

- 4.1 Membership of the Club will be open to all persons wishing to participate in the sporting and/or social activities of the Club, who accept the objects and rules of the Club.
- 4.2 Parents/Guardians may become a member of the Club on behalf of a junior player, who is under the age of sixteen(16) years.
- 4.3 Individuals wishing to become members of the Club shall apply in writing *{in accordance with Appendix one(1)}* to the Secretary for membership.
- 4.4 In reviewing application for membership, consideration shall be given to:-
 - 4.4.1 Rules, regulations and declarations from time to time issued by the Governing Bodies of baseball;
 - 4.4.2 Requirement of the rules of the Club;
 - 4.4.3 Clearance requirements/financial references from previous clubs;
 - 4.4.4 Previous disciplinary record of applicant;
 - 4.4.5 Has attained the minimum age of sixteen(16) years and
 - 4.4.6 Availability of positions on team rosters.

5. NOMINATION OF MEMBERSHIP

- 5.1 Where the applicant satisfies the membership criteria, the Secretary shall as soon as practicable notify, the applicant of the membership fee payable, in accordance with this constitution. This payment is to be paid within the period of twenty eight(28) days after receipt of such notification.

5.2 Upon receipt of the applicant's Membership Fee, the Secretary shall enter the applicant's name in the register of members and, upon the name being so entered, the applicant becomes a member of the Club.

5.3 The Membership/Playing Fee(s) shall be established for each year by the Executive of the Club.

6. REGISTER OF MEMBERS

6.1 The Secretary of the Club shall establish and maintain a register of members of the Club, showing the name and address of each member and the date of commencement and/or cessation of membership.

6.2 The register of members shall be kept at the principal place of administration of the Club and shall be open for inspection, free of charge, by any member of the Club, at any reasonable hour.

7. MEMBERSHIP ENTITLEMENTS

7.1 A right, privilege or obligation which a person has by reason of being a member of the Club:

7.1.1 is not capable of being transferred or transmitted to another person; and

7.1.2 terminates upon cessation of the person's membership.

8. RESIGNATION OF MEMBERSHIP

8.1 A member of the Club is not entitled to resign that membership, except in accordance with this clause.

8.2 A member of the Club who has paid all amounts payable by the member to the Club in respect of the member's, may resign from membership of the Club by first giving notice in writing to the Secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.

8.2.1 The period of notice to be forwarded to the Secretary as referred to clause 8.2, shall be not less than one(1) month or not less than such a period as the Executive may determine.

8.3 Where a member of the Club ceases to be a member pursuant to clause 8.2 and in every other case where a member ceases to hold membership, the Secretary shall make an appropriate entry in the register of members. This would be to record the date on which the member ceased to be a member.

9. CESSATION OF MEMBERSHIP

9.1 A person ceases to be a member of the Club if the person:

9.1.1 resigns that membership; or

9.1.2 is expelled from the Club

10. MEMBERS LIABILITY:

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

11. LIFE MEMBERSHIP:

11.1 Life Membership of the Club may be conferred by the Annual General Meeting of the Club, on the recommendation of the Executive, on any member who has made an outstanding contribution to the Club over a minimum period of ten(10) years. This includes service prior to the date of Incorporation of the Club.

11.2 Nominations for Life Membership must be submitted to the Executive no later than six(6) weeks prior to the date of the Annual General Meeting.

11.3 Life Membership of the Club shall entitle that member to:-

11.3.1 Full voting rights,

11.3.2 Participation in Association functions at no charge and,

11.3.3 Concessional playing fees, comprising of external levies as set by the governing bodies.

PART 111 : BEHAVIOUR

12. CODE OF CONDUCT:

12.1 The Club's "Players Code of Conduct" is stated in a separate document

13. DISCIPLINE PROCEDURES FOR MEMBERS:

13.1 Where the Executive is of the opinion that a member of the Club:

13.1.1 has persistently refused or neglected to comply with a provision or provisions of the Club's Constitution and By-Laws; or

13.1.2 has persistently and wilfully acted in a manner prejudicial to the interests of the Association.

the Executive may, by resolution:

13.1.3 expel the member from the Club; or

13.1.4 suspend the member from membership of the Club for a specified period.

13.2 A resolution of the Executive under clause 13.1 is of no effect unless the committee, at a meeting held earlier than fourteen(14) days and not later than twenty eight(28) days after service on the member of a notice under clause 13.3, confirms the resolution in accordance with this clause.

