



Constitution

Southern Districts Tennis Association Inc
ABN 47 861 502 515

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CONSTITUTION
OF
SOUTHERN DISTRICTS TENNIS ASSOCIATION INC

1. Objects

The objects for which the Association is established are:

- a) To promote the game of tennis generally and particularly within its boundaries.
- b) To conduct;
Competitions
Tournaments
Championships
Exhibitions
- c) To acquire land, freehold and/or leasehold, and to construct on such land courts and or buildings.
- d) To borrow, raise and lend money on security or without security.
- e) To promote social activities, preserve, foster and encourage good fellowship and friendship between sports people and sporting organisations.
- f) To publish a periodical to be known as "Southern District Tennis Association News Bulletin", or such other name as the Council may determine.
- (g) To do all such acts, deeds, matters and things, whether of a like or different nature to the above objects in connection with any sports, games or activities and particularly with the game of tennis.

2. Preliminary

2. Interpretation

- (1) In this Constitution:

Act means the Associations Incorporation Act 2009.

Association means the Southern Districts Tennis Association Inc.

Boundaries means the geographical area fixed by Tennis NSW Inc. (or other controlling body) within which the Association carries out or is permitted to

carry out its functions and objects.

Committee means the relevant committee controlling an activity and which has been established in accordance with these rules.

Council means the Council of Management of the Association.

Director-General means the Director-General of the Department of Services, Technology and Administration.

Player means a person who is actually playing tennis in a competition with a team or playing in the Annual Championships conducted by the Association.

Regulations means the Associations Incorporation Regulations 2010.

Secretary means:

- (a) the person holding office under these rules as secretary of the Association.
- (b) where no such person holds that office—the public officer of the Association.

Special General Meeting means a General Meeting of the Association other than an Annual General Meeting.

Team means a tennis team registered to play in competitions conducted by the Association. Team extends to any team including or comprised of Junior Members.

- (2) In this Constitution, where the context so permits or requires:

a reference to

- (a) a function includes a reference to a power, authority and duty;
- (b) the “exercise of a function” includes; where the function is a duty, a reference to the performance of the duty;
- (c) the singular number includes the plural number and vice versa;
- (d) a gender includes all other genders; and
- (e) any legislation or any regulations made pursuant to legislation includes a reference to such legislation and regulations where subsequently varied or amended.

- (3) 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 the Act.

3. Membership

3. Affiliation

The Association may affiliate on such terms and with such organisations, as the Council shall deem appropriate from time to time.

4. Membership Classification

The Association shall consist of life members, ordinary members, associate members and junior members.

5. Membership Qualifications

- (1) A person is qualified to be a member of the Association if, but only if:
 - (a) the person is a person referred to in Section 15 (1) (a), (b) or (c) of the Act and has not ceased to be a member of the Association at any time after the incorporation of the Association under the Act; or
 - (b) the person is a natural person who has been nominated for membership of the Association as provided by Rule 6. [Amended Sept 2009]
- (2) The qualification for life membership shall be that any member of the Association who has rendered outstanding service to the Association may be elected at any Annual General Meeting of the Association as an honorary life member as hereafter provided in these rules. Life members will be entitled free annual membership, free entry into all competitions and tournaments, and attend Council meetings, but will have no voting rights. [Amended Sept 2009]
- (3) The qualification for ordinary membership of the Association shall be that they are financial members of a registered team, provided that the Council may, in its discretion, admit to ordinary membership of the Association a person who is not a financial member of a registered team.
- (4) The qualification for associate membership shall be approval from the Council of Association.
- (5) Junior Membership – a person under 18. [Amended Sept 2009]

6. Nomination for Membership

- (1) A nomination of a person for membership of the Association shall be lodged with the Secretary of the Association in the form as shown in the Appendix.
- (2) A nominee for ordinary or junior membership must be registered as a player in a competition or tournament run by Southern Districts Tennis Association. [Amended Sept 2009]
- (3) The Association has power to elect life members. The following procedure shall be observed in the election of life member.

