

**CONSTITUTION**

**RANDWICK - BOTANY HARRIERS inc**

**PART 1 - PRELIMINARY**

1. NAME

The name of the club shall be RANDWICK - BOTANY HARRIERS inc

2. INTERPRETATION

(a) In these rules, except insofar as the content or subject matter otherwise indicates or implies:

'the club' means RANDWICK - BOTANY HARRIERS inc, incorporated under the Act.

'the committee' means the committee of management of RANDWICK - BOTANY HARRIERS inc. as referred to in rule 17.

'the ordinary member' means a member of the committee who is not an office-bearer of the club as referred to in rule 18(b).

'a member' means a person as defined in rule 7(a).

'secretary' means:

- (i) the person holding office under these rules as secretary of the club, or
- (ii) where no such person holds that office - the public officer of the club.

'special general meeting' means a general meeting of the club other than the annual general meeting.

'the Act' means the Associations Incorporation Act 1984 as amended.

'the Regulation' means the Associations Incorporation Regulation 1999.

'ANSW' means Athletics NSW Limited.

'LAANSW' means Little Athletics Association of New South Wales Inc.

words importing only the masculine gender include the feminine gender;

'financial member' means a person who has paid all fees, dues, monies owing by him to the club as required by these Rules.

(b) In these rules:

- (i) a reference to a function includes a reference to a power, authority and duty, and
- (ii) a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.

(c) The provisions of the Interpretation Act 1987 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 that Act.

(d) Except insofar as the context or subject matter otherwise indicates or requires, words or expressions defined in the Act or the Regulation carry the same meaning in these rules.

3. POWERS

- (a) To promote and manage athletic sports meetings as from time to time as may be considered expedient.
- (b) To act alone or with any other body or representative bodies in the interests of sport and in particular athletics.
- (c) To select, appoint, finance and control individuals and teams of athletes to represent the club as may be deemed necessary.
- (d) To make such by-laws for administration of the club as comply with the provisions of these rules.
- (e) To acquire through the Committee of management of the club by purchase, lease, exchange or as gift or donation, property of any kind which in the opinion of the Committee of Management of the club may be necessary or useful for the purposes of the club.
- (f) To employ such persons as may be required for carrying out the Rules and for the furtherance of athletics.
- (g) To fix the annual subscription to this club (made up of the club's membership fees and registration fees to ANSW or LAANSW ) and to review the amount of subscription as may from time to time be necessary.
- (h) To liaise with and form joint ventures with other sporting bodies for the purposes of competition , venue hire and community relations.

4. OBJECTS

The objects of the club shall be to encourage and promote athletics in accordance with the laws and rules of ANSW and the LAANSW.

5. STRUCTURE

The above objectives will be achieved through the powers vested by these Rules in:

- (a) the Committee of Management of Randwick-Botany Harriers inc.
- (b) and as delegated by the Committee of Management of the Randwick - Botany Harriers inc to the Sub - committees of :-
  - (i) South Eastern Little Athletics.
  - (ii) Winter Competitions .
  - (iii) Summer Competitions .
  - (iv) Any other athletic body that the Committee of Management may agree to include.

6. CLUB COLOURS AND UNIFORM

- (a) The colours of the club shall be as agreed by the committee of management of the club and approved by ANSW and the LAANSW.
- (b) The competition uniform shall be as agreed by the committee of management of the club and approved by ANSW and the LAANSW.

**PART 2 - MEMBERSHIP**

7. MEMBERSHIP QUALIFICATIONS

- (a) A person is qualified to be a member of the club if, and only if:
  - (i) that person is a person referred to in Section 15 (1)(a) of the Act and has not ceased to be a member of the club at any time after incorporation of the club under the Act, or
  - (ii) the person is a natural person who:
    - (A) has applied for membership of the club on the required form, and
    - (B) has been approved for membership of the club by the committee of the club.
- (b) Members shall be classed as follows:
  - (i) officials and affiliates
  - (ii) members registered with ANSW .
  - (iii) members registered with LAANSW .
  - (iv) life members.
  - (v) honorary members

8. LIFE MEMBERSHIP

A member may be elected a Life Member after at least ten (10) years continuous service to the club, at a general meeting of which written notice of the intended motion for election has been given. The motion must be carried by a three-quarters majority of those present and voting.