13.3 Where the Executive passes a resolution under clause 13.1, the Secretary shall, cause a notice in writing to be served on the member:

13.3.1 setting out the resolution of the committee and the grounds on which it is based;

13.3.2 stating that the member may address the committee at a meeting to be held not earlier than fourteen(14) days and not later than twenty eight(28) days after service of the notice;

13.3.3 stating the date, place and time of that meeting; and

13.3.4 informing the member that the member may do either or both of the following;

- attend and speak at that meeting; or

- submit to the committee at or prior to the date of that meeting, written representations relating to the resolution.

13.4 At a meeting of the committee held as referred to in clause 13.3 the committee shall:

13.4.1 give to the member an opportunity to make oral representations;

13.4.2 give due consideration to any written representations submitted to the committee by the member at or prior to the meeting; and

13.4.3 by resolution determine whether to confirm or to revoke the resolution.

13.5 Where the committee confirms a resolution under clause 13.4, the Secretary shall, within seven(7) days after the confirmation, by notice in writing inform the member of the fact and of the member's right of appeal under clause 15.

13.6 A resolution confirmed by the committee under clause 13.4 does not take effect:

13.6.1 until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or

13.6.2 where within that period the member exercises the right of appeal, unless and until the Club confirms the resolution pursuant to clause 15.4.

14. SUSPENSION AND/OR DISQUALIFICATION OF A MEMBER:

- 14.1 In the event of any member who violates the constitution or by-laws or neglects to comply with the directions of the Club, such a member shall be liable to suspension during the pleasure of the Club or duly elected committee appointed to adjudicate on such matters.
- 14.2 Any member whilst under suspension, shall forfeit all rights and privileges held under the Club's constitution and by-laws. Such a member shall cease to serve on the Executive, as an Office Bearer or any other committee.
- 14.3 No member of the Club, shall play in any match whatsoever in which such disqualified or suspended persons plays.
- 14.4 Any such member who is disqualified or suspended, shall cease to be a member of the Club in accordance with clause 13.
- 14.5 No member shall participate in any match for which sanction has been refused by the Club or play with or against any Club or player suspended by the relevant Club or League.
- 14.6 The procedure to be taken in relation to this matter, is referred to in clause 13.

15. RIGHT OF APPEAL FOR DISCIPLINED MEMBER:

- 15.1 A member may appeal to the Club in General Meeting against a resolution of the Committee which is confirmed under clause 13.4, within seven(7) days after notice of the resolution is served on the member, by lodging with the Secretary a notice to that effect.
- 15.2 Upon receipt of a notice from a member under clause 15.1, the Secretary shall notify the Committee which shall convene a General Meeting of the Club, to be held within twenty one(21) days after the date on which the Secretary received the notice.
- 15.3 At a General Meeting of the Club convened under clause 11.2:
 - 15.3.1 no business other than the question of the appeal shall be transacted;
 - 15.3.2 the Committee and the member shall be given the opportunity to state their respective cases orally or in writing, or both; and
 - 15.3.3 the members present, shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 15.4 If at the General Meeting, the Club passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART 1V : COMMITTEE

16. EXECUTIVE AND OFFICER BEARERS:

16.1 The Management Committee which is subject to the Act, the Regulations and these Rules and to any resolution passed by the Club in General Meeting shall:

16.1.1 control and manage the affairs of the Club;

16.1.2 exercise all such functions as may be exercised by the Club other than those functions that are required by these rules to be exercised by a General Meeting of members of the Club; and

16.1.3 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 Club.

16.2 The Management Committee shall comprise the Club Executive and the Office Bearers of the Club.

16.2.2 The Club Executive shall be the:

President;
Vice President Juniors;
Vice President Seniors;
Secretary;
Treasurer;
Players' Representative
Assistant Secretary

16.2.3 The Office Bearers of the Club shall be the:

Canteen Manager;
Assistant Canteen Manager;
Fundraising Manager
2 x Fundraising Officers
Publicity Manager;
Marketing Manager;
Assistant Marketing Manager;
Uniform Manager;
Equipment Manager;
Grounds Maintenance Manager;
2 x Grounds Maintenance Officers;
Senior Umpires Co-ordinator;
Junior Umpires Co-Ordinator;
Club Coach
2 x Delegates for the Senior Governing Body;
2 x Proxy Delegates for the Senior Governing Body;
2 x Delegates for the Junior Governing Body;
Any other Committee Member as deemed necessary by the Management Committee or at the Annual General Meeting.