- (a) notice of nomination signed by at least two financial members of the Association shall be given to the Secretary not later than fourteen (14) days prior to the Annual General Meeting of the Association.
- (b) the election of life members shall be made at an Annual General Meeting, but not more than one life member shall be elected at any Annual General Meeting.
- (c) if two or more nominations for life membership are received in any one year the Annual General Meeting shall decide by ballot which single nomination shall be submitted to the meeting for inclusion in the ballot to elect a life member.
- (d) the life member shall be elected by affirmative vote of at least 75% of the members present.

7. Cessation of Membership

A person ceases to be a member of the Association if the person -

- (a) Dies;
- (b) Resigns in writing that membership;
- (c) Is expelled from the Association; or
- (d) Ceases to be a financial member of a team and or the Association.

8. Membership Entitlements Non - Transferable

Any right, privilege or obligation which a person has by reason of being a member of the Association –

- (a) Is not capable of being transferred or assigned to another person; and
- (b) Terminates upon cessation of the person's membership.

9. Resignation of Membership

- (1) A member of the Association may resign that membership conditional upon:
 - (a) The member giving to the Secretary of the Association not less than one months prior written notice of intention to resign; and
 - (b) Paying to the Association all outstanding fees due in respect of that member and/or in respect of the member's team if funds are held on behalf of the team.
- (2) Where a member of the Association ceases to be a member pursuant to this clause and in every other case, the Secretary shall make an appropriate entry in the register of members recording the date on which the member ceases to be a member.

10. Register of Members

- (1) The Public Officer of the Association shall establish and maintain a register of members of the Association specifying the name and address of each person who is a member of the Association together with the date on which the person became a member.
- (2) The register of members shall be kept at the principal place of the administration of the Association and shall be open for inspection free of charge by any member of the Association at any reasonable hour.

11. Fees and Subscriptions

- (1) A member of the Association must on admission to membership pay to the Association an annual fee which such as shall from time to time be prescribed by the Council, before 1 January in each calendar year. [Amended Sept 2009]
- (2) If any fee or subscription remains unpaid for a period of 3 weeks after the due date for payment the member/team concerned shall show cause to the Council why it should not by resolution suspend all privileges of membership until such fee or subscription is paid.

12. Members Liabilities

The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association are limited to the amount, if any, unpaid by the member in respect of membership of the Association pursuant to Rule 11.

13. Resolution of Internal Disputes

- (1) Disputes between members (in their capacity of members) of the Association and disputes between members and the Association are to be referred to a Community Justice Centre for mediation in accordance with the Community Justice Centre Act 1983.
- (2) At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator. [Added Sept 2009]

14. Disciplining of Members

- (1) Any member of the Association may lodge a complaint that some other member of the Association;
 - (a) has persistently refused, or neglected, to comply with a provision, or provisions of these rules; or

- (b) has threatened to act, or has persistently and wilfully acted, in a manner prejudicial to the interests of the Association.
- (2) The Council may make a finding in such circumstances and by resolution.
 - (a) expel the member from the Association; or
 - (b) suspend the member from membership of the Association for a specified period.
- (3) Provided that any such resolution must cite specifically:
 - (a) the provision or rule breached and the date(s) of each breach (so far as possible),
 - (b) the prejudice or harm caused, or likely to be caused to the interests of the Association.
- (4) A resolution of the Council under sub-clause (1) is of no effect unless the Council, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under clause (3), confirms the resolution in accordance with this rule.
- (5) Where the Council passes a resolution under sub-clause (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 Council and the grounds;
 - (b) stating that the member may address the Council 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 Council at or prior to the date of the meeting written representations relating to the resolution.
- (6) Failure to make written submissions may prejudice the member’s appeal rights.
- (7) At a meeting of the Council held as referred to in sub-clause (b) the Council shall
 - (a) give the member an opportunity to make oral representations;
 - (b) give due consideration to any written representations submitted to the Council by the member at or prior to the meeting; and
 - (c) by resolution determine whether to confirm or to revoke the resolution, provided that confirmation should be made without reason being given, unless any further finding of fact(s) has been made.

