

**GREAT SOUTHERN TENNIS
ASSOCIATION INCORPORATED
CONSTITUTION**

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1. NAME:

The name of the Association shall be "GREAT SOUTHERN TENNIS ASSOCIATION INCORPORATED" (hereinafter referred to as "GSTA").

2. DEFINITIONS

GSTA	Great Southern Tennis Association Incorporated (ABN 36 482 684 144)
Council	The governing body of the GSTA (The Council shall consist of the Office Bearers plus additional delegates entitled to vote from each member Club so that each member Club has <u>two</u> delegates entitled to vote on the Council.)
Executive	The Committee of Management of the GSTA (The body vested with the general management of the GSTA plus <u>one</u> delegate from each Club not represented by the Office Bearers)
The ACT	The Associations Incorporation Act 1985 (SA)

Office Bearers	Those officers elected by the Council at the Annual General Meeting to undertake specific duties as determined by the Council
Member Club	A Club admitted to the membership of the GSTA
GSTA By-Laws	By-Laws approved by the Council pursuant to this constitution

3. OBJECTS:

The objects of the GSTA are: -

- 3.1 to promote and regulate the game of tennis across the Fleurieu Peninsula and between its member clubs;
- 3.2 to encourage, arrange, manage and conduct inter-club matches, GSTA and inter-association tournaments and social functions;
- 3.3 to do all such lawful things as the GSTA may consider necessary or conducive to the attainment of the aforesaid objects.

4. POWERS:

Without limiting anything in this Constitution, the GSTA shall have the powers conferred by Section 25 of the Associations Incorporation Act 1985

5. MEMBERSHIP:

- 5.1 The membership of the GSTA shall consist of tennis clubs within the Fleurieu Peninsula that have been admitted to membership by the GSTA.
A condition of membership will be that all member clubs affiliate with Tennis SA.
- 5.2 Any club seeking to join the GSTA shall submit a written application for membership to the Secretary of the GSTA who shall submit the application to a Meeting of the Council.
- 5.3 If approved by a simple majority of delegates present and entitled to vote at such meeting, the said application shall be approved and upon payment of affiliation and membership fees, the club so applying, shall become a member of the GSTA.
- 5.4 Membership of the GSTA by a club does not preclude that club being a member of another tennis association.

6. RESIGNATION:

Any member club may resign from membership of the GSTA by giving written notice of resignation to the GSTA provided that such club shall remain liable for any outstanding affiliation fees, membership fees and other monies due to the GSTA.

7. EXPULSION AND DISCIPLINE:

The Council, by resolution at a General Meeting, may:

- 7.1 Expel a member Club from the GSTA for breaches of any provision of the Constitution or By-laws including failure to pay any outstanding monies.
- 7.2 Suspend a member Club from membership of the GSTA for a specific period.
- 7.3 Fine or reprimand a member Club.

8. HONORARY LIFE MEMBERSHIP:

The Council may, on the recommendation of the Executive, award honorary life membership of the GSTA to any person who has rendered special or outstanding service to the GSTA.

Such award shall require the vote of at least two-thirds of the Council members present at the meeting at which such vote is taken.

9. OFFICE BEARERS

The Office Bearers of the GSTA will be elected by the Council at the Annual general Meeting and shall consist of:

President
Vice President
Secretary
Treasurer
Match Recorder
Junior Co-Ordinator

If this process fails to fill any of the above positions they will be filled by member Clubs on a rotational basis. The period of appointment will be at the discretion of the Council, and following expiration of the agreed period, the appointee must retire but will be eligible for re-election.

10. COUNCIL:

10.1 The governing body of the GSTA will be the Council which, in addition to any powers and or authorities conferred by the Constitution, may exercise all such powers and do all such things as are within the Objects of the GSTA.

10.2 The Council shall consist of the Office Bearers plus additional delegates entitled to vote from each member Club so that each member Club has two delegates entitled to vote on the Council. No member Club can have more than two delegates on the Council. The Club providing the President is entitled to two voting delegates in addition to the President who, in these circumstances shall have only a casting vote if required.

If the President's Club only provides one additional delegate the President shall have a deliberative vote and a casting vote if required.

