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## CONSTITUTION

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DATED: 31<sup>st</sup> October 2017

### **1. Name**

The name of the club is Kinross Netball Club Incorporated.

### **2. Objects**

The objects of the Kinross Netball Club Inc. are: -

- a) To encourage, promote and manage the game of netball within Kinross and surrounding areas.
- b) To affiliate with Joondalup Netball Association and Western Australia Netball Incorporated.
- c) To provide a safe nurturing environment for members so that they will continue to participate in long-term involvement in sport.

### **3. Attaining Objects**

The club shall be empowered to do all things necessary which are incidental to and necessary for the attainment of the objects of the club.

### **4. Property of the Club**

The club must apply all property and income of the club towards the promotion of the objects or purposes of the club.

No part of that property or income to be paid or otherwise distributed, directly or indirectly, to members of the club, except in good faith in the promotion of those objects and purposes.

### **5. Powers of the Club**

- 5.1 To acquire, hold, deal with and dispose of any real or personal property.
- 5.2 To open and operate bank accounts.
- 5.3 To invest money in security in which trust moneys may be invested or in any other manner authorised by the rules of the club.
- 5.4 To borrow money upon such terms and conditions as the club thinks fit.
- 5.5 To give such security for the discharge of liabilities incurred by the club as the club thinks fit.
- 5.6 To appoint agents and employees to transact any business of the club on its behalf for reward or otherwise.
- 5.7 To build, construct, erect maintain, alter and repair any premises building or other structure of any kind and to furnish and equip and improve the same for use by the club.
- 5.8 Accept donations and gifts in accordance with the objects of the club.
- 5.9 Print and publish any information by media including newsletter, newspaper, articles or leaflets for the promotion of the club.



- 5.10 Provide gifts and prizes in accordance with the objects of the club.
- 5.11 Organise social events for members and the promotion of the club.
- 5.12 To enter into any other contract the club considers necessary or desirable.

## 6. Membership

- 6.1 Membership shall be open to any person, upon payment of nominated fee who wishes to further the interest of the club.
- 6.2 Any person seeking membership shall make application to management committee and the management committee shall determine whether the application is successful or not.
- 6.3 An up to date register of members and their postal or residential addresses must be maintained the association and be available to members to inspect or copy, but not to remove, on request.
- 6.4 A record of the names and postal or residential addresses of office bearers and trustees must be maintained and be available to members to inspect or copy, but not to remove, on request.
- 6.5 Each person admitted to membership shall be:
  - 6.5.1 Bound by the constitution, policies and the bylaws of the club.
  - 6.5.2 Come liable for such fees and subscriptions as may be fixed by the club.
  - 6.5.3 Entitled to all the advantages and privileges of membership.
- 6.6 Membership categories
  - 6.6.1 Ordinary Membership any person who is a financial member of the club is entitled to hold any Office and enjoy privileges of the club.
  - 6.6.2 Social member persons other than ordinary members who are interested in promoting the club but who do not wish to participate in the playing activities of the club may want to become a social member. These are including but not limited to coaches, managers, umpires, committee members and other voluntary roles undertaken. A small fee will be charged by the club to enable them to become financial members and these social members will be noted on the members listing.
  - 6.6.3 Junior Member any person under the age of 18 may become a junior Member. Junior Members shall have no voting rights nor be entitle to hold any office. However, one parent/guardian can vote on the junior members behalf.
  - 6.6.4 Life Member the management committee may elect any member who has given up to but not limited to a minimum of 7 years outstanding service to the club as a candidate for life membership. Any member may nominate a person to the management committee for the consideration of life membership. It is the management committee's duty to vote and confirm the Life Membership nomination.
  - 6.6.5 Patron the club may at its discretion, elect a patron/s or vice patron/s of the club for such a period as may be deemed necessary. Such patron/s or Vice patron/s shall not be eligible to vote unless they are current members of the club under another category of membership.
- 6.7 The management committee shall appoint a member of the management.
- 6.8 A member may at any reasonable time inspect the records and documents of the club



## **7. Subscription**

To be paid when due, by the different classes of members and to be paid by the nominated due date.

