



CONSTITUTION OF THE REID TENNIS CLUB

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Constitution of the Reid Tennis Club

INTRODUCTION

(i) Definitions

In this Constitution:

- (a) *“Club” means the Reid Tennis Club Incorporated;*
- (b) *“Member” means a person*
 - (i) *who has joined the Club in accordance with rules 1 and 2 and has paid the annual membership fee in accordance with rule 6; or*
 - (ii) *who is a member of the Club at the time this constitution is adopted and has paid the annual membership fee determined by the Committee in accordance with rule 6; or*
 - (iii) *who has been elected to life membership of the Club at an annual general meeting.*
- (c) *“Committee” means the elected management committee of the Club;*
- (d) *“the Act” means the Associations Incorporation Act 1991 of the ACT;*
- (e) *“the Regulations” means the Associations Incorporation Regulations made pursuant to that Act;*
- (f) *“the Model Rules” are the rules set out in Schedule 1 of the Regulations and are the basis of the rules set out below;*
- (g) *“Financial Year” is a period commencing on 1 July and ending on the following 30 June.*

(ii) Objectives of the Club

The objectives of the Club are –

- (a) *To provide social tennis facilities for all members, both senior and junior;*
- (b) *To sponsor tennis competition in accordance with the requirements of members, within the limits of available facilities;*
- (c) *To encourage, promote and support tennis in the ACT;*
- (d) *To provide and maintain tennis courts, club house and other facilities for members.*

RULES

Part A Membership

1 Membership qualifications

A person is qualified to be a member if the person-

- (a) has been nominated for membership in accordance with rule 2; and
- (b) has been approved for membership by the committee of the Club.

2 Nomination for membership

- (1) A nomination of a person for membership of the Club
 - (a) shall be made by a member of the Club in writing on the nomination form approved by the Committee ; and
 - (b) shall be lodged with the Membership Secretary of the Club.
- (2) As soon as is practicable after receiving a nomination for membership, the Membership Secretary shall refer the nomination to the Committee which shall determine whether to approve or to reject the nomination.
- (3) The Treasurer shall, on payment by the nominee of the amounts referred to in rule 6 within the period referred to in that rule, enter the nominee's name in the register of members and, on the name being so entered, the nominee shall become a member of the Club.

3 Categories of membership (adult, junior, family, life)

There are four categories of Membership as follows:

- (a) adult
- (b) junior (up to 18 years of age)
- (c) family (covering children under 18 years of age and up to two adults)
- (d) life (elected at an annual general meeting)

4 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) terminates on cessation of the person's membership.

5 Cessation of membership

- (1) A person ceases to be a member of the Club if the person-
 - (a) dies;

- (b) resigns;
 - (c) is expelled from the Club; or
 - (d) fails to pay the annual membership fee of the Club.
- (2) Where a person ceases to be a member, the Treasurer shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

6 Fees

- (1) The joining fee of the Club is the amount determined by resolution of the Committee.
- (2) The annual membership fee of the Club is the amount determined by resolution of the Committee.
- (3) The annual membership fee is payable on 1 July each year
- (4) When a person becomes a member on or after 1 January in any calendar year, a pro rata annual fee applies.

7 Members' liabilities

The liability of a member to contribute towards the payment of the debts and liabilities of the Club or the costs, charges and expenses of the winding up of the Club is limited to the amount (if any) unpaid by the member in respect of membership of the Club as required by rule 6.

8 Disciplining of members

- (1) Where the Committee is of the opinion that a member-
 - (a) has persistently refused or neglected to comply with a provision of these rules; or
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the Club;the Committee may, by resolution-
 - (c) expel the member from the Club; or
 - (d) suspend the member from such rights and privileges of membership of the Club as the Committee may determine for a specified period.
- (2) The procedure to be followed, the time limits to be observed and the appeal procedure are those set out in the Model Rules.

Part B Committee

9 Powers of the Committee

The Committee, subject to the Act, the Regulations, these rules, and to any resolution passed by the Club at a general meeting-

- (a) shall control and manage the affairs of the Club; and
- (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 the Club in a general meeting; 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 proper management of the affairs of the Club.

