

Tamworth Netball Association Incorporated



CONSTITUTION

Adopted at Special Meeting 28 October 2020



Tamworth Netball Association Inc.

ABN: 70 645 848 768

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1. General

a) Definitions

For the purposes of this Constitution the definitions provided in Table 1 apply.

Table 1. Definitions

Term	Definition
Affiliated Club	Any club (comprising more than one team) which has paid the prescribed annual affiliation fee to the Association
Association	Tamworth Netball Association Inc.
Club Delegate	A duly appointed representative of an Affiliated Club of the Association
Council	Those Members appointed in accordance with Section 5 a) of this Constitution
Executive Committee	Those Members elected in accordance with Section 5 d) of this Constitution
Life Member	Any Member of the Association elected to such Membership in accordance with this Constitution
Netball NSW	The controlling body for Netball in New South Wales
Public Officer	The person appointed to that role by the Association in accordance with any relevant policy
Registered Member	Any financial Member or Life Member of the Association
Returning Officer	The person appointed to count votes for Executive positions at the Annual General Meeting as per Section 4(b) of this Constitution
Senior Member	A Registered Member who is 18 years or older

b) Interpretation

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

c) Title

The name of the Association shall be Tamworth Netball Association Incorporated.

d) Type of Organisation

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

e) Colours

The Association's colours are black, white and sky blue.



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f) Association Location

The Association office and facilities are located at Tamworth Sports Dome, 7-9 Jack Smyth Drive Tamworth NSW 2340.

g) Boundaries

The Association boundaries shall be defined by the local government area of the Tamworth Regional Council.

h) Objects

The objects of the Association are:

- i. to further the interests of its Members and promote and control the game of Netball within the boundaries of the Association
- ii. to promote, regulate and control competition matches between Affiliated Clubs and to control all premierships and carnivals of the Association
- iii. to select and manage the Association's representative teams
- iv. to affiliate with and support Netball NSW
- v. to co-operate with other affiliated organisation in New South Wales for the furtherance of Netball.

i) Patron

The Association Executive Committee may from time to time appoint one or more patrons and may also cancel any such appointment.

2. Affiliation with Netball NSW

The Association shall affiliate with Netball NSW annually as required under the Netball NSW Constitution. As a requirement of affiliation, the Association will adopt and adhere to any relevant Netball NSW policies.

3. Membership

a) Ordinary Membership

- i. The Association is the controlling body for netball within its boundaries and its authority shall be recognised by all Registered Members who shall adopt and obey this Constitution and the policies of the Association.
- ii. The Association may admit to Membership Registered Members as defined by the Constitution or any other relevant policy of Netball NSW.
- iii. A person ceases to be a registered Member of the Association if the person:
 - a. dies
 - b. ceases to be financial (refer to Section 3c)ii) below)
 - c. is expelled from the Association in accordance with any Netball NSW or Association policy.
- iv. The Executive Committee may reject any application for Membership for any reason.



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b) Life Membership

- i. Any person may be elected a Life Member of the Association in recognition of outstanding service to the Association for such minimum period of service as the Council deems appropriate.
- ii. Candidates for election as Life Members shall be nominated by two Senior Members of the Association and to be received at least two months before the meeting at which such nominations will be considered.
- iii. Candidates' name(s) are to be circulated to Members of the Executive Committee, Life Members and Affiliated Clubs. Voting is restricted to Members of the Executive Committee, Life Members and two delegates from each Affiliated Club, who will be Registered Members of that Affiliated Club.
- iv. The vote must be carried by a 75% majority. Council may, by resolution from time to time, fix the maximum number of persons who may at any time hold Life Membership.
- v. A Life Member shall be entitled to attend all Council, Special Council, Annual General and any other Council meetings and shall have full voting rights.
- vi. A person ceases to be a Life Member of the Association if the person, is expelled from the Association in accordance with any Netball NSW or Association policy.
- vii. A person ceases to be an Active Life Member of the Association if the person dies.

c) Membership Fees and Miscellaneous Fees

- i. All Registered Members of the Association will be financial Members between 1 January and 31 December of the year in relation to which Membership is paid.
- ii. A Registered Member ceases to be financial if they:
 - a. fail to renew their Membership
 - b. fail to pay to the Association money they owe to the Association within the required timeframe.

d) Register of Members

- i. The Secretary or Treasurer of the Association may hold the position of Public Officer for the Association.
- ii. The Registrar, on behalf of the Association, shall maintain a register of Members using the online database specified by Netball NSW.
- iii. The online database shall be administered and maintained by Netball NSW.

e) Members' Liability

The liability of a Registered Member of the Association to contribute towards:

- i. the payment of the debt and liabilities of the Association
 - ii. the costs, charges and expenses of the winding up of the Association
- is limited to the amount, if any, unpaid by the Member in respect of Membership of the Association.

f) Affiliation of Clubs

In order to become affiliated with the Association, clubs must consist of more than one team comprising Registered Members of Netball NSW.

g) Club Delegates

- i. Affiliated Clubs shall each have the right to nominate two Club Delegates to the Council. Club Delegates must be Registered Members of Netball NSW and Registered Members of the club they are representing.