- 16.3 Each Member of the Committee shall, subject to these rules, hold office until the conclusion of the Annual General Meeting following the date of the member's election, but is eligible for re-election.
- 16.4 Meetings of the Executive shall be held at such times and places as they determine.
- 16.5 Special meetings of the Executive, may be convened either by the President or the Secretary, or on receiving a requisition signed by two(2) Executive Members.
- 16.6 Any Executive Member who is absent from two(2) consecutive Executive Meetings, without reasonable cause, shall be deemed to have vacated their position and an election for this vacancy, shall be conducted at next duly advertised Management Committee Meeting.

17. DUTIES AND FUNCTIONS OF THE EXECUTIVE AND OFFICER BEARERS:

17.1 The President shall:

- 17.1.1 oversee the role and responsibilities of the Management Committee.
- 17.1.2 be responsible for Public Statements issued by the Club.
- 17.1.3 chair of all general meetings and management committee meetings. The President shall conduct all such meetings in accordance with the constitution and by-laws of the Club and in accordance with the accepted rules of debate.

17.2 The Vice-President Juniors shall:

- 17.2.1 perform all the functions of the President in the absence of the President, as an equal with the Vice-President Senior's.
- 17.2.2 be responsible for any "Projects" as required.
- 17.2.3 is responsible for assisting the President to fulfil his/her responsibilities for the governance and success of the Junior club.

17.3 The Vice-President Seniors shall:

- 17.3.1 perform all the functions of the President in the absence of the President, as an equal with the Vice-President Juniors.
- 17.3.2 be responsible for any "Projects" as required.
- 17.3.3 is responsible for assisting the President to fulfil his/her responsibilities for the governance and success of the Senior club.

17.4 The Secretary shall:

- 17.4.1 be responsible for all the administrative functions of the Club.
- 17.4.2 record attendances, apologies and the proceedings of all types of Committee Meetings.
- 17.4.3 record results of all competition matches played under the auspices of the Governing Bodies.
- 17.4.4 ensure that records of the business of the Club including the rules, register of members, minutes of all Committee meetings, players records, all team rosters and a file of correspondence are kept. These records shall be available for inspection by any

member in accordance with clause 42 and shall be held in the custody of the Secretary.

17.4.5 perform the functions of Public Officer.

17.5 The **Treasurer** shall:

- 17.5.1** ensure that all money received by the Club is paid into an account in the Club's name. Payments made from the Club's funds, shall be made through a petty cash system or by cheques signed by at least two signatories authorised by the Committee.
- 17.5.2** prepare monthly statements in relation to outstanding fees. These statements are to be given to the respective players or parents where appropriate.
- 17.5.3** prepare a statement of income and expenditure for consideration by the Management Committee each month
- 17.5.4** shall ensure that an audited financial statement is provided for consideration at each Annual General Meeting.
- 17.5.5** ensure that correct books and accounts are kept showing the financial affairs of the Club. These records shall be available for inspection by any member in accordance with clause 42 and shall be held in the custody of the Treasurer.

17.6 The **Players' Representative** will be:

- 17.6.1** the facilitator for players concerns.
- 17.6.2** provide a liaison between the players and Management Committee.
- 17.6.3** represent the interest of the players on the Executive.

17.7 The **Assistant Secretary** shall:

- 17.7.1** record the minutes of meetings.
- 17.7.2** assist the Secretary as required.

17.8 The **Canteen Manager** shall:

- 17.8.1** purchase and maintain canteen stock.
- 17.8.2** be responsible for the efficient maintenance and running of the canteen.
- 17.8.3** maintain a canteen staff roster.
- 17.8.4** present written summary reports to the Management Committee.

17.9 The **Assistant Canteen Controller** shall:

- 17.9.1** Assist the canteen manager as required.

17.10 The Fund Raising Manager shall:

- 17.10.1** be responsible for the fund raising activities for the Club.
- 17.10.2** submit all fund raising activities to the Management Committee for approval.
- 17.10.3** present written summary reports to the Management Committee.

17.11 The Fund Raising Officers shall:

- 17.11.1** support the Fund Raising activities of the Club.
- 17.11.2** assist the Fund Raising Manager as required.