9. HONORARY MEMBERSHIP

A person who has rendered service to the club but is not a member may be granted honorary membership by the committee for the duration of the current year.

10. CESSATION OF MEMBERSHIP

A person ceased to be a member of the club if the person:

- (a) dies
- (b) resigns that membership
- (c) is excluded under the provisions of the act or the regulations
- (d) is expelled from the club.

11. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

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

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

12. REGISTER OF MEMBERS

- (a) The secretary of the club or person/s delegated by the general committee shall establish and maintain a register of members of the club, specifying the name and address of each person who is a member of the club together with the date on which the person became a member.
- (b) 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.

13. FEES, SUBSCRIPTIONS, ETC.

- (a) A member of the club shall, upon admission to membership, pay to the club a fee as determined by the committee.
- (b) In addition to any amount payable by the member under rule 13 (a), a member of the club shall pay to the club an annual membership fee (excepting for Life Members and Honorary Members). Members shall pay such fees as are determined by the committee of management of the club.

14. MEMBERS' LIABILITIES

The liability of a member of the club to contribute towards the payment of debts and liabilities of the club or the cost, charges and expenses of the winding up of the club is limited to the amount, if any, of fees unpaid by the member in respect of membership of the club as required by rule 13.

15. DISCIPLINING OF MEMBERS

- (a) Where the committee is of the opinion that a member of the club:
  - (i) has persistently refused or neglected to comply with a provision or provisions of these rules and/or by-laws, or
  - (ii) has persistently and wilfully acted in a manner prejudicial to the interests of the club,
 the committee may, by resolution:
  - (i) expel the member from the club, or
  - (ii) suspend the member from membership of the club for a specified time.
- (b) Where the committee may pass a resolution under clause (a), the secretary shall, as soon as practicable, cause a notice in writing to be served on the member:
  - (i) setting out the resolution of the committee and the grounds on which it is based,
  - (ii) 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,
  - (iii) stating the date, time and place of that meeting, and
  - (v) informing the member that the member may do either or both of the following:
    - (A) attend and speak at the meeting,
    - (B) submit to the committee at or prior to the date of that meeting written representation relating to the resolution.
- (c) A resolution of the committee under clause (a) is of no effect unless the committee, at a meeting held no earlier than fourteen (14) days and not later than twenty eight (28) days after service on the member of a notice under clause (b), confirms the resolution in accordance with this rule.
- (d) At a meeting of the committee held as referred to in clause (b), the committee shall
  - (i) give to the member an opportunity to make oral representations,
  - (ii) give due consideration to any written representation submitted to the committee by the

- member at or prior to the meeting, and
    - (iii) by resolution determine whether to confirm or revoke the original resolution.
  - (e) Where the committee confirms a resolution under clause (d) the secretary shall, within seven (7) days after that confirmation by notice in writing, inform the member of the fact and of the member's right of appeal under rule 16.
  - (f) A resolution confirmed by the committee under clause (d) does not take effect:
    - (i) 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
    - (ii) where within that period the member exercises the right of appeal, unless and until the club confirms the resolution pursuant to rule 16 (d)

16. **RIGHT OF APPEAL OF DISCIPLINED MEMBER**

- (a) A member may appeal to the club in a general meeting against a resolution of the committee which is confirmed under rule 15 (d), within seven (7) days after notice of the resolution is served on the member by lodging with the secretary a notice to that effect.
- (b) Upon receipt of a notice from a member under clause (a), 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.
- (c) At a general meeting of the club convened under clause (b):
  - (i) no business other than the question of the appeal shall be transacted,
  - (ii) the committee and the member shall be given the opportunity to state their respective cases orally or in writing, or both, and
  - (iii) the members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (d) If at the general meeting the club passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

**PART 3 - THE COMMITTEE**

17. **POWERS, ETC., OF THE COMMITTEE**

The committee shall be called the committee of management of the club and, subject to the Act, the Regulation, these rules and by-laws, and to any resolution passed by the club in general meeting:

- (a) shall control and manage the affairs of the club;
- (b) may 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 the members of the club, and
- (c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the correct management of the affairs of the club.
- (d) shall delegate power to control specific areas of athletics activity as follows :-
  - (i) Little athletics to the sub - committee known as South Eastern Little Athletics.
  - (ii) Winter competitions to the sub - committee known as the Winter Competitions Committee.
  - (iii) Summer competitions to the sub - committee known as the Summer Competitions Committee.These sub - committees shall be formed by members of Randwick-Botany Harriers inc. who have an interest in a specific area coming together to elect a sub - committee consisting of Chairman, Secretary and Treasurer plus up to five other committee members to control their area of competition. All sub - committees must be approved by the committee of Randwick-Botany Harriers inc. A member may be a member of more than one sub - committee but may only represent one sub - committee on the committee

of management.

