

RULES OF THE WODEN LITTLE ATHLETICS ASSOCIATION INCORPORATED
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PART I—PRELIMINARY

1 Interpretation

- (1) In these rules, unless a contrary intention appears:
- ‘Association’ means Woden Little Athletics Association Incorporated;
 - ‘associate’ is a member who does not have a dependant child registered but pays the appropriate membership fee;
 - ‘board’ means Board of Management;
 - ‘financial year’ means the year ending 28 February;
 - ‘member’ means a member, however described, of the association;
 - ‘ordinary Board member’ means a member of the Board who is not an office-bearer of the association as referred to in paragraph 11(1)(a);
 - ‘secretary’ means the person or, where no such person holds that office, the public officer of the association;
 - ‘the Act’ means the *Associations Incorporation Act 1991*;
 - ‘the Regulations’ means the Association Incorporation Regulations.
- (2) In these rules:
- (a) a reference to a function includes a reference to a power, authority and duty; and
 - (b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority or the performance of the duty.
- (3) The provisions of the *Interpretation Act 1967* apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

PART II—MEMBERSHIP

2 Membership Qualifications

A person is qualified to be a member if:

- (a) the person is a parent or guardian of any child registered as a little athlete with the Association, or
- (b) signs the membership register of the Association as an associate Member and pays the fee of \$1 or the fee determined in accordance with Rule 6.

3 Membership entitlements not transferable

A right, privilege or obligation which a person has by reason of being a member of an association:

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates upon cessation of the person's membership.

4 Cessation of membership

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

- (a) dies or, in the case of body corporate, is wound up;
- (b) resigns from membership of the association;
- (c) is expelled from the association;

- (d) fails to renew membership of the association; or
- (e) ceases to be a parent or guardian of a child registered as a little athlete with the association.

5 Resignation of membership

- (1) A member may resign from membership of the Association at any time.
- (2) Where a person ceases to be a member, the secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

6 Fee, subscription

- (1) The annual membership fee of the association is payment of a dependent child's registration fee or, for an associate member the payment of \$1, or if any other amount has been determined by resolution of the Board, that other amount.
- (2) The annual membership fee is payable at the time of joining and covers that financial year's membership.

7 Members liabilities

The liability of a member to contribute towards the payment of debts and liabilities of the association of the costs, charges and expenses of the winding up of the association is limited to the amount, if any unpaid by the member in respect of membership of the association as required by Rule 6.

8 Disciplining of members

- (1) Where the Board is of the opinion that a member:
 - (a) has persistently refused or neglected to comply with a provision of these rules; or
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the association,the Board may, by resolution:
 - (c) expel the member from the association; or
 - (d) suspend the member from such rights and privileges of membership of the association as the Board may determine for a specified period.
- (2) A resolution of the Board under subrule (1) is of no effect unless the Board, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under subrule (3), confirms the resolution in accordance with this rule.
- (3) Where the Board passes a resolution under subrule (1), the secretary shall, as soon as practicable, cause a notice in writing to be served on the member:
 - (a) setting out the resolution of the Board and the grounds on which it is based;
 - (b) stating that the member may address the Board at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that the member may do either or both of the following:
 - (i) attend and speak at the meeting;
 - (ii) submit to the Board at or prior to the date of that meeting written representations relating to the resolution.

- (4) Subject to section 50 of the Act, at a meeting of the Board mentioned in subrule (1), the Board shall:
 - (a) give to the member mentioned in subrule (1) an opportunity to make oral representations;
 - (b) give due consideration to any written representations submitted to the Board by that member at or prior to the meeting; and
 - (c) by resolution determine whether to confirm or to revoke the resolution of the Board made under subrule (1).
- (5) Where the Board confirms a resolution under subrule (4), the secretary shall, within 7 days after that confirmation, by notice in writing inform the member of that confirmation and of the member's right of appeal under Rule 10.
- (6) A resolution confirmed by the Board under subrule (4) does not take effect:
 - (a) 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
 - (b) where within that period the member exercises the right of appeal, unless and until the association confirms the resolution in accordance with subrule 9(4).