10.3 The Council shall be responsible for:

1. The strategic direction of the GSTA.
2. The election of Office bearers.
3. Amendments to the Constitution as required.
4. Issuing and amending as necessary a set of by-laws which shall determine conditions relating to competition tennis, nomination of teams, player eligibility and discipline, financial procedures and any other aspect necessary for the administration of tennis.
5. The control and disbursement of funds and property.
6. Election, on the recommendation of the Executive, of life members.

11. GENERAL MEETINGS OF THE COUNCIL:

11.1 The meetings of the Council shall consist of the Annual General meeting and Special General Meetings if required.

11.2 The Secretary of the GSTA shall give at least twenty-eight days' notice of any General Meeting to each member Club. The notice shall set out where and when the meeting will be held and the particulars of the nature of business to be transacted at the meeting.

11.3 Annual General Meeting

The Annual General Meeting shall be held not more than one month after the completion of the Major Rounds.

A quorum at the Annual General Meeting shall be a minimum of 75% of member Clubs. If, at the end of thirty minutes after the time appointed in the notice for the opening of the meeting there is no quorum, the meeting shall be adjourned for one week. If at such meeting there is still no quorum those members present shall be competent to discharge the business of the meeting.

The order of business at this meeting shall be as follows: -

- a) Opening of the meeting;
- b) Apologies;
- c) Confirmation of the minutes from the previous Annual General Meeting and any Special General Meetings;
- d) Business arising from the minutes;
- e) Correspondence;
- f) Office Bearers' reports;
- g) Any amendments to the Constitution or By-laws of which correct notice has been given;
- h) General Notices of Motion;
- i) Determination of fees;
- j) General Business;
- k) Election of officers;
- l) Closure of the meeting.

12. SPECIAL GENERAL MEETINGS:

12.1 The President may call a Special General Meeting of the Council at any time;

12.2 Upon a requisition in writing by not less than three-member clubs, the President shall within one month of receipt of the requisition, convene a Special General Meeting of the Council for the purpose specified in the requisition.

12.3 Every requisition for a Special General Meeting shall be signed by an authorised officer of the member clubs making the same and shall state the purpose of the meeting.

12.4 If a Special General Meeting is not convened within one month as required by Clause 12. 2), the requisitioners may convene a Special General Meeting;

- a) Such a meeting shall be convened in the same manner as a meeting convened by the President.
- b) The reasonable expenses of convening and conducting such a meeting shall be borne by the GSTA.

13. PROCEEDINGS AT GENERAL MEETINGS:

- 13.1** The President, or if absent or unwilling to act, then the Vice-president, or if both are absent or unwilling to act, one of the delegates chosen by the delegates present, shall preside as chairperson at a General Meeting of the Council.
- 13.2** The chairperson may, with the consent of any meeting at which a quorum is present, and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place;
- 13.3** When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as if that meeting were an original meeting of the Council;
- 13.4** At any General Meeting a resolution put to a vote shall be determined by a simple majority of votes cast for and against with at least 50% eligible voters casting a vote.
- 13.5** Each Club shall have two votes, except in the case of an equality of votes for and against any resolution, in which case the Chairperson shall have the casting vote. Where a substituted Chairperson is appointed in the absence of the Chairperson, that Chairperson shall have an original vote in addition to a casting vote.
- 13.6** Voting shall be by a show of hands, provided that a secret ballot shall be taken instead on any particular matter if so requested by the Chairperson or not less than one third of the persons present entitled to vote.

14. EXECUTIVE:

The general management of the GSTA shall be vested in the Executive which shall consist of the Office Bearers plus one delegate from each Club not represented by the Office Bearers.

15. ROLE OF EXECUTIVE:

The Executive will manage each year's programme of competitive tennis under the auspices of the GSTA in accordance with the current version of the By-Laws adopted by the Council of the GSTA.

16. PROCEEDINGS OF THE EXECUTIVE:

- 16.1** The executive shall meet as required to ensure the effective management of the annual tennis programme of the GSTA.
- 16.2** The Executive may create such committees as it may deem necessary provided that such committees shall be chaired by a member of the Executive.
- 16.3** Each committee may take advice from any source and may make recommendations to the Executive provided that no recommendation shall be binding on the Executive.
- 16.4** A quorum for a meeting of the Executive shall be sixty percent of the members of the Executive.
- 16.5** The President, or if absent, the Vice-president, or if both are absent or unwilling to act, one of the members of the Executive chosen by the members present, shall act as chairperson at meetings of the Executive.