- (8) Where the Council confirms a resolution under sub-clause (4), the Secretary shall, within 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 15.
- (9) A resolution confirmed by the Council under sub-clause (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 Council confirms the resolution pursuant to rule 14 (4).

15 Right of Appeal of Disciplined Member

- (1) A member may appeal to the Council against a resolution of the Council which is confirmed under rule 14 (4) with 7 days after notice of the resolution is served on the member by lodging with the Secretary a Notice of Appeal.

The notice must contain:

- (a) no material that is extraneous to the rules of the Association.
 - (b) Particulars of any alleged failure to comply with procedure by the Association.
 - (c) Particulars of any disputed finding of fact set out in the resolution.
- (2) Upon the receipt of a notice from a member under clause 15(1) the Secretary shall in his or her sole discretion decide whether the Notice of Appeal is valid. If the Notice is validated the Secretary shall inform the member in writing within 7 days and shall immediately notify the Council and shall convene a meeting of the Council to be held within twenty-eight (28) days after the date on which the Secretary received the Notice of Appeal.
- (3) If the Secretary decides that the Notice of Appeal is invalid the Secretary shall immediately write to the member advising of the decision and the reasons for that decision and the Secretary shall also advise the member that a further 7 days will be granted for the member to rectify, if possible, the defective notice and to lodge an amended Notice of Appeal with the Secretary.
- (4) At the meeting of the Council convened pursuant to sub-clause (2) –
 - (a) no business other than the question of the appeal shall be transacted;
 - (b) the Council and the member shall be given the opportunity to state their respective cases orally or in writing or both;
 - (c) not less than 75% of the authorised members of the Council must be present at such meeting;

- (d) for purposed of that meeting only, any resolution of the Council must be carried by not less than 75% of those Council members attending and voting.
- (5) If the meeting is attended by less than 75% of the authorised membership of the Council, the Secretary must adjourn the meeting to the same time and place 7 days hence until 75% of the Council membership is present PROVIDED THAT no more than two such adjournments shall be permitted and if the said quorum is not achieved at the third meeting so appointed the member's appeal shall be deemed to have been upheld.
- (6) Nothing shall invalidate any decision of Council given in good faith and in substantial compliance with Association Rules.
- (7))The Council cannot delegate its powers and functions pursuant to this clause 15
- (8) This rule does not prevent the Council from delegating to an approved sub-committee its powers and functions pursuant to clause 14.

4 THE COUNCIL

16 Powers of the Council

- (1) The Council, subject to the Act, the Regulations and 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 a General Meeting of members of the Association.
 - (c) has power to perform all such acts and do all such things as appear to the Council to be necessary or desirable for the proper management of the affairs of the Association;
 - (d) council members and office bearers must disclose any potential conflict of interest, must not use their position or information for a dishonest purpose; and must hand over any documents of the Association within 14 days after ceasing to hold office.[added September, 2010]

17 Constitution and Membership

- (1) The office bearers of the Association shall consist of –
 - (a) President
 - (b) Two Vice Presidents
 - (c) Honorary Secretary
 - (d) Honorary Treasurer

- (e) Honorary Saturday Competition Secretary
 - (f) Honorary Night Competition Secretary
 - (g) Honorary Ladies Midweek Competition Secretary
 - (h) Honorary Publicity Officer [Amended Sept 2008]
- (2) The Council shall consist of –
- (a) the President, the Vice Presidents, Secretary, Treasurer, Saturday Competition Secretary, Night Competition Secretary, Ladies Midweek Competition Secretary and Publicity Officer, all of whom shall be elected at the Annual General Meeting pursuant to Rule 18; and
 - (b) 6 ordinary members of the Association all of whom shall be elected at the Annual General Meeting pursuant to Rule 18.
- (3) Except as otherwise provided by these rules each office bearer and member of the Council shall subject to these rules hold office until the date on which the member's term ends or the member is re-elected.
- (4) In the event of a casual vacancy occurring in the membership of the Council, the Council 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 following the date of the appointment.
- (5) Notices of vacancy shall be promulgated so far as possible within two days of the vacancy being reported to the Secretary and nomination being received; the vacancy will be filled at the next meeting of the Council.