9 Right of appeal of disciplined member

- (1) A member may appeal to the association in general meeting against a resolution of the Board which is confirmed under subrule 8(4), within 7 days after notice of the resolution is served on the member by lodging with the secretary a notice to that effect.
- (2) Upon receipt of a notice under subrule (1), the secretary shall notify the Board which shall convene a general meeting of the association to be held within 21 days after the date on which the secretary received the notice or as soon as possible after that date.
- (3) Subject to section 50 of the Act, at a general meeting of the association convened under subrule (2):
 - (a) no business other than the question of the appeal shall be transacted;
 - (b) the Board and the member shall be given the opportunity to make representations in relation to the appeal orally or in writing, or both and
 - (c) the members present shall vote by the secret ballot on the question of whether the resolution made under subrule 8(4), that the resolution is confirmed or revoked.
- (4) If the meeting passes a special resolution in favour of the confirmation of the resolution made under subrule 8(4), that resolution is confirmed.

PART III—BOARD OF MANAGEMENT

10 Powers of the Board

The Board, subject to the Act, the Regulations, these rules, and to any resolution passed by the association in general meeting:

- (a) shall control and manage the affairs of the association;
- (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 the association in general meeting; and

- (c) has the power to perform all such acts and do all such things as appear to the Board to be necessary or desirable for the proper management of the affairs of the association.

11 Constitution and membership

- (1) The Board shall consist of:
 - (a) the office-bearers of the association; and
 - (b) up to (5) ordinary members of the association each of whom shall be elected pursuant to Rule 12 or appointed in accordance with subrule (4).
- (2) The office-bearers of the association shall be:
 - (a) the President;
 - (b) the vice President;
 - (c) the secretary;
 - (d) the treasurer; and
 - (e) the registrar.
- (3) Each member of the Board 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.
- (4) In the event of a vacancy in the membership of the Board, the Board may appoint a member of the association to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting following the date of the appointment.

12 Election of Board members

- (1) Nomination of candidates for election as office-bearers of the association or as ordinary Board members shall be made in writing, signed by two members of the association and accompanied by the written consent of the candidate (which may be endorsed on the nomination form), or verbally at the annual general meeting by two members of the association and consented verbally by the candidate.
- (2) If insufficient nominations are received to fill all vacancies on the Board, the candidates nominated shall be deemed to be elected.
- (3) If insufficient further nominations are received to fill all vacancies on the Board, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons shall be taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- (6) The ballot for the election of office-bearers and ordinary Board members shall be completed at the annual general meeting in such manner as the Board may direct.
- (7) A person is not eligible to simultaneously hold more than one position on the Board.

13 Secretary

- (1) The secretary of the association shall, as soon as practicable after being appointed as secretary, notify the association of his or her address.

- (2) The secretary shall keep minutes of:
 - (a) all elections and appointments of office-bearers and ordinary Board members;
 - (b) the names of members of the Board present at a Board meeting or a general meeting; and
 - (c) all proceedings at Board meeting and general meetings.
- (3) Minutes of proceedings at a meeting shall be signed by the person presiding at the meeting or by a person presiding at the next succeeding meeting.

14 Treasury Duties

The treasurer of the association shall:

- (a) collect and receive all moneys due to the association and make payments authorised by the association; and
- (b) keep correct accounts and books showing the financial affairs of the association with full details of all receipts and expenditure connected with the activities of the association.

15 Vacancies

For the purposes of these rules, a vacancy in the office of a member of the board occurs if the member:

- (a) dies;
- (b) ceases to be a member of the association;
- (c) resigns from office;
- (d) is removed from office pursuant to Rule 16;
- (e) becomes an insolvent under administration within the meaning of the Corporations Law;
- (f) suffers from mental or physical incapacity;
- (g) is disqualified from office under subsection 63(1) of the Act; or
- (h) is absent without the consent of the Board members from all meetings of the Board held during a period of 6 months.

16 Removal of Board members

The association in general meeting may by resolution, subject to section 50 of the Act, remove any member of the Board from the office or member of the Board before the expiration of the member's term of office.