16.6 Voting at meetings shall be determined by a simple majority of those present provided that the chairperson shall have a casting vote in addition to an original vote in the event of an equality of votes.

17. PUBLIC OFFICER:

The Executive shall appoint a person to act as a Public Officer as required by the Act.

18. CASUAL VACANCY:

Any casual vacancy in the Executive may be filled by the Executive electing a person to the position.

19. FEES:

Each member club shall pay such affiliation fees and annual levies as the Council may decide at the Annual General Meeting.

20. FINANCIAL YEAR:

The financial year of the Association shall commence on the first day of April and end on the thirty first day of March in each year.

21. ACCOUNTS AND RECORDS:

21.1 The GSTA shall keep such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the GSTA and shall cause those accounts to be checked and certified correct at the end of the GSTA financial year.

21.2 A person to check and certify the financial records of the GSTA shall be appointed at each Annual General Meeting of the Council, for the following financial year.

22. ALTERATIONS TO CONSTITUTION:

22.1 This Constitution may be amended, added to or replaced by a resolution of at least two thirds of those present and entitled to vote at any General Meeting of the Council.

22.2 Any proposed amendment to the Constitution shall be submitted in writing by the Secretary of the club proposing such amendment, to the Secretary of the GSTA, at least thirty days prior to the meeting at which the amendment is to be voted upon.

22.3 Upon receipt of notice of a proposed amendment, the Secretary of the GSTA shall give written notice of such proposal to each member club, at least twenty-eight days prior to the meeting at which the amendment is to be voted upon.

22.4 Any amendment to the Constitution shall be notified to the Consumer and Business Services Office in accordance with this Act.

23. CONSTITUTION BINDING:

This Constitution and all By-laws made pursuant hereto shall be binding on the GSTA and on each Member Club.

24. INCOME AND PROPERTY:

24.1 The income and property of the GSTA shall be applied solely towards the promotion of the Objects.

24.2 Except as prescribed in this constitution

- a) No portion of the income or property of the GSTA shall be paid or transferred to any member.
- b) No remuneration or other benefit in money shall be paid to any member who holds office in the GSTA.

24.3 Payment in good faith to any member can be made for:

- a) Any services rendered to the GSTA.
- b) Goods supplied to the GSTA.
- c) Any out of pocket expenses incurred by a member on behalf of the GSTA.

25. BORROWING POWERS:

25.1 Subject to this rule, the GSTA may borrow money from banks or other financial institutions upon such terms and conditions as the Council sees fit and may secure the repayment thereof by charging the property of the GSTA.

25.2 Subject to section 53 of the Act, the GSTA may invite and accept deposits of money from any person on such terms and conditions as may be determined by the Council from time to time.

26. WINDING UP:

The GSTA may be wound up in the manner provided for in the Act.

27. APPLICATION OF SURPLUS ASSETS:

In the event of the winding up of the GSTA, the surplus assets (as defined in the Act) shall be applied to such other associations or institutions having objects similar wholly or in part to the objects of the GSTA, as the GSTA in General Meeting may decide.

28. MINUTES:

28.1 The GSTA shall establish and maintain proper records and minutes concerning all of its transactions, business, meetings and dealings.

28.2 The minutes kept pursuant to this rule shall be signed by the chairperson of the meeting at which the proceedings took place or by the chairperson of the following meeting.

28.3 Where minutes are entered and signed, they shall, until the contrary is proved, be evidence that the meeting was convened and duly held and that all appointments made at a meeting shall be deemed to be valid.

29. COMMON SEAL:

29.1 The GSTA shall have a common seal which shall not be used without the express authority of the Council and the use of the seal shall be recorded in the minutes.

29.2 The affixing of the seal shall be witnessed by at least two members of the Council authorised by the Council.

30. TRANSITION:

30.1 Any tennis club which was a member of the GSTA prior to the adoption of this Constitution shall continue as a member club.

30.2 Existing By-laws made pursuant to the previous Constitution shall continue to have effect until replaced by By-laws made by the Council pursuant to this Constitution.

**This Constitution was adopted by the Great Southern Tennis Association
at a Special General Meeting held on Monday September 10th 2018.**