## **8. Termination of Membership**

- 8.1 Any person's membership may be terminated by the following events:
  - 8.1.1 Resignation
  - 8.1.2 Expulsion
- 8.2 The management committee shall have the power to suspend or expel any member of the club for:
  - 8.2.1 Any of the events in item 8.1
  - 8.2.2 False or inaccurate statements made by the member's application for membership of the club.
  - 8.2.3 Breach of any rule, regulation or by-law of the club and
  - 8.2.4 By any act detrimental to the club

## **9. Management Committee**

Executive Committee

Office Bearers

The main office bearers are referred to as the Executive.

- 9.1 Managements to the club shall be vested in the management committee elected by the members at the Annual General Meeting and consisting of:
  - 9.1.1 President
  - 9.1.2 Vice -President
  - 9.1.3 Secretary
  - 9.1.4 Treasurer
  - 9.1.5 Registrar
  - 9.1.6 Umpire Coordinator
  - 9.1.7 Two or more committee members
- 9.2 No persons shall hold more than one position on the management committee at any one time. A person shall cease to be a member of the management committee at the conclusion of the Annual general meeting, which follows his/her election, and he/she will be eligible for re-election.
- 9.3 A quorum of the management committee shall be half of its members plus one.
- 9.4 If the President or Vice President is unable to attend, then a chair person nominated by the meeting shall chair the meeting.
- 9.5 A member of the management committee may lose his or her seat in the committee for either of the following:-
  - Absence from three or more consecutive meetings without leave of absence.
  - Found not to be a financial member.
- 9.6 Committee and Officers Duties:

All Committee members must exercise their duty:

  - With care and diligence



- In good faith and for proper purpose
- Not misuse their position; not misuse information obtained
- Not to allow the club to trade when insolvent.

The above duties will also apply to other officers of the club, which include persons who:

- Participate in making decisions that affect a whole or substantial part of the associations operations;
- Have a capacity to significantly affect the association's financial standing; or
- With whose instructions the management committee is accustomed to act. Eg, employees, former committee members, conveners and volunteers.
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## 9.7 Committee disclosures of Interests or Conflicts.

- Disclosures of any interests in contracts being considered by the committee.
- Requirements will apply to all Material Personal Interests not limited to financial.
- These interests must be disclosed at next AGM
- Committee member with interest will be required to leave the room during discussion and voting and this shall be minuted.

## 10. Power of the Management Committee

10.1 The management committee shall carry out the day to day running of the club and shall have the power to:

- 10.1.1 Administer the finances, appoint bankers and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and to close any such accounts.
- 10.1.2 Fix the manner in which such banking accounts shall be operated upon, providing the management committee passes all payments
- 10.1.3 Fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof;
- 10.1.4 Adjudicate on all matters brought before it which in any way affect the club.
- 10.1.5 Cause minutes to be made of all proceedings at meetings of the committee and general meetings of members;
- 10.1.6 Make, amend and rescind rulings and by-laws;
- 10.1.7 Have the power to form and appoint any sub-committee/s as required for specific purposes;
- 10.1.8 May at their discretion employ a person or persons to carry out certain duties required by the club, at salaries or remunerations for such a period of time, as may be deemed necessary.
- 10.1.9 Should any vacancies occur on the management committee during the season, the management committee shall appoint a successor until the next Annual General Meeting.
- 10.1.10 Appoint an officer/s or agent of the management committee to have custody of the clubs records, documents and securities.



## **11. Auditor**

- 11.1 The annual General Meeting shall elect or appoint an auditor or auditors
- 11.2 The Auditor/s shall examine and audit all the books and accounts of the club annually and have the power to call for all books, papers, accounts, receipts etc., of the club and the Treasurer or nominated committee member will present report to the Annual General Meeting.
- 11.3 Our financial year will run from the 1<sup>st</sup> July to 30<sup>th</sup> June with the Auditor/s report being presented at our Annual General meeting in September.