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- ii. The Secretary of each Affiliated Club shall notify the Association's Secretary of the names and addresses of Club Delegates at least seven days prior to the first meeting of Council each year.
- iii. An Affiliated Club has the right to withdraw a Club Delegate and appoint another Club Delegate in their place at any time.
- iv. A vacancy shall be deemed to have occurred in respect of any Club Delegate who has, without leave of Council, failed to attend two Council meetings.
- v. Any such vacancy shall be filled by a nominee of the Affiliated Club whose Club Delegate had caused the vacancy.
- vi. Where an Affiliated Club does not have the required number of Club Delegates in attendance at any meeting of Council, that Club may be liable to a penalty which will be set by Council from time to time.
- vii. At each meeting all Club Delegates present shall sign an attendance book and shall state the club that they represent at that meeting.
- viii. A Club Delegate may only represent one club at any meeting during that calendar year.
- ix. A Club Delegate must be a Senior Member.

4. Meetings

a) Meetings – General Procedure

- i. The President shall take the chair at all meetings of the Council and/or Executive Committee. In the President's absence the chair shall be taken by the Vice President.
- ii. If neither the President nor Vice President is present within 30 minutes of the time fixed for the commencement of the meeting, the Registered Members present shall elect a Chairperson from the Executive Committee Members present.
- iii. A quorum for ordinary Council meetings shall consist of half the total number of the Association's Executive Committee Members, and four individual delegates representing the Affiliated Clubs. A quorum for Executive Committee meetings shall consist of half of the total number of the Executive Committee plus one.
- iv. If no quorum is present 30 minutes after the time fixed for the commencement of a meeting it shall be adjourned to such time and place as the Chairperson shall decide. The Secretary shall give written notice thereof to each Executive, Life Member and to the Secretary of each Affiliated Club.
- v. The accidental omission to give any Member the required notice shall not invalidate a meeting or any of the business of the meeting.
- vi. Questions arising at an ordinary meeting of the Council, Executive Committee or any committee are to be determined by a simple majority of votes cast by eligible Members. Each eligible Member shall have one vote to be taken in such a manner as the Chairperson shall direct, except that a secret ballot shall be taken if any Member requests it.
- vii. In the case of an equality of votes, the Chairperson shall have an additional casting vote.
- viii. There shall be no voting by proxy at any meeting of the Association.
- ix. Where circumstances require, meetings may be moved to an online videoconference platform, or hybrid of in-person and videoconference. Any decision to use a videoconference platform, as well as login/access details for such, will be provided by the Secretary not less than seven days prior.



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b) Annual General Meeting

- i. An Annual General Meeting of the Association shall be held in September of each year.
- ii. All Registered Members may attend but voting shall be restricted to Senior Members who are Executive, Life Members and two nominated Club Delegates from each Affiliated Club.
- iii. Not less than 21 days' written notice of the Annual General Meeting of the Association shall be given to each Executive, Life Member and the Secretary of each Affiliated Club.
- iv. A copy of the Association's Annual Report and Executive Committee Reports shall accompany such notice and be presented at the meeting. The Audited Balance Sheet shall be presented at the meeting.
- v. A quorum for an Annual General Meeting shall consist of half the total number of the Association's Executive Committee Members plus one, and at least one-third of the Club Delegates.
- vi. The business of the Annual General Meeting shall be:
 - a. confirmation of the minutes of the previous Annual General Meeting
 - b. consideration and adoption of the Annual Report and Audited Balance Sheets
 - c. appointment of an Auditor and Honorary Solicitor for the following year
 - d. appointment of a Returning Officer (where appropriate)
 - e. such other business as the meeting thinks fit
 - f. election of Executive, unless elections are to be held at a separate special council meeting
 - g. election of committees, unless elections are to be held at a separate special council meeting.
- vii. Prior to the election of Executive, the positions will be declared vacant. A Chairperson will be elected from the floor by the Registered Members present.
- viii. The following Executive Members shall be elected and shall form the Executive Committee:
 - a. President
 - b. Vice President
 - c. Secretary
 - d. Treasurer
 - e. Coaching Coordinator
 - f. Competitions Coordinator
 - g. Publicity Officer
 - h. Recording Officer
 - i. Registrar
 - j. Representative Coordinator
 - k. Sponsorship and Fundraising Coordinator
 - l. Umpire Coordinator.
- ix. Nominations for election signed by two Senior Members and with the written consent of the nominee shall be lodged with the Secretary at least 28 days prior to the meeting at which the elections are to be held.
- x. Nominations will be accepted via email to the Secretary. Qualifications should accompany each nomination.
- xi. If no nominations are received for an Executive Member position, the position will remain vacant and be re-advertised for nominations at subsequent Council meetings.