17.12 The Marketing Manager shall:

- 17.12.1** be responsible for all marketing aspects of the club that have been approved by the Management Committee.
- 17.12.2** maintain a written register of all merchandising items that have been approved by the club.
- 17.12.3** be a principle signatory to the specially designated account.
- 17.12.4** regularly provide the Treasurer with the necessary financial documentation involving the approved merchandising items.
- 17.12.5** present written summary reports to the Management Committee.

17.13 The Assistant Marketing Manager shall:

- 17.13.1** assist the Marketing Manager as required.

17.14 The Publicity Manager shall:

- 17.14.1** prepare a monthly Club magazine.
- 17.14.2** be responsible for publishing all activities pertaining to the Club.

17.15 The Uniform Manager shall

- 17.15.1** control and manage all uniform assets (including maintenance).
- 17.15.2** be responsible for any negotiations with a manufacture of such uniforms.
- 17.15.3** maintain a written register of uniform assets.
- 17.15.4** present written summary reports to the Management Committee.

17.16 The Equipment Manager shall:

- 17.16.1** present written recommendations to the Management Committee for the purchase of club equipment.
- 17.16.2** purchase equipment that has been approved by the Management Committee or in the case of an emergency, by the Executive.
- 17.16.3** control and maintain all the Club's Equipment Assets.
- 17.16.4** maintain the Club's Assets Register.

17.17 The **Grounds Maintenance Manager** shall:

17.17.1 in conjunction with the Grounds Maintenance Officers, be responsible for the Grounds Maintenance Activities for the Club.

17.17.2 present written summary reports to the Management Committee.

17.18 The **Grounds Maintenance Officers** shall:

17.18.1 organise the maintenance and "marking out" of all playing fields,

17.18.2 assist the Grounds Maintenance Manager as required.

17.19 The **Senior Umpires Co-ordinator** shall:

17.19.1 maintain a register of umpires eligible for senior games.

17.19.2 ensure that an umpire is able to officiate at all senior games.

17.19.3 present written summary reports to the Management Committee.

17.20 The **Junior Umpires Co-ordinator** shall:

17.20.1 maintain a register of umpires eligible for junior games.

17.20.2 ensure that an umpire is able to officiate at all junior games.

17.20.3 present written summary reports to the Management Committee.

17.21 The **Club Coach** shall:

17.21.1 hold a Level 3 Coaching Certificate or the willingness to obtain such a certificate.

17.21.2 assist and develop the coaching standards and techniques for all Club teams, with particular attention to the Junior Teams.

17.21.3 assist the coaching staff with the development of their respective teams. This would be of particular importance to the Junior Teams.

17.21.4 select other people to assist in this program, as required.

17.21.5 present written summary reports to the Management Committee.

17.22 The **Senior Registrar** shall:

17.22.1 administer the Club's Registration Days in accordance with the guidelines of the Senior Governing Body.

17.22.2 Issue Official Club Receipts as required.

17.22.3 Maintain the Club's records as required by the Senior Governing Body. These are in relation to the players under Senior Governing Body auspices.

17.22.4 present written summary reports to the Management Committee.

17.23 The **Junior Registrar** shall:

- 17.23.1** administer the Club's Registration Days in accordance with the guidelines of the Junior Governing Body.
- 17.23.2** Issue Official Club Receipts as required.
- 17.23.3** Maintain the Club's records as required by the Junior Governing Body. These are in relation to the players under Junior Governing Body auspices.
- 17.23.4** present written summary reports to the Management Committee.

17.24 The **Delegates** of the **Senior and Junior Governing Bodies** shall:

- 17.24.1** attend the appropriate delegate's meetings as required and report back to the Club.
- 17.24.2** Consult the Club on matters effecting Club operations. Then vote in accordance with a resolution that has been passed at Management Committee Meeting.
- 17.24.3** present written summary reports to the Management Committee.

17.25 The **Proxy Delegates** for the **Senior Governing Body** shall:

- 17.25.1** perform the functions of the delegates in their absence.

18. NOMINATIONS FOR COMMITTEE:

- 18.1** All nominations must in writing and received by the Secretary fourteen(14) days before the Annual General Meeting.
- 18.2** Even if there is only one(1) nomination for any position, that nomination still has to be accepted by the members present at the Annual General Meeting
- 18.3** If no such written nominations are received within the prescribed time, nominations will be called from the floor.
- 18.4** All nominations must be moved and seconded.