## **12. Meetings**

### **12.1 Annual General Meeting**

- 12.1.1 The Annual General Meeting of the club must be held within six months of the end of the clubs financial year.
- 12.1.2 The secretary shall give at least fourteen days' notice of the date of the Annual General Meeting, to members.
- 12.1.3 All financial members may attend the Annual General Meeting.
- 12.1.4 The quorum at the Annual General Meeting shall be a minimum of six members. If, at the end of 30 minutes after the time appointed in the notice for the opening of the meeting, there be no quorum the meeting shall stand and adjourn for one week. If at such meeting there is no quorum those members present shall be competent to discharge the business of the meeting.
- 12.1.5 The agenda for an Annual General Meeting shall be:
  - Opening of meeting
  - Apologies
  - Confirmation of previous Annual general Meeting
  - Presentation of Annual Report
  - Adoption of Annual Report
  - Presentation of Treasure's Statement
  - Adoption of Treasurer's Statement
  - Election of new executive and appointment of auditor
  - Vote of thanks to outgoing executive
  - Determination of Annual Membership fee
  - Notice/s of motion
  - Urgent general business
  - Closure

### **12.2 General Meetings**

- 12.2.1 General Meetings may be called by the management committee or at the request of the President and Secretary or on the written request of no greater than 20% of members of the club.
- 12.2.2 The Secretary shall give at least 7 (seven) days' notice in writing, of the date, time and address of the General Meeting to the members.



- 12.2.3 Notice of General Meetings shall set out clearly the business for which the meeting has been called for and the procedure/order in which the meeting is to run. No other business shall be dealt with at that General Meeting.
- 12.2.4 General Meetings may be convened by the President or Vice President or any 2 Committee Members.
- 12.2.4 If voting is required at the General Meeting this is to be in accordance with 13.1 to 13.5 as noted below under Voting.
- 12.2.5 The quorum at the General Meeting shall be a minimum of 6 members.

## 12.3 Committee Meetings

- 12.3.1 The date, time and place of the first committee meeting must be determined by the committee members as soon as practicable after the Annual General Meeting at which the committee members are elected.
- 12.3.2 Notice of each committee meeting must be given to each committee member at least 48 hours before the time of the meeting.
- 12.3.3 Notice of committee meetings shall provide date, time and place of meeting and set out clearly the business for which the meeting has been called with an agenda.
- 12.3.4 Committee meetings will be held once a month during netballs winter season, with meetings held outside the winter season as determined by the Committee.
- 12.3.5 The quorum at the committee meeting shall be a minimum of six members.
- 12.3.6 The chairperson (President) or in absence of, the deputy-chairperson (Vice-President) must preside at committee meetings. In the event that neither are able to preside over the meeting, then committee members must choose one of them to act as chairperson of the meeting.
- 12.3.7 The procedure of a committee meeting will be conducted as per agenda provided by the secretary prior to the meeting and determined from time to time by the Committee. The agenda will provide an order of business and may be determined by the committee members at the meeting.
- 12.3.8 A member or other person who is not a committee member may attend a Committee meeting if invited to do so by the committee.
  - a) This person has no right to any agenda, minutes or other document circulated at the meeting unless agreed by committee; and
  - b) Must not comment or contribute to any matter discussed at the meeting unless invited by the committee to do so and
  - c) Cannot vote on any matter that is to be decided at the meeting.

## 12.4 Special Committee Meetings

- 12.4.1 Special Committee meetings may be called by the management committee or at the request of the President, Vice President and Secretary, or on the written request of no greater than 20% of members of the club.
- 12.4.2 These meetings may be called to conduct urgent business on behalf of the club including but not limited to dealing with complaints, disputes and issues that may arise from a membership breach of policies, complaints, disputes and the like.'
- 12.4.3 The President, Vice President or Secretary shall provide at least 48 hours written notice of meeting to all active committee members providing date, time and address of meeting to be held.



- 12.4.4 Notice of Special Committee Meetings shall set out clearly the business for which the meeting has been called for and the procedure/order in which the meeting is to run. No other business shall be dealt with at that Special Committee Meeting unless it indirectly relates to the issue and all committee members agree.
- 12.4.5 Special Committee Meeting may be convened by the President or Vice President or any 2 Committee Members.
- 12.4.6 If voting is required at the Special Committee Meeting this is to be in accordance with 13.1 to-13. as noted below under Voting.
- 12.4.7 The quorum at the General Meeting shall be a minimum of half the committee plus one (1) members.

## **13. Voting**

- 13.1 Voting power at the Annual General Meeting, General Meetings, Committee Meetings and Special Committee Meetings shall be in accordance as follows;
- 13.2 All financial members present at the meetings are entitled to one vote each.
- 13.3 The President, or in the event the President is not available, the Vice President shall be entitled to deliberate vote and, in the event of a tied vote the President or Vice President shall exercise the casting vote.
- 13.4 One Parent/Guardian per junior member is entitled to vote on behalf of their Junior member.
- 13.5 Each individual committee member present who is not voting as a parent/guardian or as a financial member shall have one vote.
- 13.6 All voting outcomes will be recorded and documented in minutes of each meetings.

## **14. Finance**

- 14.1 All funds of the club shall be deposited into the clubs accounts at such bank or recognised financial institution as the management committee may determine.
- 14.2 All accounts due by the club shall be paid by cheque, cash or EFT (Electronic Funds Transfer) after having being passed for payment at the management committee meeting and when payment is necessary, account/s shall be paid and the action endorsed at the next management committee meeting.
- 14.3 The secretary shall not spend more than a set amount of Petty Cash without the consent of the management committee, and shall keep a record of such expenditure in a petty cash book.
- 14.4 A statement showing the financial position of the club shall be tabled at each management committee meeting by the Treasurer.
- 14.5 A statement of Income and expenditure, assets and Liabilities shall be submitted to the Annual General Meeting. The Auditor's report shall be attached to such a financial statement.
- 14.6 The financial year of the club will commence on 1st July each year. The accounts, books and all financial records of the club shall be audited each year.
- 14.7 The signatories to the club accounts will be the treasurer and at least two other persons from the committee to be signed jointly.





- 14.8 All property and income of the club will apply solely to the promotion of the objects of the club and no part of that property or income shall be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of these objects.

## **15 Common Seal**

The common seal of the club shall be kept in the care of the Secretary. The seal shall not be used or affixed to any deed or document except pursuant to a resolution of the management committee and in the presence of at least the President and two members of the committee, both of whom shall subscribe their names as witnesses.

## **16. Alterations to the Constitution and By-Laws**

- 16.1 No alteration, repeal or addition shall be made to the constitution except at the Annual General Meeting, or General Meeting called for that purpose and notice of all motions to alter, repeal or add to the constitution shall be given to members fourteen days prior to the Annual General Meeting or seven days prior to a General Meeting.
- 16.2 The Secretary shall forward such notices of motion to each management committee member at least fourteen days prior to an Annual General Meeting and seven days prior to a General Meeting.
- 16.3 Alterations to the by-laws can be made only at the management committee meetings provided notice of the proposed alterations has been duly notified to committee members.
- 16.4 Such motion, or any part thereof, shall be of no effect unless passed by a seventy five percent majority (Special Resolution) of those present and entitled to a vote at the Annual General Meeting, General Meeting or Management Committee Meeting, as the case may be.
- 16.5 With-in one month of the passing of a special resolution the secretary shall notify the department of consumer and employment protection of the amendment.  
(In case of a licensed club, the director of Liquor Licensing must also be notified.)

## **17. Complaints and Dispute Resolution Process**

### **4.1 Complaints**

The club takes all complains about on and off court behavior seriously. The Club will handle complaints based on the principals of procedural fairness, that is:

- All complaints will be taken seriously
- Any person (complainant) may report a complaint about a person, people, club or organisation (respondent) bound by the Clubs Policies, if they feel they have been harassed, bullied or discriminated against or there has been a breach of the Clubs Policies.
- Both the person making the complaint (complainant) and the person the complaint is against (respondent) will be given full details of what is being said against them and have the opportunity to respond (give their side of the story);
- Irrelevant matters will not be taken into account;
- Decisions will be unbiased and fair; and





- Any penalties imposed will be fair and reasonable.

More serious complaints may be escalated to Joondalup Netball Association (JNA). If the complaint relates to suspected child abuse, sexual assault or other criminal activity, then our club will need to report the behaviour to the Police and/or relevant government authority.

## 4.2 Complaint Handling Process

When a complaint is received by our club, the person receiving the complaint (e.g. President, Committee Member) will:

- Listen carefully and ask questions to understand the nature and extent of the problem;
- Ask what the complainant would like to happen;
- Explain the different options available to help resolve the problem;
- Take notes; and
- Maintain confidentiality but not necessarily anonymity.

Once the complainant decides on their preferred option for resolution, the club will assist, where appropriate and necessary, with the resolution process. This may involve:

- Supporting the person complaining to talk to the person being complained about
- Bringing all the people involved in the complaint together to talk objectively through the problem (this could include external mediation);
- Gathering more information (e.g. from other people that may have seen the behaviour);
- Seeking advice from our district body (JNA) or from an external agency (e.g. State Department of Sport or anti-discrimination agency);
- Referring the complaint to JNA; and/or

In situations where a complaint is referred to JNA and an investigation is conducted, the club will:

- Co-operate fully;
- Ensure the complainant and respondent are not victimised;
- Where applicable, ensure the complainant is not placed in an unsupervised situation with the respondent(s); and
- Act on JNA's recommendations.
- At any stage of the process, a person can seek advice from or lodge a complaint with an anti-discrimination commission or other external agency.

## 4.3 Disciplinary Measures

Our club will take disciplinary action against anyone found to have breached our policy or made false and malicious allegations. Any disciplinary measure imposed under our policy must:

- Be fair and reasonable;
- Be based on the evidence and information presented and the seriousness of the matter;
- Possible measures that may be taken include:
  - Verbal and/or written apology from the offending person;



- Counselling to address behaviour;
- Withdrawal of any awards, placings, records, achievements bestowed in any tournaments, activities or events held or sanctioned by our club;
- Suspension or termination of membership, participation or engagement in a role or activity;
- De-registration of accreditation for a period of time or permanently;
- A fine; or
- Any other form of discipline that our club considers reasonable and appropriate.

#### **4.4 Appeals**

The complainant or respondent can lodge one appeal against decisions of or disciplinary measures imposed by our club to JNA. Appeals must be based on either a denial of natural justice, because of unjust or unreasonable disciplinary measure(s) being imposed, or on the grounds that the decision was not supported by the information/evidence presented and available to the decision maker/club.

When all avenues of Internal Dispute Facility have been exhausted and cannot be resolved, the dispute can be forwarded to the State Administrative Tribunal (SAT) at the Complainants own cost. The State Administration Tribunal will then:

- Refer the dispute for mediation or
- Give orders:
  - Directing that rules are to be followed;
  - Enforcing the right and obligations of association and members.

## **18. Dissolution**

If, on the winding up of the club, any property of the club remains after satisfaction of the debts and liabilities of the club and the costs, charges and expenses of that winding up, that property be distributed;

- A) If upon the winding up or dissolution of the Association there remains after satisfaction of all debts and liabilities any properties whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members.
- B) For charitable purposes, which incorporated club or purposes, as the case requires, shall be determined by resolution of the members.