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- xii. To be eligible for nomination as an Executive a nominee must be a Registered Member of both Netball NSW and the Association.
- xiii. Current Executive shall be eligible for re-election and retain voting rights after the position is declared vacant.
- xiv. The President, Secretary or Treasurer of the Association shall not hold the position of President of an Affiliated Club.
- xv. No person shall be elected to more than one Executive position.
- xvi. Not more than three Members of the Executive Committee shall be Member of any one Affiliated Club.
- xvii. Executive elected at the Annual General Meeting shall assume office at the conclusion of the Annual General Meeting and shall hold office for the ensuing year, unless they are removed or resign in the interim.
- xviii. An Executive may resign their position by providing written notice of their intention to do so to the Association Secretary. The Council shall, at its next meeting, by resolution appoint a replacement to hold the position for the remainder of the resigned person's term of office.
- xix. The Association may, at a Special Council Meeting, by resolution, remove any Executive before the expiration of their term of office. They may by resolution appoint another person to hold office until the expiration of the term of office of the Executive Member so removed.

c) Special Council Meetings

- i. Special Council Meetings shall be called by the Secretary:
 - a. at the direction of the Executive Committee, or
 - b. upon receipt of a requisition signed by not less than 33% of the Members of Council.
- ii. All Registered Members may attend but voting shall be restricted to Executive Committee, Life Members and two nominated Club Delegates from each Affiliated Club.
- iii. Not less than 21 days' written notice shall be given to Members of Council and to the Secretary of each Affiliated Club, specifying the time and location of a Special Council meeting and the nature of the business to be considered.
- iv. A quorum for a Special Council meeting shall consist of half the total number of the Association's Executive Committee Members, and four individual Delegates representing the Affiliated Clubs.

5. Organisational Structure

a) Council

- i. The council shall consist of:
 - a. Executive Committee Members
 - b. Life Members
 - c. two nominated Delegates from each Affiliated Club who are Senior Members.
- ii. The Council shall meet at least five times each year on dates to be fixed by the Council.
- iii. Not less than seven days' written notice shall be given specifying the time and place of the meeting of Council, and any special business to be dealt with.
- iv. The order of business at Council meetings shall be:
 - a. apologies
 - b. confirmation of minutes



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- c. business Arising from minutes
 - d. notices of motion
 - e. elections
 - f. correspondence and business arising
 - g. reports as relevant to the operations and activities of the Association
 - h. general business.
- v. Association delegates to other organisations are to submit a report to the Secretary of all meetings/functions attended on behalf of the Association within 14 days of such meeting/function.

b) Power of Council

- i. The Council shall be responsible for the execution of the objects of the Association and without in any way limiting this responsibility shall have power:
- a. to control and manage the affairs of the Association
 - b. to fix fees payable by Members and to enforce payment thereof
 - c. to control the funds of the Association and for that purpose to open and operate banking accounts; to invest funds in a lawful manner; to acquire real and personal property of all description and to sell or otherwise dispose of it; to borrow money on behalf of the Association and to give security therefore; to enter into guarantees of indebtedness on behalf of any Affiliated Club; and, generally, to carry out and attend to all such matters as shall be necessary for the proper management and control of the property of the Association
 - d. to empower the Executive Committee to take action in accordance with any relevant Netball NSW policy or relevant Association policy
 - e. to appoint two delegates and two proxy delegates to represent the Association on the Council of Netball NSW
 - f. to appoint any delegate or delegates to represent the Association for any purpose with such powers as may be thought fit
 - g. to ensure that all Members of the Association are registered on the Netball NSW Membership database.

c) Income and Property

- i. Application
The Association's income and property must be applied solely towards promoting the Association's Objects and the Association's income and property must not be applied for the profit or gain of its individual Members.
- ii. No distribution
No part of the Association's income or property may be paid, transferred or distributed, directly or indirectly, by way of dividend, bonus, fee or otherwise, to any of the Members of the Association.
- iii. Exception
This Section does not prohibit making a payment approved by the Council of the Association for out-of-pocket expenses incurred by a Member in performing a duty as a Member of the Association.