17 Board meetings and quorum

- (1) The Board shall meet at least 4 times in each calendar year at such place and time as the Board may determine.
- (2) Additional meetings of the Board may be convened by any member of the Board.
- (3) Oral or written notice of a meeting of the Board shall be given by the secretary to each member of the board at least 48 hours (or such other period as agreed by a simple majority of Board members) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subrule (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the Board members present at the meeting unanimously agree to treat as urgent business.

- (5) Any five [5] members of the Board constitute a quorum for the transaction of the business of a meeting of the Board.
- (6) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting shall be dissolved.
- (7) At meetings of the Board:
 - (a) the President or in the absence of the President, the vice-President shall preside; or
 - (b) if the President and the vice-President are absent, one of the remaining members of the Board may be chosen by the members present to preside.

18 Delegation by Board to Committee

- (1) The Board may, by instruction in writing, delegate to one or more Committee (consisting of such member or members of the association as the Board thinks fit) the exercise of such of the functions of the Board as are specified in the instrument, other than:
 - (a) this power of delegation; and
 - (b) a function which is a function imposed on the Board by the Act, by any other law of the Territory, or by resolution of the association in general meeting.
- (2) A function, the exercise of which has been delegated to a Committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the Committee in accordance with the terms of the delegation.
- (3) A delegation under this rule may be made subject to such conditions or limitations as to the exercise of any function, or as time or circumstances, as may be specified in the instrument of delegation.
- (4) Notwithstanding any delegation under this rule, the Board may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had done or suffered by the Board.
- (6) The Board may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A Committee may meet and adjourn as it thinks proper.

19 Voting and decisions

- (1) Questions arising at the meeting of the Board or any Committee appointed by the Board shall be determined by a majority of the votes of members of the Board or Committee present at the meeting.
- (2) Each member present at a meeting of the Board or of any Committee appointed by the Board (including the person presiding at the meeting) is entitled to one vote by, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to subrule 17(5), the Board may act notwithstanding any vacancy on the Board.
- (4) Any act or thing or suffered, or purported to have been done or suffered, by the Board or by the Committee appointed by the Board, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the Board or Committee.

PART IV—GENERAL MEETINGS

20 Annual general meeting—holding of

- (1) With the exception of the first annual general meeting of the association, the association shall, at least once in each calendar year and within the period of 5 months after the expiration of each financial year of the association, convene an annual general meeting of its members.
- (2) The association shall hold its first annual general meeting:
 - (a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
 - (b) to receive from the Board reports on the activities of the association during the last preceding financial year,
 - (c) to elect members of the board, including office-bearers; and
 - (d) to receive and consider the statement of accounts and the reports that are required to be submitted to members pursuant to subsection 73(1) of the Act.
- (3) An annual general meeting shall be specified as such in the notice convening it in accordance with Rule 23.
- (4) An annual general meeting shall be conducted in accordance with the provisions of this Part.

21 Annual general meetings—calling of and business at

- (1) The annual general meeting of the association shall, subject to the Act, be convened on such date and at such place and time as the Board thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of the annual general meeting shall be:
 - (a) to confirm the minutes of the preceding annual general meeting and of any general meeting since that meeting;
 - (b) to receive from the Board reports on the activities of the association during the preceding financial year;
 - (c) to elect members of the Board, including office-bearers; and
 - (d) to receive and consider the statement of accounts and the reports that are required to be submitted to members pursuant to subsection 73(1) of the Act.
- (3) An annual general meeting shall be specified as such in the notice convening it in accordance with Rule 23.
- (4) An annual general meeting shall be conducted in accordance with the provisions of this part.

22 General meetings—calling of

- (1) The Board may, whenever it thinks fit, convene a general meeting of the association.
- (2) The Board shall, on the requisition in writing of not less than 5 per cent of the total number of members, convene a general meeting of the association.
- (3) A requisition of members for a general meeting:
 - (a) shall state the purpose or purposes of the meeting;
 - (b) shall be signed by the members making the requisition;
 - (c) shall be lodged with the secretary; and

- (e) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the Board fails to convene a general meeting within 1 month after the 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 meeting to be held not more than 3 months after that date.
- (5) A general meeting convened by a member or members referred to in subrule (4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the Board and any member who thereby incurs expense is entitled to be reimbursed by association for any reasonable expense so incurred.