18 Election of Council Members

- (1) Nominations of candidates for election as office bearers of the Association, or as members of the Council,
- (a) shall be made in writing signed by 2 members of the Association and accompanied by written consent of the nominee (which may be endorsed on the form of nomination);
 - (b) shall be delivered at least 14 days before the date of the Annual General Meeting to the Secretary.
- (2) If insufficient nominations are received to fill all vacancies on the Council, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting provided that where a member is nominated from the floor at the Annual General Meeting and that member is not present, a letter signed by the member stating his willingness to stand for a position must be in the hands of the Secretary before the nominations can be accepted.

- (3) If insufficient further nominations are received, any vacant positions remaining on the Council shall be deemed to be casual vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled the persons nominated shall be deemed elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled a ballot shall be held and those members who are financial members shall be eligible for office and entitled to vote.
- (6) The ballot for the election of office bearers and members of the Council shall be conducted at the Annual General Meeting in such usual and proper manner as the Council may direct.
- (7) A nomination of a candidate for election under this clause is not valid if that candidate has been elected to another office at the same election.
- (8) Only an Ordinary Member who has been a member of the Association for at least 1 year shall be eligible for election to the Council. [Amended Sept 2009]
- (9) Nominations received for election to the Council shall be published by the Secretary in the News Bulletin at least 7 days prior to the Annual General Meeting.

19 President / Vice Presidents

- (1) The President of the Association shall administer and be responsible for all affairs of the Association and shall be chairperson of all meetings appertaining to the administration and well-being of the Association.
- (2) The President shall represent the Association at all meetings and functions which he or she may be directed to attend. The Vice Presidents shall assist the President and in the Presidents absence shall deputise and assume responsibility for the President.

20 Secretary

- (1) The Secretary in the conduct of the office of Secretary shall carry out the following duties –
 - (a) Keep or ensure the keeping of minutes of all appointments of office bearers and members of the Council, sub-committees and standing committee;
 - (b) Keep or ensure the keeping of minutes of all names of members of the committee present at a Council Meeting or General Meeting;
 - (c) Keep or ensure the keeping minutes of all proceedings at a Council Meeting or General Meeting.
 - (d) Convene all necessary meetings of the Council, all sub-committees, all General Meetings and all other General Meetings and attend to the preparation and dispatch, within the prescribed time, all requisite notices thereof;

- (e) Keep correct register of all members as well as copies of these Rules and by-laws;
 - (f) Keep securely all correspondence, books, vouchers and other papers belonging to the or relating to the affairs of the Association;
 - (g) Prepare and submit to the Council for its approval a report of the activities of the Association at the end of each year and after Council approval to cause the same to be printed together with the balance sheet and statement for the year ending 30th June pursuant to the Section 26 (6) of the Act;
 - (h) Circularise the annual report and financial statement to all members;
 - (i) Prepare annually an inventory of all furniture, fixtures, trophies and all chattels generally;
 - (j) To act generally as the Executive and Public Officer of the Association;
 - (k) To be an ex-official member of all sub-committees of the Association;
 - (l) At all times assist the President and the committee in the proper management of the affairs for the benefit and enjoyment of members.
- (2) The Secretary shall carry out such other duties as the Council may from time to time direct.

21 Treasurer

- (1) It is the duty of the Treasurer;
- (a) To ensure all money due to the Association is collected and received and that all payments authorised by the Association are made;
 - (b) To ensure correct books and accounts are kept showing the financial affairs of the Association including full details of all receipts and expenditures and a reconciled cash settlement;
 - (c) At each monthly meeting of the Council to present a statement of the Association financial position including a statement of receipts and expenditures and a reconciled cash settlement;
 - (d) At each monthly meeting of the Council to ensure all payments made by the Association are authorised;
 - (e) To pay within 7 days to the credit of the account in such bank or banks as the Council from time to time determine, all monies received, and promptly issue receipts for all monies received and shall draw all cheques on behalf of the Association;
 - (f) To prepare the annual balance sheet and statement pursuant to Section 26 (6) of the Act for the year ending 30th June and submit the same firstly for the

approval of the Council and then to present the same to the Annual General Meeting of members;

- (g) Collect members subscriptions and to report to the committee any member whose subscriptions or other dues are in arrears;
 - (h) To ensure any moneys donated to the Association for a specific purpose are recorded in a separate account and are used exclusively for the purpose the funds were donated; and
 - (i) To be responsible for ball stock of the Association and the necessary records in relation to purchase, usage and disposal;
- (2) The Treasurer shall carry out such other duties as the Council may from time to time direct.