10 Constitution and membership

- (1) The Committee shall consist of-
 - (a) the office-bearers of the Club; and
 - (b) at least 3 ordinary Committee members.
- (2) The office-bearers of the Club shall be-
 - (a) the President;
 - (b) the Vice-President;
 - (c) the Treasurer;
 - (d) the Secretary;
 - (e) the Membership Secretary; and
 - (f) the Assistant Secretary.
- (3) 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.
- (4) In the event of a vacancy 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.

11 Election of committee members

- (1) Nominations of candidates for election as office-bearers of the Club or as ordinary committee members-
 - (a) shall be made in writing, signed by 2 members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and
 - (b) shall be delivered to the Secretary of the Club not less than 7 days before the date fixed for the annual general meeting at which the election is to take place.

- (2) If only one nomination is received for any given office, that person will be declared elected.
- (3) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- (4) If a nomination is not received for a vacancy of office-bearer or other committee member in accordance with rule 11(1) by the commencement of an annual general meeting then the vacancy may be filled by direct nomination (or ballot in the event of more than one nominee) at the annual general meeting.
- (5) The ballot for the election of office-bearers and ordinary committee members shall be conducted at the annual general meeting in such manner as the Committee may direct.
- (6) A person is not eligible to simultaneously hold more than 1 position on the Committee.

12 Public Officer

The Committee shall appoint one of its members to be the Public Officer for the purposes of sections 57 and 59 of the Act.

13 Vacancies

For these rules, a vacancy in the office of a member of the Committee occurs if the member-

- (a) dies;
- (b) ceases to be a member of the Club;
- (c) resigns the office;
- (d) is removed from office under rule 14;
- (e) becomes an insolvent under administration within the meaning of the Act; or
- (f) is disqualified from office under section 63 (1) of the Act.

14 Removal of committee members

The Club in general meeting may by resolution, subject to section 50 of the Act, remove any member of the Committee from the office of member of the Committee before the expiration of the member's term of office.

15 Committee meetings and quorum

- (1) The Committee shall meet at least four times in each calendar year at such place and time as the Committee may determine.
- (2) Oral or written notice of a meeting of the Committee shall be given by the Secretary to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the Committee) before the time appointed for the holding of the meeting.

- (3) At meetings of the Committee the President or, in the absence of the President, the Vice-President shall preside. If the President and the Vice-President are absent from a meeting of the Committee, the Secretary shall preside.
- (4) Subject to rule 15(3) any three members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- (5) No business shall be transacted by the Committee unless a quorum is present

16 Voting and decisions

- (1) Questions arising at a meeting of the Committee shall be determined by a majority of the votes of members of the Committee present at the meeting.
- (2) On any question arising at a meeting of the Committee each member is entitled to one vote only but, in the event of an equality of votes on a question at a meeting of the Committee, the person presiding may exercise a second or casting vote.
- (3) A member of the Committee who perceives he/she has a conflict of interest shall declare that perceived conflict as early as possible when a matter is to be discussed and shall abide by the decision of the other members present as to whether to be absent from further discussion of the matter. A member of the Committee who is considered to have an interest shall not be eligible to vote as to whether or not the Club should make a contract.

17 Records

- (1) The Secretary or in his/her absence the Assistant Secretary shall keep minutes of-
 - (a) all elections and appointments of office-bearers and ordinary Committee members; and
 - (b) the names of members of the Committee present at a committee meeting or a general meeting; and
 - (c) all proceedings at committee meetings and general meetings.
- (2) Minutes of proceedings at a meeting shall be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.
- (3) The Secretary shall maintain a register of all resolutions made by the Committee as required by the provisions of this constitution (i.e. rule 2(1) re nomination form; rule 6 re fees; rule 12 re Public Officer; rule 18(3) re significant ongoing financial commitments and delegated limits for expenditure; rule 18 (4) re persons authorised to sign cheques; rule 22(1) re advice of general meetings; and rule 28(2) re making records available). These should be reviewed and re-endorsed or amended as appropriate by each incoming Committee as soon as possible after its election.
- (4) As required under the Associations Incorporations Act and Associations Incorporation Regulation, within six months of the beginning of each financial year, the President and / or Public Officer shall prepare and submit an Annual Return to the Registrar General.