- (e) elect members to those positions deemed necessary by the committee for the management of the organization eg. publicity officer etc. ,
- (f) make by-laws for the governance of the club and its members that are not inconsistent with these rules.
- (g) approve by-laws for the governance of the club's sub -committees that are not inconsistent with these rules and the by-laws established by the general committee.

18. CONSTITUTION AND MEMBERSHIP

- (a) Subject in the case of the first members of the committee to section 21 of the Act, the committee shall consist of:
  - (i) the office-bearers of the club and
  - (iii) three members appointed from each sub - committee of the club at there last committee meeting prior to the Annual General Meeting of the Club. These appointed members will automatically become members of the committee.
- (b) The office-bearers of the club shall be:
  - (i) the president,
  - (ii) three (3) vice-presidents,
  - (iii) the secretary, and
  - (iv) the treasurer.
- (c) 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.
- (d) 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 and 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.
- (e) The quorum for committee meetings shall be five (5).

**PART 4 - GENERAL MEETINGS**

19. ANNUAL GENERAL MEETINGS - HOLDING OF

- (a) With the exception of the first annual general meeting of the club, the club shall, at least once in each calendar year and within the period of three (3) months after the expiration of each financial year of the club, convene an annual general meeting of its members.
- (b) The club shall hold its first annual general meeting:
  - (i) within the period of eighteen (18) months after its incorporation under the Act, and
  - (ii) within the period of three (3) months after the expiration of the first financial year of the club.
- (c) Clauses (a) and (b) have effect subject to any extension or permission granted by the Department of Fair Trading under section 26(3) of the Act.

20. CALLING OF AND BUSINESS AT ANNUAL GENERAL MEETINGS

- (a) The annual general meeting of the club shall, subject to the Act and to rule 19, be convened on such date and at such place and time as the committee thinks fit.
- (b) in addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be:
  - (i) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;
  - (ii) to receive from the committee reports upon the activities of the club during the last preceding financial year;
  - (iii) to elect office-bearers of the club.
  - (iv) to receive and consider the statement which is required to be submitted to members pursuant to the income and expenditure of the club during its last financial year and detailing the assets and liabilities of the club at the end of its financial year.

21. CALLING OF SPECIAL GENERAL MEETINGS

- (a) The committee may, whenever it thinks fit, convene a special general meeting of the club.
- (b) The committee shall, on the requisition in writing of not less than twenty five (25) percent of the total number of members, convene a special general meeting of the club.
- (c) A requisition of members for a special general meeting:
  - (i) shall state the purpose or purposes of the meeting,
  - (ii) shall be signed by the members making the requisitions,
  - (iii) shall be lodged with the secretary, and
  - (iv) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (d) If the committee 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 the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held no later than three (3) months after that date.
- (e) A special general meeting convened by a member or members as referred to in clause (d) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who thereby incurs expense is entitled to be reimbursed by the club for any expense so incurred.

22. NOTICE OF GENERAL MEETINGS

- (a) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the club, the secretary shall, at least fourteen (14) days before the date fixed for the holding of the general meeting, cause to be sent by prepaid post to each member at the member's address 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.
- (b) Where the nature of the business proposed to be dealt with at a general 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 general meeting, cause notice to be sent to each member in the manner prescribed in clause (a) specifying in addition to the matter required under clause (a), the intention to propose the resolution as a special resolution.

- (c) 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 rule 20 (b).
- (d) A member desiring to bring any business before a general meeting shall give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

23. PROCEDURE OF GENERAL MEETINGS

- (a) 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.
- (b) Five (5) members present in person (being members entitled under these rules to vote at a general meeting) constitutes a quorum for the transaction of the business of a general meeting.
- (c) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
  - (i) if convened on the requisition of members, is to be dissolved, or
  - (ii) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time 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.
- (d) 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 at least three (3)) shall constitute a quorum.

24. PRESIDING MEMBER

- (a) The president or, in the president's absence or unwillingness to act, one of the vice-presidents shall preside as chairperson at each general meeting of the club.
- (b) If the president and vice-presidents are absent or unwilling to act, the members present must elect one of their number to preside as chairperson of the meeting.

25. ADJOURNMENT

- (a) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of the members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (b) Where a general meeting is adjourned for fourteen (14) days or more, the secretary shall give written or oral notice of the adjourned meeting to each member of the club, stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (c) Except as provided in clauses (a) and (b), 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.

26. MAKING OF DECISIONS

- (1) A question arising at a general meeting of the club shall be determined on a show of hands and, unless before or on the declaration of the show of hands a secret ballot is demanded, a declaration by the chairperson 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 club, is evidence of the fact without proof of the numbers or proportion of the vote recorded in favour of or against that resolution.
- (2) At a general meeting of the club, a secret ballot may be demanded by the chairperson or by not less than three (3) members present in person at the meeting.



- (3) Where a secret ballot is demanded at a general meeting, the poll shall be taken -
- (a) immediately in the case of a secret ballot which relates to the election of the chairperson of the meeting or to the question of an adjournment, or
  - (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs.
- and the resolution of the ballot on the matter is taken to be the resolution of the meeting on that matter.

27. SPECIAL RESOLUTION

A resolution of the club is a special resolution if:-

- (a) it is passed by a majority which comprises not less than three-quarters of such members of the club as, being entitled under these rules to do so, vote in person 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 these rules, or
- (b) where it is made to appear to the Department of Fair Trading that it is not possible or practicable for the resolution to be passed in the manner specified in paragraph (a) - the resolution is passed in a manner specified by the Department of Fair Trading.

28. VOTING

- (1) Upon any question arising at a general meeting of the club, a member has one vote only.
- (2) All votes shall be given personally.
- (3) In the case of equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) 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 to the club has been paid, other than the amount of the annual subscription payable in respect of the then current year.
- (5) Each member shall be entitled to appoint another member as proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed. The notice appointing the proxy shall be in the form set out in Appendix 1 to these Rules.
- (6) Members aged eighteen (18) years and over shall be entitled to vote at all general meetings. Members under the age of eighteen (18) years shall be entitled to vote only on matters in respect to their class of members.
- (7) Life members are entitled to vote.
- (8) Honorary members shall not be entitled to vote.

29. ALTERATION OF OBJECTS AND RULES

- (1) The statement of objects and these rules can be altered, rescinded or added to only by a special resolution of the club.
- (2) Any amendment is subject to the approval of ANSW and LAANSW., who shall be notified within fourteen (14) days of the date of the passing thereof. The amendment does not become effective until the approval of ANSW and LAANSW has been advised to the club.

**PART 5 - MISCELLANEOUS**

30. INSURANCE

- (1) The club shall effect and maintain insurances pursuant to section 44 of the Act.

- (2) In addition to the insurance required under clause (1), the club may effect and maintain other insurances.

31. FUNDS - SOURCE

- (1) The funds of the club shall be derived from the entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the club in general meeting, such other sources as the committee determines.
- (2) All money received by the club shall be deposited as soon as practicable and without deduction to the credit of the club's bank account/s.
- (3) The committee shall ensure that correct accounting procedures are adopted in relation to money received.

32. FUNDS - MANAGEMENT

- (1) Subject to any resolution passed by the club in general meeting, the funds of the club shall be used in pursuance of the objects of the club in such manner as the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two (2) of the president, secretary, treasurer, or ordinary members of the committee being members authorised to do so by the committee.
- (3) The financial year of the club shall end on 31 March each year.

33. COMMON SEAL

- (1) The common seal of the club 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 committee and the affixing of the common seal shall be attested by the signature of two (2) members of the committee who are authorised by the committee to sign.

34. CUSTODY OF BOOKS, ETC.

Except as otherwise provided by these rules, the secretary shall keep in his custody or under his control all records, books and other documents relating to the club.

35. INSPECTION OF BOOKS

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.

36. SERVICES OF NOTICES

- (1) For the purpose of these rules, a notice may be served by or on behalf of the club on any member either personally or by sending it by post to the member at the member's address shown in the register of members.
- (2) If a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document is, unless the contrary is proved, taken for the purposes of the 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.