- 18.5** Written consent must be obtained from any nominee who is absent from the Annual General Meeting. This consent must be presented to the Secretary.
- 18.6** If more than the required number be nominated for any position, an election by ballot shall take place. In this event, two(2) scrutineers shall be elected at the meeting
- 18.7** The method of determining the ballot shall be by a first past the post.
- 18.8** Any extraordinary vacancy as Office Bearer or Delegate, shall be filled in accordance with clause 19, at the next available Executive Meeting.

19. CASUAL VACANCIES:

- 19.1** For the purpose of this constitution, a casual vacancy in the office of a committee member, occurs if the member:
- 19.1.1** dies;
 - 19.1.2** ceases to a member of the Club;
 - 19.1.3** becomes an insolvent under administration within the meaning of the Companies (New South Wales) Code;
 - 19.1.4** resigns office by notice in writing to the Secretary;
 - 19.1.5** is removed from office under clause 20.
 - 19.1.6** becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law, relating to mental health; or
 - 19.1.7** is absent without just cause and without the consent of either the Executive or Management Committees, from three(3) consecutive meetings.
- 19.2** In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the Club to fill the vacancy. Consequently, the member so appointed shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of the appointment.

20. REMOVAL OF COMMITTEE MEMBER:

- 20.1** The Club, in a Special General Meeting may with *just cause*, by resolution remove any member of either the Executive or Management Committee from the office of member, before the expiration of the member's term of office and by resolution appoint another person to hold office, until the expiration of the term of office of the member so removed.
- 20.2** Where a member of the committee to whom a proposed resolution referred to in clause 20.1 relates, makes representations in writing to the Secretary or President (not exceeding a reasonable length of time) and requests that the representations be notified to the members of the Club; the Secretary or President may send a copy of the representations to each member of the Club or, if they are not to be sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is to be considered.

PART V : MEETINGS**21. QUORUM:**

21.1 Quorums for all Club meetings shall be:

21.1.1	Executive Meeting (Two of which must be the President and Secretary)	Four(4) Members.
21.1.2	Management Committee Meeting	Ten(10) Members.
21.1.3	General Club Meeting	Eight(8) Members.
21.1.4	Special General Meeting	Fifteen(15) Members.
21.1.5	Annual General Meeting	Fifteen(15) Members.

21.2 In the event of a quorum not being present at any meeting, the members then present may appoint any other date within fourteen(14) days to transact the business for which such a meeting has been called. The members then present, shall form the quorum.

22. ANNUAL GENERAL MEETING:

22.1 The Annual General Meeting of the Club shall be conducted within two(2) months after the expiration of the previous financial year.

22.2 This period is effective subject to any extension or permission granted by the Commission under section 26(3) of the Act.

22.3 The Annual General Meeting of the Club shall, subject to the Act, be convened on such date and at such place and time as the Management Committee thinks fit.

22.4 Notice of such a meeting stating the purpose for which it is convened, shall be notified in writing to each member as appearing in the register of members. This notice shall be forwarded by the Secretary at least twenty one(21) days prior to the date of the said meeting.

22.5 The only business which may be transacted at the Annual General Meeting, the business of an Annual General Meeting shall be:

- 22.5.1** To confirm and adopt the minutes of the last preceding Annual General Meeting and of any Special General Meeting conducted since that meeting.
- 22.5.2** To receive from the Management Committee, reports upon the activities of the Club during the last financial year.
- 22.5.3** To receive and adopt the Treasurer's report and Auditor's Statement for the preceding financial year.
- 22.5.4** To elect the Executive and Office Bearers.

23. GENERAL CLUB MEETING:

23.1 The Club Members in General Meeting shall conduct at least eleven(11) meetings in the Club's financial year.

23.2 All members of the Club and interested parties are welcome to attend these meetings.

24. SPECIAL GENERAL MEETING:

24.1 Special Meetings of the Club may be convened by:

24.1.1 A resolution of the Executive,

24.1.2 The President or the Secretary,

24.1.3 A requisition signed by not less than five(5) members.

24.2 A requisition of members for a Special General Meeting shall:

24.2.1 state the purpose or purposes of the meeting;

24.2.2 be signed by the members making the requisition;

24.2.3 be lodged with the Secretary; and

24.2.4 may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

24.3 A Special General Meeting would be required for the following:

24.3.1 a change of the Club's name;

24.3.2 a change in the Club's constitution;

24.3.3 an amalgamation with another Incorporated Body;

24.3.4 to voluntarily wind up the Club and distribute its property; and

24.3.5 to apply for registration as a company or a Corporation.

24.3.6 Removal of a Committee Member.

24.4 Notice of such a meeting stating the purpose for which it is convened, shall be notified in writing to each member as appearing in the register of members. This notice shall be forwarded by the Secretary at least twenty one(21) days prior to the date of the said meeting.

24.6 No business other than that specified in the notice convening such a Special General meeting, shall be transacted at the said meeting.

24.7 Any matter so raised at the Special General Meeting, shall only be carried if supported by at least three quarters (3/4) of the eligible financial voters present at the meeting and or represented by a proxy vote.

24.8 If the Executive fails to convene a Special General Meeting, to be held within one(1) month after the date on which a requisition of members for the meeting is lodged with Secretary; any one or more of the members who made the requisition may convene a Special General Meeting to be held not later than three(3) months after that date.

24.9 A Special General Meeting convened by a member or members as referred to in clause 18.8, shall be convened as nearly as is practical in the same manner as General Meetings are convened by the Executive. Any member who thereby incurs expense, is entitled to be reimbursed by the Association for any expenses so incurred.

25. SPECIAL COMMITTEES:

25.1 The Management Committee may, by instrument in writing, delegate to one or more Special Committees the exercise of such of the functions of the committee as are specified in the instrument, other than:

25.1.1 this power of delegation; and

25.1.2 a function which is a duty imposed on the committee by the Act or by any other law.

25.2 The number to form a Special Committee and the number to form a quorum at such meetings, shall be determined by the Management Committee on each occasion.

25.3 A function the exercise of which has been delegated to a special committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the special committee, in accordance with the terms of the delegation.

25.4 A delegation under this section may be made subject to such conditions or limitations as the exercise of any function the subject thereof, or may be specified in the instrument of delegation.

25.5 Notwithstanding any delegation under this clause, the Management Committee may continue to exercise any function delegated.

25.6 The Management Committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.

25.7 A special committee may meet and adjourn as it thinks proper, within the time frame as specified by the Management Committee.

26. PRESIDING MEMBER:

- 26.1** The President shall be the Chairperson at all Club meetings. In the President's absence the order would be; Vice President, Secretary, Treasurer, Canteen Treasurer, Players' Representative and Assistant Secretary. In the event that neither of these people are present, then the members so present, shall elect a chairperson
- 26.2** The Chairperson shall have authority on every question of order or precedence.
- 26.3** The Chairperson shall have a presiding and a casting vote.

27. NOTICE:

- 27.1** Except where the nature of the business proposed to be dealt with at a Management Committee meeting, requires a special resolution of the Club, the Secretary shall, at least twenty one(21) days before the date fixed for the holding of the Management Committee meeting, cause to be sent in writing to each Management Committee member as appearing in the register of members; a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 27.2** Where the nature of the business proposed to be dealt with at a Management Committee meeting, requires a special resolution of the Club, the Secretary shall, at least twenty one(21) days before the date fixed for the holding of the Management Committee meeting, cause notice to be sent to each Management Committee member in the manner provided in clause 27.1 specifying, in addition to the matter required under clause 27.1; the intention to the propose the resolution as a special resolution.
- 27.3** No business other than that specified in the notice convening a Management Committee meeting, shall be transacted at the meeting except, in the case of an Annual General Meeting, business which may be transacted pursuant to clause 22.5.
- 27.4** A member desiring to bring any business before a Management Committee meeting, may give notice in writing of that business to the Secretary; who shall include that business in the next notice calling a Management Committee meeting, given after receipt of the notice from the member.

28. SPECIAL RESOLUTION:

28.1 A resolution of the Club is a special resolution if:

- 28.1.1** it is passed by a majority which comprises not less than three quarters(3/4) of such members of the Club as, being entitled under this constitution so to do, vote in person or by proxy at a General Meeting of which not less than twenty one(21) days' written notice specifying the intention to propose the resolution as a special resolution, was given in accordance with this constitution; or
- 28.1.2** where it is made to appear to the Commission, that it is not possible or practicable for the resolution to be passed in the manner specified in clause 28.1.1; the resolution is passed in a manner specified by the Commission.

29. VOTING:

- 29.1** Questions arising at a meeting of either the Management Committee or of any Special Committee appointed by the Management Committee, shall be determined by a majority of the votes of members of the said committees, present at the meeting.
- 29.2** Each member present at a meeting referred to clause 29.1 (excluding the person presiding at the meeting) is entitled to one(1) vote. In the event of an equality of votes on any question, the person presiding may then exercise a casting.
- 29.3** Subject to clause 21.1, either the Executive or Management Committee may act notwithstanding any vacancy on these committees.
- 29.4** All votes shall be given personally or by proxy but no member may hold more than two(2) proxies.
- 29.5** A member or proxy is not entitled to vote at any general meeting of the Club, unless all money due and payable by the member or proxy, has been paid to the Club.

30. APPOINTMENT OF PROXIES:

- 30.1** Each member shall be entitled to appoint another member as proxy by notice given to the Secretary, no later than forty eight(48) hours before the time of the meeting in respect of which the proxy is appointed.
- 30.2** The notice appointing the proxy, shall be in the form set out in Appendix two(2) to this constitution.

PART VI : FINANCIAL

31. INSURANCE:

- 31.1 The Club shall effect and maintain insurance pursuant to section forty four(44) of the Act.
- 31.2 In addition to the insurance required under clause 31.1, the Club may effect and maintain other insurance as required.

32. FINANCIAL YEAR:

- 32.1 The financial year of the Club shall be from the first day of April to last day of March.

33. FUNDS MANAGEMENT:

- 33.1 The funds of the Club shall be derived from Canteen Profits, Annual Membership Fees, Donations and, subject to any resolution passed by the Management Committee Meeting, such other sources as that Committee determines.
- 33.2 All moneys received by the Club shall be deposited as soon as practicable and without deduction, to the credit of the Club's bank accounts.
- 33.3 The Club shall, as soon as practicable after receiving any money, issue an appropriate receipt.
- 33.4 Subject to any resolution passed by the Management Committee Meeting, the funds of the Club shall be used in pursuance of the Objects of the Club, in such manner as that Committee determines.
- 33.5 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two(2) non-related members of the Executive Committee.

34. AUDITOR:

- 34.1 The occupant of this position shall be independent from the Club.
- 34.2 The occupant of this position shall be proposed to Club members by the Executive and shall be appointed (not elected) until the next Annual General Meeting (AGM) and does not have any voting rights.
- 34.3 The accounts of the Club shall be audited at the end of the Club's financial year. This report shall be presented to the Annual General Meeting.

35. PAYMENT:

- 35.1** No player, official or supporter shall receive payment or monetary consideration for the playing of baseball or for the support of the Club.

PART V11 : MISCELLANEOUS

36. AFFILIATIONS AND REGISTRATIONS:

- 36.1** The Secretary shall register with the Senior and Junior Governing Bodies; the names and addresses of the Executive and relevant delegates. This information is forwarded following each Annual General Meeting and the filling of any Casual Vacancy.
- 36.2** Only members who are registered with the Club, shall participate in any sanctioned games.
- 36.3** No player shall play with more than one(1) team/club in the same season, unless granted a permit to do so under this Constitution, by the Executive.

37. PERMITS:

- 37.1** All applications for permits, together with a clearance from the previous Club, must be received by the Secretary not later than Monday of any week. Applications to be made in writing and signed by the previous Club Secretary.
- 37.2** Any person having played baseball with any previous Club, affiliated to another Club or League during the current season, may make application to play with the Club, as stated in clause 37.1.
- 37.3** The Executive shall have the right of giving any member a clearance to enable an application for permit to play with another Club.
- 37.4** Should a player be refused a clearance by the Club, that player shall have the right of appeal. This procedure is stated in clause 15.
- 37.5** Notwithstanding what is stated in clause 15, the failure of the player to appear at the appointed time, shall not affect a decision being made on the said appeal.

38. DEFAULTS:

- 38.1** Failure to pay Club dues of all kinds including membership fees, playing fees, insurance fees, subscriptions, levies and fines as provided for in this Constitution as well as tickets for Club functions; may be considered reasonable subjects for posting a player/member as a defaulter.
- 38.2** Such a player/member shall be deemed to continue in default until such time as the amount due is paid to the Secretary. This amount may be paid either in full or on a pro-rata basis, as agreed to by the Committee.
- 38.3** The procedure to be taken in relation to this matter, is referred to in clause 13.

39. AMENDMENTS TO THE CONSTITUTION:

- 39.1** To repeal, alter or add to this constitution, at least twenty one(21) days notice shall be given by the Secretary to all members. Such alterations shall be carried by three quarters(3/4) of those eligible voters present, at any Annual General Meeting or Special General Meeting convened for this purpose.
- 39.2** The procedure to allow any such amendment, is stated in clause 24.
- 39.3** All amendments to this constitution are to be made available by the Secretary, to all members, as soon as practicable of the same being adopted.

40. COMMON SEAL:

- 40.1** The common seal of the club shall be kept in the custody of the Public Officer.
- 40.2** The common seal of the Club shall not be affixed to any instrument, except by the authority of the Executive and the affixing of the Common Seal shall be attested by the signatures of either two(2) members of the Executive or of one(1) member of that committee and of the Public Officer or Secretary.

41. CUSTODY OF BOOKS AND DOCUMENTS:

- 41.1** Except as otherwise provided by this constitution, the public officer shall keep in his or her custody or under his or her control; all records, books and other documents relating to the Club.

42. INSPECTION OF BOOKS AND DOCUMENTS:

42.1 The records, books and other documents of the Club, shall be open to inspection free of charge, by a member of the Club, at any reasonable hour.

43. SERVICE OF NOTICES:

43.1 For the purpose of these rules, a notice may served by or on behalf of the Club upon any member either personally or by sending it by post, to the member at the member's address shown in the register of members.

43.2 Where a document is sent to a person by properly addressing, prepaying and posting to the person, a letter containing the document, the document shall be deemed for the purposes of this constitution, to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

44. WINDING UP/SURPLUS PROPERTY:

44.1 To enable a Special resolution to wind up the Club to be considered, the Club is required to have previously carried in the affirmative, a Special Resolution to nominate an incorporated Club as the Club in which it is to vest its surplus property. This is in accordance with section 53(2) of the Act.

44.2 The income and property of the Club shall be used only for promotion of the objects of the Club and shall not be paid or transferred to members by way of dividend, bonus or profit.

44.3 All money standing to the credit of, or otherwise payable to, the Club at the time of winding up of the Club may be dispersed or dealt with in such manner and in such sum or sums and for such purpose or purposes consistent with the objects of the Club.

44.4 Provided that if upon the winding up or dissolution of the Club, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed among the members of the Club but shall be given or transferred to some other Club or Club's having objects similar or in part similar to the objects of the Club and which shall also prohibit the distribution of its or their property among its or their members of such Club or Club's to be determined by the members of the Club at or before the time of dissolution.

APPLICATION FOR MEMBERSHIP**St Marys District Baseball Club Incorporated****Registration Form**NEW, PLAYER, COACH, ASS COACH, MANAGER, SCORER,
UMPIRE

Details: DOB: _____

Surname: _____ First Names: _____

Address: _____

Suburb: _____ P/C _____

Phone Home: _____ Mobile: _____

Email: _____

Baseball History:Previously played: yes/no If yes, which
club _____

Season: winter/summer Team: _____

Medical History:Details of any allergies or existing medical
conditions: _____**Emergency Contact:**

Name: _____ Phone: _____

Name: _____ Phone: _____

I understand that upon signing this I have entered into a contractual agreement with St Marys District Baseball and agree to abide by their code of conduct and to pay the pre nominated sum which is to cover the registered players insurance and NSWBL fees. The stated sum must be finalised no later than the fourth (4th) round of the season unless a prearranged agreement has been met between 2 members of the Executive committee.

Signature: _____ (parents/guardian to sign if player is under 18)

Pants _____ shirt _____ NO _____ hat _____ belt _____ socks _____

Paid: _____ Receipt No: _____

APPOINTMENT OF PROXY FORM

I,
(Full Name)

of.....
(Address)

being a member of the St Marys District Baseball Club Inc, hereby

appoint.....
(Full Name of Proxy)

of.....
(Address)

being a member of this incorporated Club, as my proxy to vote for me on my behalf at the Meeting of the Club to be held on theday of 19..... and at any adjournment of that meeting.

My proxy is authorised to vote in favour of/against (delete as appropriate) the following resolution:-

.....
.....
.....
.....
.....

.....
(Signature of member appointing Proxy)

.....Date

NOTE: A Proxy Vote may not be given to a person who is not a financial member of the Club.