22 Publicity Officer

The Publicity Officer shall –

- (a) Further the objects of the Association by the printing publication and circulation of papers, periodicals, books, circulars, brochures and advertising of all kinds and maintain the Association's website. [Amended Sept 2009]
- (b) Carry out such other duties as the Council from time to time direct.

23 Saturday Competition Secretary

The Saturday Competition Secretary shall;

- (a) Act as Secretary to all activities conducted by the Saturday afternoon and Saturday morning junior competition committee;
- (b) Keep a register of all members and of all registered teams;
- (c) Carry out such other duties as the Council shall from time to time direct.

24 Night Competition Secretary

The Night Competition Secretary shall;

- (a) Act as Secretary to all activities conducted by the night competition committee;
- (b) Keep a register of all registered members and of all registered teams;
- (c) Carry out such other duties as the Council shall from time to time direct.

25 Ladies Competition Secretary

The Ladies Midweek Competition Secretary shall;

- (a) Act as Secretary to all activities conducted by the ladies midweek competition committee;
- (b) Keep a register of all registered members and registered teams;
- (c) Carry out such other duties as the Council shall from time to time direct.

26 Other Officers

Any other Association officer whose duties are not specifically designated shall perform such duties relating to their particular office as the Council shall from time to time direct.

27 Casual Vacancies

For the purpose of these rules, a casual vacancy in the office of a member of the Council occurs if the member –

- (a) Dies;
- (b) Ceases to be a member of the Association;
- (c) Becomes an insolvent under administration within the meaning of the Corporations Law;
- (d) Resigns office by notice in writing to the Secretary;
- (e) Is removed by office under Rule 28;
- (f) Becomes of unsound mind or becomes a person whose estate is liable to be dealt with in any way under the law relating to mental health; or
- (g) Is absent without the consent of the Council from three (3) consecutive meetings.

28 Removal of Members

- (1) The Association in General Meeting may by resolution remove any member of the Council from the office of member before the expiration of the member's term of office and may resolution appoint another person to hold office until the expiration of the term of the office of the member so removed.
- (2) Where a member of the Council to whom a proposed resolution referred to in clause (1) relates make representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representations to be notified to the members of the Association, the Secretary or the President may send a copy of the representations to each member of the Association or, if they are not sent, the member is entitled to required that the representations be read out at the meeting at which the resolution is considered.

29 Meetings and Quorum

- (1) The Council shall meet monthly in each 12 months at such place and time as the Council may determine. The order of business shall be:
 - (a) reading and confirmation of minutes of previous meeting,
 - (b) business arising out of minutes,
 - (c) correspondence,
 - (d) finance and accounts,
 - (e) reports,
 - (f) general business. [Amended Sept 2008]
- (2) Special Meetings of the Council may be convened –
 - (a) by resolution of the Council;
 - (b) by the President, or the Secretary, or on written requisition of any 3 members of the Council, and such requisition shall state the object for which the meeting is required within 10 days of the receipt of such requisition; or
 - (c) oral or written notice of Special Meeting of the Council shall be given by the Secretary to each member of the Council at least 48 hours (or such other period as may be unanimously agreed upon by the members of the Council) before the time appointed for the holding of the meeting.
- (3) Notice of a meeting given under clause (1) or clause (2) (c) shall specify the general nature of the business to be transacted at the meeting, except business which two-thirds of the Council members present at the meeting agree to treat as urgent business.
- (4) Any 7 members of the Council constitute a quorum for the transaction of business of a meeting of the Council.
- (5) No business shall be transacted by the Council unless a quorum is present and if within half and hour of the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and at the same hour of the same day in the following week.
- (6) If at the adjourned meeting a quorum is not present within half and hour of the time appointed for the meeting, the members present shall be a quorum and the decisions of the meeting shall be binding.
- (7) At a meeting of the Council –
 - (a) the President or in the President's absence a Vice President shall preside; or
 - (b) if the President or the Vice President are absent or are unwilling to act then

such one of the remaining members of the Council may be chosen by the members present at the meeting shall preside.