23 Notice

- (1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary shall, at least 14 days before the date fixed for the holding of the general meeting, give notice at two club meetings, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary shall give notice at three club meetings specifying the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to subrule 21(2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who shall include that notice from the member.

24 General meetings—procedure and quorum

- (1) No item of business shall 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) Ten [10] 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 if convened upon the requisition of the members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (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, the members present (being not less than five [5]) shall constitute a quorum.

25 Presiding member

- (1) The President or, in the absence of the President, the vice-President, shall preside at each general meeting of the association.

- (2) If the President and the vice-President are absent from the general meeting, the members present shall elect one of their number to preside at the meeting.

26 Adjournment

- (1) The person presiding at 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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a general meeting is adjourned for 14 days or more, the secretary shall give notice at two club meetings 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 subrule (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.

27 Making of decisions

- (1) A question arising at a general meeting of the association shall be determined on a show of hands and unless a poll is demanded, a declaration by the person presiding that a 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 favour of or against that resolution.
- (2) At a general meeting of the association, a poll may be demanded by the person presiding or by not less than three [3] members present in person or by proxy at the meeting.
- (3) Where the poll is demanded at a general meeting, the poll shall be taken:
 - (a) immediately in the case of a poll which relates to the election of the person to preside at 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 person presiding directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

28 Voting

- (1) Subject to subrule (3), upon any question arising at a general meeting of the association a member or associate member has one vote only.
- (2) All votes shall be given personally.
- (3) In the case of an equality of votes on a question at a general meeting, the person presiding is entitled to exercise a second or casting vote.
- (4) A member or associate 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 then current year.

PART V—MISCELLANEOUS

29 Funds—source

- (1) The funds of the association shall be derived from little athletes registration fees, annual subscriptions of members, donations and subject to any resolution passed by the association in general meeting and subject to section 114 of the Act, such other sources as the Board determines.
- (2) All money received by the association shall be deposited as soon as practicable and without deduction to the association's bank account.
- (3) The association shall, as soon as practicable after receiving any money, issue an appropriate receipt.

30 Funds—management

- (1) Subject to any resolution passed by the association in general meeting, the funds of the association shall be used in pursuance of the objects of the association in such a manner as the Board determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any members of the Board or employees of the association, being members of the Board or employees authorised to do so by the Board.

31 Alteration of objects and rules

Neither the objects of the association referred to in section 29 of the Act nor these rules shall be altered except in accordance with the Act.

32 Common seal

- (1) The common seal of the association shall be kept in the custody of the secretary.
- (2) The common seal shall not be affixed to any instrument except by the authority of the Board and the affixing of the common seal shall be attested by tire signatures either of two members of the Board or of one member of the Board and of the secretary.

33 Custody of books

Subject to this Act, the Regulations and these rules, the secretary and treasurer shall keep in their respective control all records, and other documents relating to the association.

34 Inspection of books

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

35 Service of notices

- (1) For the purpose of these rules, a notice may be served by or on behalf of the association upon any member at the member's address shown in the register of members.
- (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, unless the contrary is proved, be deemed 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.

36 Surplus property

- (1) At the first general meeting of the association, the association shall pass a special resolution nominating:
 - (a) another association for the purpose of paragraph 91(1)(a) of the Act; or
 - (b) a fund, authority or institution for the purpose of paragraph 91(1)(b) of the Act, in which it is to vest its surplus property in the event of the dissolution or winding up of the association.
- (2) An association nominated under paragraph (1)(a) must fulfil the requirements specified in subsection 92(2) of the Act.

37 Affiliation

The Association shall affiliate with the ACT Little Athletics Association after its registration day(s) each year, paying the necessary affiliation fees set down in the rules of the ACT Association and notifying the secretary of the ACT Association of the names, addresses and positions of the association's committee.

38 Uniform

The uniform of the Centre is to be worn by all registered athletes at Club and other appropriate events.