Part C Financial matters

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- (1) 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.
- (2) The Treasurer shall-
 - (a) collect and receive all moneys due to the Club and make all payments authorised by the Club; and
 - (b) keep correct accounts and books showing the financial affairs of the Club with full details of all receipts and expenditure made as required under Part 5 of the Act; and
 - (c) shall, as soon as practicable after receiving any money, issue an appropriate receipt.
- (3) Subject to any resolution passed by the Club in general meeting, the funds of the Club shall be used for the objectives of the Club in such manner as the Committee determines. To this end the Committee may issue a delegation to the Treasurer to make payments up to a specified limit without the prior approval of the Committee,
- (4) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two members of the Committee, being members so authorised by the Committee. If electronic banking is used the same principle will apply that two members of the Committee, so authorised by the Committee, must be involved in authorising any electronic funds transfer.

Part D General meetings

19 Types of general meeting

There are two types of general meeting, viz annual general meeting and special general meeting.

20 Annual general meetings

- (1) The Club shall, at least once in each calendar year and within the period of 5 months after the expiration of each financial year of the Club convene an annual general meeting of its members.
- (2) The annual general meeting of the Club shall be convened on such date and at such place and time as the Committee thinks fit.
- (3) 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 general meeting held since that meeting; and
 - (b) to receive from the Committee reports on the activities of the Club during the last preceding financial year; and
 - (c) to elect members of the Committee, including office-bearers; and

- (d) to receive and consider the statement of accounts and the reports that are required to be submitted to members under section 73 (1) of the Act; and
 - (e) to appoint an auditor of the Club's accounts for the forthcoming financial year.
- (4) An annual general meeting shall be specified as such in the notice convening it in accordance with rule 22.

21 Special general meetings

- (1) The Committee may, whenever it thinks fit, convene a special general meeting of the Club.
- (2) The Committee shall, on the requisition in writing of not less than 5% of the total number of members, convene a special general meeting of the Club.
- (3) A requisition of members for a special general meeting-
 - (a) shall state the purpose or purposes of the meeting; and
 - (b) shall be signed by the members making the requisition; and
 - (c) shall be lodged with the Secretary; and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

22 Notice of general meetings

- (1) The Secretary shall, at least 14 days before the date fixed for the holding of a general meeting, cause to be inserted in a Canberra daily newspaper an advertisement specifying the place, day and time of the meeting and the nature of the business to be transacted or notify the financial members of the Club by any other means that the Committee considers is adequate and appropriate.
- (2) 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 under paragraph 22.
- (3) 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 calling a general meeting given after receipt of the notice from the member.

23 General meetings-procedure and quorum

- (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 during the time the meeting is considering that item.
- (2) Five members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

- (3) The President, or in the absence of the President, the Vice-President, shall preside at each general meeting of the Club.
- (4) If the President and the Vice-President are absent from a general meeting, the members present shall elect 1 of their number to preside at the meeting.

24 Voting at a general meeting

- (1) Questions arising at a general meeting of the Club shall be determined by a majority of the votes of members present at the meeting.
- (2) On any question arising at a general meeting of the Club each adult member has one vote only but, in the event of an equality of votes on a question at a general meeting, the person presiding is entitled to exercise a second or casting vote.
- (3) Appointment of a proxy is not permitted; all votes shall be given personally.

25 Adjournment of a general meeting

- (1) The person presiding at 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 an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) 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.

Part E Miscellaneous

26 Alteration of objectives and rules

The objectives and rules may be altered, subject to the compliance provisions of the Act, by special resolution of at least three quarters of members present at a special general meeting of the Club.

27 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 signatures by two members of the Committee of the Club.

28 Custody of Club's records

- (1) Subject to the Act, the regulations and 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 Club.

- (2) The records, books and other documents of the Club shall be made available to members in a manner considered appropriate by the Committee.

29 Affiliation

The Club shall be affiliated with Tennis ACT Limited.

30 Tennis Australia Member Protection By Law

The Club hereby adopts the Tennis Australia Member Protection By Law and any amendments made from time to time.

31 Dissolution of the Club

- (1) The Club may be dissolved by resolution passed by at least two thirds of the members present at a special general meeting.
- (2) Any assets remaining at the time of dissolution after all debts and liabilities have been discharged will be handed to such sporting or other non-profit social club(s) or peak A.C.T. sporting body as the members decide at the special general meeting.

32 Transitional arrangements

- (1) The persons who constitute the Committee immediately before this constitution comes into effect will continue in office as if elected under this constitution.
- (2) All operative decisions taken by the Committee as at the time this constitution comes into effect will continue to apply as if made by the Committee under this constitution.