- (8) Motions for the election of the Chairperson, adjournments, leave to withdraw motions and vote of thanks may be proposed at any Council meeting without notice.

30 Delegation by Council to Sub-Committee

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

31 Competition Committees

- (1) The competition committees shall be responsible for all tennis competitions and functions related to such competition as may be from time to time delegated to them by the Council.
- (2) The competition committees shall carry out such other duties that may be delegated to those committees by the Council from time to time.

32 Tournament Committee

- (1) The tournament committee shall conduct all tournaments, championships, exhibitions and other special functions of a like nature authorised by the Council.

- (2) The tournament committee shall carry out such other duties that may be delegated to this committee by the Council from time to time.

33 Selection Committee

- (1) The Council may from time to time appoint selections committees to select teams or players to represent the Association.
- (2) Each selection committee shall comprise of not more than five and not less than three members.
- (3) A member of the Council elected to a selection committee shall absent him or herself from deliberations and will abstain from voting if either that member or one of their relatives are eligible for and seek selection in a team to be selected by the committee concerned.

34 Voting and Decisions

- (1) Questions arising at a meeting of the Council, or of any sub-committee, shall be determined by a majority of the votes of members of the Council or sub-committee present at the meeting.
- (2) Each member present at a meeting of the Council or at any sub-committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question the person presiding may exercise a second or casting vote.
- (3) Subject to Rule 29 (5), the Council may act notwithstanding any vacancy on the Council.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Council or by a sub-committee is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the Council or sub-committee.

5 GENERAL MEETINGS

35 Annual General Meetings – 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 6 months after the expiration of each financial year of 30th June, convene an Annual General Meeting of its members.
- (2) The Association shall hold its first Annual General Meeting –
 - (a) within the period of 18 months after its incorporation under the Act; and
 - (b) within the period of 2 months after the expiration of the first financial year of the Association.

- (3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Commission under Section 26 (3) of the Act.

36 Annual General Meetings – Calling of and Conduct of Business

- (1) The Annual General Meeting of the Association shall, subject to the Act and to Rule 35, be convened within 14 days after 1st September each year on such date and at such place and time as the Council thinks fit.
- (2) In addition to any other business which may be transacted at an Annual General Meeting, the business of an Annual General Meeting shall be –
- (a) to confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since then;
 - (b) to receive and consider correspondence appertaining to the business of the Annual General Meeting and any correspondence appertaining to the business of any Special Meeting held during the year.
 - (c) to receive and accept apologies;
 - (d) to receive from the committee report upon the activities of the Association during the last preceding year;
 - (e) to receive, consider and adopt the income and expenditure account, the balance sheet and the statement which is required to be submitted to member pursuant to Section 26 (6) of the Act;
 - (f) to receive and consider the auditors report;
 - (g) to elect the office bearers of the Association as provided by these rules and the ordinary members of the committee;
 - (h) to elect an auditor;
 - i. the retiring auditor, if available, shall be automatically eligible for re-election.
 - ii. a person other than the retiring auditor seeking election shall be nominated and seconded and appointed by the General Meeting in accordance with the provisions of rule 47.
 - iii. the auditor shall not be a member of Council, or a direct relation to a member of the Council. Direct relations means closer than cousin of the Council member or their spouse
 - (i) to elect life members;
 - (j) to consider matters of which due notice has been given;

- (k) to determine honoraria on the recommendation of the Council. [Amended Sept 2008]
- (3) If an Annual General Meeting is called it shall be specified as an “Annual General Meeting” in the notice convening it.