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d) Executive Committee

- i. The Executive Committee shall consist of the following voting Members:
 - a. President
 - b. Vice President
 - c. Secretary
 - d. Treasurer
 - e. Coaching Coordinator
 - f. Competitions Coordinator
 - g. Publicity Officer
 - h. Recording Officer
 - i. Registrar
 - j. Representative Coordinator
 - k. Sponsorship and Fundraising Coordinator
 - l. Umpire Coordinator.
- ii. Regular Executive Committee meetings shall be held on dates determined by the Executive Committee at the first Executive Committee meeting after the Annual General Meeting.
- iii. Should it be necessary to call additional meetings, all Executive Committee Members shall be notified at least 48 hours prior to the meeting being held.
- iv. Should a quorum of the Executive Committee be present, an emergency meeting may be convened at any time.
- v. Any member of the Executive Committee who, without reasonable excuse, has failed to attend two meetings shall be deemed to have resigned and shall be replaced in accordance with this Constitution.
- vi. The first duty of a member of the Executive Committee shall be an Association function as opposed to a club function.

e) Duties of Executive Committee

- i. The Executive Committee shall exercise the functions and powers of the Council between meetings of the Council and its decision shall be subject to ratification by the Council at the next meeting.
- ii. Ensure the presentation of a financial report to all Council meetings and make recommendations to Council on matters of finance and policy.
- iii. The Executive Committee is empowered by Council to take appropriate action under the Netball NSW Member Protection, Grievance and Disciplinary policies against any Affiliated Club or Registered Member of the Association. Any decision taken under these Netball NSW policies is not subject to ratification by Council.
- iv. Approve all nominees eligible for selection into the Association Representative teams prior to selection and consider reports as presented by the Selection Panel.
- v. Consider nominations for Life Membership and make recommendations to Council prior to the following Council or Annual General Meeting.
- vi. At least two members of the Executive Committee should be present to supervise all competitions run by the Association when possible.



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f) Committees

- i. The following committees shall be elected at the Annual General Meeting each year:
 - a. Coaching
 - b. Games
 - c. Grading
 - d. Sponsorship / Fundraising
 - e. Umpires
 - f. Uniform
- ii. Nominations for committee election signed by two Senior Members and with the written consent of the nominee shall be lodged with the Secretary at least 21 days prior to the meeting at which the elections are to be held.
- iii. Any lodged nominations for committee positions will be elected at the following Council meeting.

6. Administration

a) Finance

- i. The funds of the Association shall be derived from annual Membership Fees, other fees and donations, levies and subject to any resolution passed by the Association in a Council, Special Council or Annual General Meeting, and such other sources as the Executive Committee determines.
- ii. The main banking accounts of the Association shall be kept at a financial institution approved by the Council and all operations on the accounts shall require two-step verification by any two of the President, Secretary or Treasurer. In the event that two or more family Members hold Executive positions, only one can operate any of the Association's accounts at any time.
- iii. The banking accounts of the Representative Teams shall be kept at any financial institution approved by the Council and all operations on the accounts shall require two-step verification by any two of the President, Secretary or Treasurer.
- iv. The Financial Year of the Association shall commence on 1 July each year.
- v. The current bank statements shall be tabled at each meeting of Council, together with a written financial report.
- vi. The books of the Association shall be audited each year by a qualified person who is not a Member of the Association.
- vii. An Audited Balance Sheet shall be presented to each Annual General Meeting.
- viii. All Netball NSW fees shall be paid by the due date.

b) Employees

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

c) Custody of Records and Documents

Except as otherwise provided by this Constitution, all records, books and other documents relating to the Association shall be kept under the custody or control of the Secretary, at the Association's office.



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d) Inspection of Records

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

e) Effect of, and Altering, this Constitution

i. Effect of Constitution

The Constitution will have effect as a contract:

- a. between the Association and each Affiliated Club of the Association
- b. between the Association and each Member
- c. between a Member and each other Member

pursuant to which each Member agrees to accept the provisions of this Constitution, and comply with those provisions, so far as they apply to that Member.

ii. Altering this Constitution

This Constitution may be altered by special resolution passed by at least 75% of the votes cast at an Annual General Meeting or Special Council Meeting of the Association of which not less than 21 days' written notice specifying the resolution/s to be proposed has been given. Any alteration made to the Constitution of the Association shall be forwarded to Netball NSW within 28 days of the meeting at which such alteration was made.

f) Dissolution of the Association

The Association shall not be dissolved except by special resolution passed by a majority of at least 75% of the votes cast as a Special Council Meeting of the Association of which not less than 21 days written notice specifying the dissolution has been given. On dissolution of the Association, any property whatsoever remaining after the determination and settlement of all debts and liabilities shall be paid or transferred to Netball NSW to be used for the promotion of Netball.

7. Policies of the Association

- i. The Association may implement appropriate policies in relation to such matters as arise for the administration of netball in the Association.
- ii. The Association will adopt Netball NSW policies as outlined on the Netball NSW website > About> Library> Policies & Forms – <http://nsw.netball.com.au/inside-netball-nsw/library/policies-forms/>
- iii. The Executive Committee shall maintain Policies and Procedures for the operation of the Association. Policies and Procedures can be amended by simple majority at any meeting.