37 Special General Meeting – Calling Of

- (1) The Council and/or the President may convene a Special Meeting of the Association.
- (2) The Council shall on requisition in writing of least 5% of financial members convene Special General Meeting of the Association.
- (3) A requisition of members for a Special 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
 - (d) may consist of several documents each signed by one or more of the members which when read together form the requisition.
- (4) If the Council fails to convene a Special General Meeting, to be held within 1 month after that date on which a requisition 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 not later than three (3) months after that due date.
- (5) A Special General Meeting convened by a member or members as referred to in clause (4) shall be convened as nearly as is practicable in the same manner as General Meeting are convened by the Council and any member who thereby incurs expense is entitled to be reimbursed by the Association for any expense so incurred provided that the expenditure is necessary and of a reasonable amount.

38 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, cause to be sent by prepaid post to each member at the member’s address appearing in the register of members, a notice published in the Association’s News Bulletin 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 required a special resolution of the Association, the Secretary shall, at least 21 days before the date fixed for the holding of the General Meeting, cause notice published in the Association’s News Bulletin to be sent to each member in the manner provided in clause (1) specifying, in addition to the matter required under clause (1), 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 if of an Annual General Meeting, business which may be transacted pursuant to Rule 36.
- (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 business in the next notice, to be published, calling a General Meeting after receipt of the notice from the member.

39 Procedure

- (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 while the meeting is considering that item.
- (2) Five percent (5%) of the total members appearing in the Register of members one calendar month prior to the date of the meeting are present in person (being members entitled under these rules to vote at a General Meeting) will constitute a quorum for the purpose of transacting the business of a General Meeting.
- (3) If within half an hour of the appointed time for the commencement of a General Meeting, a quorum is not present, the meeting if convened upon the requisition of 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 to 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 10 shall constitute a quorum.

40 Presiding Member

- (1) The President or in the President's absence, a Vice President shall preside as chairperson at each General Meeting of the Association.
- (2) If the President and the Vice Presidents are absent from a General Meeting or unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

41 Adjournment

- (1) The chairperson of 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 eh adjourned meeting, other than the business left unfinished at he meeting at which the adjournment took place.

- (2) Where a General Meeting is adjourned for 14 days or more, the Secretary shall give written oral notice 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 provide in clauses (1) and (), notice of an adjournment of General Meeting or of the business to be transacted an adjournment meeting is not required to be given.

42 Making of Decisions

- (1) A question arising at a General Meeting of the Association shall be determined on a show of hands, unless before or on the 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 Association is evidence of the fact without proof of the number of proportion of votes recorded in favour of or against that resolution.
- (2) At a General Meeting of the Association, a poll may be demanded by the chairperson or by not less than 3 members present in person at the meeting.
- (3) Where a poll is demanded at a General Meeting, the poll shall be taken-
 - (a) immediately in the case of the poll 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 in such time before the close of the meeting as the chairperson directs;

and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

43 Special Resolution

A resolution of the Association is a special resolution when –

- (a) it is passed by a majority which comprises not less than three-quarters of such members of the Association as being entitled under these rules, do vote in person at a General Meeting of which not less than twenty one (21) days written notice specifying the intentions 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 Commission that it is not possible or practicable for the resolution to be passed in the manner specified in paragraph (1) – the resolution is passed in a manner specified by the Commission.

44 Voting

- (1) Upon any question arising at a General Meeting of the Association a member has one (1) vote only.

- (2) All votes shall be given personally and not by proxy.
- (3) In the case of an 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 is not entitled to vote at any General Meeting of the Association unless all money due and payable by the member, associate member, or junior member, to the Association has been paid.

6 FINANCE

45 Funds - Source

- (1) The funds of the Association shall be derived from entrance fees the annual subscriptions of members, donation and sponsorship and subject to any resolution passed by the Association in General Meeting such other sources as the committee may determine.
- (2) All money received by the Association shall be deposited as soon as practicable and without deduction to the credit of the Association bank account.
- (3) The Association shall as soon as practicable after receiving any money issue an appropriate receipt.
- (4) Receipts from a carbon copy duplicate type book shall be issued by a competition secretary for all money received. Such receipts shall show the date amount and purpose received, if for fees the date to which the fees are paid and the amount outstanding, if any.

46 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 manner as the committee determines.
- (2) The Secretary and the Treasurer shall be empowered to receive and acknowledge funds on behalf of the Association. All money received shall be banked in the name of the Association.
- (3) All payments shall be made by cheque except for payments of fifty dollars (\$50) or less which may be paid out of petty cash. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by the Treasurer and counter signed by either, the President, or Secretary, or by any other two members of the committee of the Associations, being members authorised to do so by the committee.
- (4) The financial statement for the year ending each year and a balance sheet of the Association as at each year end shall be duly certified by the auditor and signed by the President, Secretary and Treasurer.

- (5) A member becoming un-financial shall not participate in any tennis activity conducted by the Association until such member becomes financial.
- (6) A member absent from a team for a period of six weeks is on the expiration of that period considered as being resigned from that date, unless written advice to the contrary has been received by the competition secretary.
- (7) Any member who has received an exemption from paying fees shall obtain written agreement from the competition secretary stating the terms of the arrangements made.

47 Auditor

At the Annual General Meeting an auditor may offer in writing to act as auditor for the Association and on appointment shall before the next Annual General Meeting inspect the books, vouchers and securities of the Association and shall certify the annual statement of accounts and balance sheet.

48 Audit and Accounts

- (1) The financial statements of the Association shall be closed annually at the 30th June each year.
- (2) The financial statements shall show:
 - (a) all sums of money received and expended by the Association and the purpose in which the receipt and expenditure was made.
 - (b) All sales and purchases of goods by the Association.
 - (c) Any assets and liabilities of the Association.
- (3) The Council shall be responsible for the preparation of a balance sheet and statement of income and expenditure to be presented at the Annual General Meeting for adoption,
- (4) No liability in excess of \$50.00 shall be incurred without the approval of the Council.
- (5) All cheques and other negotiable instruments shall be signed by any two of the following office bearers; President, Secretary and Treasurer.

7 MISCELLANEOUS

49 Insurance

- (1) The Association shall effect and maintain insurance pursuant to Section 4 of the Act.
- (2) In addition to the insurance required under clause (1), the Association may effect and maintain other insurance

50 Colours

The official colours of the Association shall be royal blue and gold.

51 Alteration to Constitution

The Constitution may be altered, rescinded or added to only upon special resolution of the Association.

52 Custody of Books

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

53 Inspection of Books

The records, books and other documents of the Association shall be open for inspection, free of charge, on notice by a member of the Association at any reasonable hour.

54 Publicity

Other than the Publicity Officer no member shall convey or cause to be conveyed to the press or other news media any information in relation to the Association business or activities without the express authority of the President, or in his absence the Secretary.

55 Disputes

- (1) Members of registered teams involved in a dispute in relation to these rules or competition rules of the Association may lodge a protest to the appeal/disputes committee for consideration.
- (2) All protests must be lodged in writing with the Secretary within 5 days of the event in dispute. [Amended Sept 2008]
- (3) Members of registered teams dissatisfied with the ruling given by the appeals/disputes committee may appeal to the Council whose decision in all cases shall be final.
- (4) All matters brought to the notice of the person who in the opinion of the Council is the team secretary shall be deemed and imputed as sufficient notification to all members of such team.

56 Service of Notices

- (1) For the purpose of these rules, a notice may be served by or given to a person:
 - (a) by delivering it to the person personally, or
 - (b) by sending it by pre-paid post to the address of the person, or

.....

[*occupation*]

hereby apply to become a member of the above named incorporated association. In the event of my admission as a member, I agree to be bound by the constitution of the association for the time being in force.

.....

Signature of applicant

Date:

I,

[*full name*]

a member of the association, nominate the applicant for membership of the association.

.....

Signature of proposer

Date:

I,

[*full name*]

a member of the association, second the nomination of the applicant for membership of the association.

.....

Signature of seconder

Date: