



# **UNITED SOFTBALL GROUP INC**

## **Constitution**

Reviewed and Adopted Aug 2022

**UNITED SOFTBALL CLUB**  
**MISSION STATEMENT**

Our mission is to provide a safe, competitive environment to learn and enjoy the game of softball, and to build sportsmanship, teamwork, confidence as life skills in each player.

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# **Part 1 - PRELIMINARY**

## **1 Name**

The name of the association shall be “United Softball Group Incorporated”, known in this document as USG

The affiliates to this association shall be named United Softball Club, United Masters, United State League, United Winter League, United Academy both Junior and Sub Junior.

There may be on occasion other teams affiliated to the association playing in tournaments or competition under the United name. These will be demonstrated in the membership records held by the Registrar.

## **2 Objectives**

The objectives of the association are;

- 2.1 To develop, encourage, promote and manage the game of softball, and any other interest to the advantage of the members.
- 2.2 To affiliate with Georges River Softball Association (GRSA) and abide by the rulings of the Association and the governing body Softball NSW
- 2.3 To adopt the latest rules and interpretations of the game of softball according to the Australian Softball Federation
- 2.4 To assist in the training, mentoring and educating of players and officials to further their career choices in the area of softball.
- 2.5 To pursue through itself or others such commercial arrangements, including sponsorship and marketing opportunities, as are appropriate to further these Objects.
- 2.6 To adopt and implement (as required) appropriate policies, including policies in relation to equal opportunity, equity, drugs in sport, health, safety, junior and senior Softball programs, infectious diseases and such other matters as arise from time to time as issues to be addressed in Softball.

## **3 Governance**

The USG affiliates will supply a delegate to attend the AGM and an Annual Special General Meeting to review the previous year performance and to prepare to follow the objectives in clause 2 for the upcoming financial year.

Each affiliate will function independently during the financial year on the understanding that it will follow the conditions of this constitution.

## 4 Definitions

In this constitution:

**USG** means the United Softball Group Inc.

**USC** means the United Softball Club

**USA** means the United Softball Academy both Junior and Sub Junior

**USM** means the United Softball Masters

**USSL** means the United Softball State League.

**USWL** means the United Softball Winter League.

**group** means the United Softball Group Inc.

**GRSA** means the Georges River Softball Association Inc

**SDSA** means the Southern District Softball Association inc

**SNSW** means the Softball NSW Inc.

**association** means the United Softball Group Inc and its affiliates

**administrator** means a member of the committee commonly known as the President also the public officer of the association.

**assistant administrator** means a member of the committee commonly known as the Vice President

**ordinary committee member** means a member of the committee who is not an office-bearer of the association.

**secretary** means the person holding office under this constitution as secretary of the association, or

**special general meeting** means a general meeting of the association other than an annual general meeting.

**special Resolution** means a special resolution passed in accordance with the Act.

**the Act** means the *Associations Incorporation Act 2009*.

**the Regulation** means the *Associations Incorporation Regulation 2010*.

**financial Year** means the year ending 30th June in each year.

## **Part 2 - MEMBERSHIP**

### **5 Membership**

A person is eligible to be a member of the association if:

- 5.1 the person has nominated and has been approved for membership of the association.
- 5.2 the person is qualified to be a member of this association when they are deemed to be financial with the club.

### **6 Nomination for membership**

- 6.1 A nomination of a person for membership of the association:
  - a. must be made by a member wishing to join the of the association by registering online with the “revolutioniseSPORT” website, and
  - b. this is then recorded with the registrar of the association.
- 6.2 As soon as practicable after receiving a nomination for membership, the registrar must refer the nomination to the committee which is to determine whether to approve or to reject the nomination.
- 6.3 As soon as practicable after the committee makes that determination,
  - a. the secretary / registrar must notify the nominee, that the committee approved or rejected the nomination (whichever is applicable), and
  - b. if the committee approved the nomination, the registrar checks the nominee to payment has been received the sum payable under this constitution by a member as entrance fee and annual subscription.
- 6.4 The registrar must, on payment by the nominee of the amounts referred to in subclause 6 (b) record membership of the Association will commence upon acceptance of the application by the Association for 1 financial year

### **7 Renewal of Membership**

- 7.1 Members must renew their membership with the Association annually in accordance with the procedures in clause 6
- 7.2 Individual persons must renew their membership with the Association to remain registered in accordance with such procedures as are applicable from time to time.

### **8 Cessation of membership**

A person ceases to be a member of the association if the person:

- a. dies, or
- b. resigns membership,
- c. is expelled from the association, or
- d. fails to pay the annual membership fee within 3 months after the fee is due.

## **9 Membership entitlements not transferable**

A 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 transmitted to another person, and
- b. terminates on cessation of the person's membership.

## **10 Resignation of membership**

- 10.1 A member of the association may resign from membership of the association by first giving to the secretary written notice of at least one month (or such other period as the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- 10.2 If a member of the association ceases to be a member under subclause (10.1), and in every other case where a member ceases to hold membership, the registrar must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

## **11 Register of members**

- 11.1 The public officer / registrar of the association must establish and maintain a register of members of the association by entering the nominee's name/s, address, contact details and registration numbers of each person who is a member of the association, together with the date on which the person became a member and other details required for the association's purposes
- 11.2 The Registrar shall maintain these records and shall be kept at the principal place of administration of the association
- 11.3 The register of members must be kept in New South Wales:
- 11.4 The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.
- 11.5 A member of the association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
- 11.6 A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
  - a. the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or
  - b. any other purpose necessary to comply with a requirement of the Act or the Regulation.

## **12 Fees and subscriptions**

- 12.1 A member of the association must, on admission to membership, pay to the association a fee of \$1 or, if some other amount is determined by the committee.
- 12.2 If the member is paying USC registration direct to an association, the \$1 membership may be waived.
- 12.3 The member becomes a member on or after 1 July in any calendar year - on becoming a member and before 1 July in each succeeding calendar year.



### **13 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 is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by clause 8.

### **14 Effect of Membership**

Members acknowledge and agree that:

- 14.1 this Constitution constitutes an agreement between each of them and the Association and that they are bound by this Constitution and the Regulations;
- 14.2 they shall comply with and observe this Constitution and the Regulations and any determination, resolution or policy which may be made or passed by the Committee of Management or any duly authorised Committee;
- 14.3 by submitting to this Constitution and the Regulations they are subject to the control and jurisdiction of the Association;
- 14.4 this Constitution and Regulations are necessary and reasonable for promoting the Objects
- 14.5 they are entitled to all benefits, advantages, privileges and services of the Association membership; and
- 14.6 they will not become a party to any suit at law or equity, against the Association, any Member or any other person subject to this Constitution, until all remedies and avenues of appeal allowed by this Constitution have been exhausted, save with the written consent of the Association.

### **15 Protests, Disputes and Resolution of Disputes**

- 15.1 A complaint may be made to the committee by any person that a member of the association:
  - a. has refused or neglected to comply with a provision or provisions of this constitution, or
  - b. has wilfully acted in a manner prejudicial to the interests of the association.
- 15.2 The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- 15.3 If the protest, dispute, complaint, report, alleged misdemeanour or disciplinary matter is advised in writing to the Secretary as soon as practicable after the relevant incident.
- 15.4 If the committee decides to deal with the complaint, the committee:
  - a. must cause notice of the complaint to be served on the member concerned, and
  - b. must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
  - c. must take into consideration any submissions made by the member in connection with the complaint.
- 15.5 The Secretary shall refer the matter to the Administrator, or in his/her absence the Assistant Administrator, without delay for an enquiry.

- 15.6 An enquiry is to be initiated into whether a member of the association –
- a. has persistently refused or neglected to comply with a provision or provisions of this Constitution
  - b. or has wilfully acted in a manner prejudicial to the interest of the association.
- 15.7 Upon receipt of a report the Administrator, or in his/her absence the Assistant Administrator or an appointed Officer shall form a Committee of Management consisting of two executive members and 2 appointed members, and / or a delegate from an affiliate, or an appointed Officer (as Chairperson) to enquire into and deal with the matter specifically referred to.
- a. The Committee of Management shall meet as soon as practical but in any case, within 7 days after the matter is referred to it. The Committee of Management may receive such written and personal evidence as it determines necessary in order to complete its enquiry.
  - b. The Committee of Management may in a specific case –
    - issue a warning or a reprimand to a member;
    - suspend a member from membership of the Club for a specified period not exceeding one month;
    - report to the association Executive where a longer suspension than one month or
    - expulsion from the association is considered warranted; recommend specific action for consideration by the Committee of Management.
  - c. a decision made by a Committee of Management shall have immediate effect or be effective from the date otherwise determined by the committee. The decision made by a Committee of Management as above shall be advised by the Committee of Management Chairperson and/or Secretary to the member or members affected by any decision of the Committee of Management and to the association executive, within 24 hours. The member or members shall also be advised of the appeal procedures.
  - d. a dispute between a member and another member (in their capacity as members) of the association are to be referred to the Executive of the association.
  - e. a dispute between a member /s and the association, are to be referred to the GRSA association executive for mediation.
  - f. If a dispute is not resolved by mediation within 3 months of the referral to the GRSA then it is to be referred to Softball NSW.

## **16 Disciplining of members**

- 16.1 The committee may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- 16.2 If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal.
- 16.3 The expulsion or suspension does not take effect:
  - a. until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
  - b. if within that period the member exercises the right of appeal.

## **17 Right of appeal of disciplined member**

- 17.1 A member may appeal to the association in general meeting against a resolution of the committee, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- 17.2 The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- 17.3 On receipt of a notice from a member, the secretary must notify the committee which is to convene a general meeting of the association to be held within 28 days after the date on which the secretary received the notice.
- 17.4 At a general meeting of the association
  - a. no business other than the question of the appeal is to be transacted, and
  - b. the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
  - c. the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 17.5 The appeal is to be determined by a simple majority of votes cast by members of the association.

## **Part 3 - MANAGEMENT**

### **18 Powers of the committee**

Subject to the Act, the Regulation and this constitution and to any resolution passed by the association in general meeting, the committee:

- a. is to control and manage the affairs of the association, and
- b. may exercise all such functions as may be exercised by the association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the association, 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 association.

### **19 Composition and membership of committee**

- 19.1 The committee is to consist of:
  - a. Five (5) elected office-bearers of the association, and
  - b. Up to nine (9) appointed committee members
  - c. up to two (2) delegates from the committee are required to attend the GRSA meetings
- 19.2 The elected office-bearers of the association are to be known as the Executive Committee and are as follows:
  - a. the administrator
  - b. the assistant administrator
  - c. the secretary
  - d. the registrar
  - e. the treasurer
- 19.3 The appointed committee members of the association are to be known as the Ordinary Committee and are as follows:
  - a. Coaching Co-Ordinator
  - b. Junior Development Officer
  - c. Umpiring Officer
  - d. Publicity / Media Officer
  - e. Equipment / Uniform / Merchandising Officer
  - f. Fundraising / Sponsorship Officer
  - g. Grounds Duty Officer
  - h. MPIO
  - i. First Aid Officer
- 19.4 Each member of the committee is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the date of the member's election but is eligible for re-election.

## **20 Election of committee members**

- 20.1 Nominations of candidates for election as office-bearers of the association
  - a. must be made in writing, signed by the treasurer to ensure that the nominee is a financial member of the association, and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
  - b. must be delivered to the secretary of the association at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- 20.2 If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- 20.3 If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
- 20.4 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- 20.5 If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- 20.6 The ballot for the election of office-bearers of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.
- 20.7 Voting shall be by secret ballot.
- 20.8 Independent scrutineers and returning officers must be appointed.
- 20.9 Voting papers will be destroyed at the conclusion of the meeting.

## **21 Term of Office**

Each member of the Committee shall, subject to this Constitution, hold office until the next Annual General Meeting but is eligible for re-election.

- 21.1 The Executive Committee position will be for a 1 year term
- 21.2 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 this Constitution until the conclusion of the Annual General Meeting next following the date of the appointment but is eligible for re-election.
- 21.3 CASUAL VACANCIES For the purpose of this Constitution, a casual vacancy in the office of a member of the Committee occurs if the member
  - a. Dies or is unable to perform duties due to illness
  - b. ceases to be a member of the Association
  - c. resigns office by notice in writing given to the Secretary;
  - d. is removed from office by the Committee
  - e. fails to undertake and fulfil the duties of the position and is removed by the Committee.

## **22 The Executive Committee**

### **22.1 The Administrator shall:**

- be the Executive head of this Club.
- preside at all meetings of this Club at which she/he is present.
- have authority on every question of order at meetings and in cases of doubt or difficulty, the Rules of Debate shall be followed.
- present the Annual Report of this Club at the Annual General Meeting.
- carry out any other duties assigned by the Executive Committee.

### **22.2 The Assistant Administrator shall:**

- preside at any meeting of this Club when the Administrator is absent.
- assume the responsibilities, rights and privileges given to the absent Administrator for the duration of the meeting.
- carry out any other duties assigned by the Executive Committee.

### **22.3 The Secretary of the association must,**

- as soon as practicable after being appointed as secretary, lodge notice with the association of his or her address.
- it is the duty of the secretary to keep a true and correct record of all minutes and resolutions put to all duly constituted meetings and record the voting appropriately for
  - ❖ all appointments of office-bearers and members of the committee, and
  - ❖ the names of members of the committee present at a committee meeting or a general meeting, and
  - ❖ all proceedings at committee meetings and general meetings.
  - ❖ Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
- conduct all correspondence on behalf of this Club.
- be responsible for the writing and posting of all notices of meetings and list in said notices any business pertaining.
- prepare and submit an Annual Report to Club AGM.
- perform all clerical duties and any other duties as assigned by the Executive Committee.
- assist the Registrar to keep names, contact details and rego numbers of members of this Club.

#### **22.4 The Registrar shall:**

- keep names, contact details and rego numbers of members of this Club.
- assist the Secretary in her duties and to assume responsibilities in the Secretary's absence
- carry out any other duties assigned by the Executive Committee.

#### **22.5 The Treasurer shall ensure:**

- that all money due to the association is collected and received and that all payments authorised by the association are made, and
- that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.
- to submit a financial report at the AGM, which is to be submitted to the NSW Fair Trading
- to prepare a budget for the coming season.
- to carry out any other duties as assigned by the Executive committee.

### **23 Casual vacancies**

In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.

A casual vacancy in the office of a member of the committee occurs if the member:

- a. dies, or
- b. ceases to be a member of the association, or
- c. becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
- d. resigns office by notice in writing given to the secretary, or
- e. is removed from office under clause 19, or
- f. becomes a mentally incapacitated person, or
- g. is absent without the consent of the committee from 3 consecutive meetings of the committee, or
- h. is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months,
- i. is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

## **24 Ordinary Committee Members**

The appointed committee members of the association are to be known as the Ordinary Committee and are as follows:

- a. Coaching Co-Ordinator
- b. Junior Development Officer
- c. Umpiring Officer
- d. Publicity / Media Officer
- e. Equipment / Uniform / Merchandising Officer
- f. Fundraising / Sponsorship Officer
- g. Grounds Duty Officer
- h. MPIO
- i. First Aid Officer

The Ordinary Members shall carry out any duties as assigned by the Executive committee.

### **24.1 The Coaching Co-Ordinator and Junior Development Officer**

This position will assist the appointment of the following positions to each team, assist in the development and training of these individuals

- Coaches
- Managers
- Scorers
- Umpires
- Players
- Talented player identification

### **24.2 Umpiring Officer**

This position will assist in the development and training of Umpires in the club.

### **24.3 Publicity / Media Officer shall**

- liaise with fundraising committee
- liaise with the local media
- keep the members informed of club events
- maintain Social Media activity
- perform surveys as required
- promote registration



#### **24.4 Equipment / Uniform / Merchandising Officer shall**

- Obtain the list of players and officials from the Registrar and access to the website
- Maintain the currency of the merchandise on the website
- Advertise and offer merchandise items to purchase.
- Research the better supplier both in quality and price
- Liaise with Executive Committee for any changes
- Record the clubs equipment stock and provide an end of year stocktake.
- Record who has the kits and equipment
- Liaise with teams and treasurer if equipment is required

#### **24.5 Fundraising / Sponsorship Officer shall**

- Implement at least 3 events to raise money for the club and members
  - To establish an administration and promotion float
  - To purchase equipment
  - To assist officials to develop skills
  - Presentation
- The events maybe 1-2 Bunnings BBQ, chocolate/lolly drive, 2 fundraising days at the grounds, including xmas raffle. Movie night.
- Promote the Sponsorship scheme

#### **24.6 Grounds Duty Officer shall**

- Liaise with Secretary the ground duties required
- Establish a roster per team
- Notify each team manager the roster and or duties required
- Ensure duties are performed and or notify Assistant Administrator if not performed

#### **24.7 Member Protection and Information Officer shall**

- Register for the MPIO course under the Play by the Rules
- Obtain the certification required
- Liaise with the Registrar to ensure Officials perform the Play by the Rules and the Working with Children Course
- Observe behaviour of adults either officials, spectators, parents
- Engage in situations requiring such involvement following the MPIO guidelines.
- Liaise with Executive Committee if issues continue
- Refer matters to NSW government authorities if required

#### **24.8 First Aid Officer shall**

- To maintain current certification
- Attend further training as required
- Provide first aid service as required

### **25. Removal of committee members**

- 25.1 The association in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- 25.2 If a member of the committee to whom a proposed resolution relates makes representations in writing to the secretary or administrator (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the administrator may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

### **26. Committee meetings and quorum**

- 26.1 The Committee of Management must meet at least 3 times in each period of 12 months at such place and time as the committee may determine.
- 26.2 Additional meetings of the committee may be convened by the administrator or by any member of the committee.
- 26.3 Oral or written notice of a meeting of the committee must 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.
- 26.4 Notice of a meeting given under subclause (26.3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- 26.5 Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- 26.6 No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- 26.7 If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- 26.8 At a meeting of the committee:
- the administrator or, in the administrator's absence, the assistant administrator is to preside, or
  - if the administrator and the assistant administrator are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

## **27 Delegation by committee to sub-committee**

- 27.1 The committee may, in writing, delegate to one or more sub-committees (consisting of such member or members of the association as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument.
- 27.2 The committee may, in writing, revoke wholly or in part any delegation under this clause.
- 27.3 A sub-committee may meet and adjourn as it thinks proper.

## **28 Voting and decisions**

- Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- Each member present at a meeting of the committee or of any sub-committee appointed by the 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.

## **Part 4 - General Meetings**

### **29 Annual general meetings - holding of**

- 29.1 The association must hold its first annual general meeting within 18 months after its registration under the Act.
- 29.2 The association must hold its annual general meetings within 6 months after the close of the association's financial year

### **30 Annual general meetings - calling of and business at**

- 30.1 The annual general meeting of the association is, subject to the Act and to be convened on such date and at such place and time as the committee thinks fit.
- 30.2 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
- to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
  - to receive from the committee reports on the activities of the association during the last preceding financial year
  - to elect office-bearers of the association and ordinary committee members
  - to receive and consider any financial statement or report required to be submitted to members under the Act.
  - an annual general meeting must be specified as such in the notice convening it.

## **31 Special general meetings - calling of**

- 31.1 The committee may, whenever it thinks fit, convene a special general meeting of the association.
- 31.2 The committee must, on the requisition in writing of at least 5 per cent of the total number of members, convene a special general meeting of the association.
- 31.3 A requisition of members for a special general meeting:
- must state the purpose or purposes of the meeting, and
  - must be signed by the members making the requisition, and
  - must be lodged with the secretary, and
  - may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- 31.4 If the committee fails to convene a special general meeting to be held within 1 month after that 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 not later than 3 months after that date.
- 31.5 A special general meeting convened by a member or members must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.

## **32 Notice**

- 32.1 Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 32.2 If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying the intention to propose the resolution as a special resolution.
- 32.3 No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting.
- 32.4 A member desiring to bring any business before a general meeting may 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.

### **33 Quorum for general meetings**

- 33.1 No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- 33.2 Five members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 33.3 If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
- if convened on the requisition of members, is to be dissolved, and
  - 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.
- 33.4 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 at least 3) are to constitute a quorum.

### **34 Presiding member**

- 34.1 The administrator or, in the administrator's absence, the assistant administrator, is to preside as chairperson at each general meeting of the association.
- 34.2 If the administrator and the assistant administrator are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

### **35 Adjournment**

- 35.1 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 is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 35.2 If a general meeting is adjourned for 14 days or more, the secretary must give written or 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.
- 35.3 Except as provided in subclauses 35.1 and 35.2, 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.

## **36 Making of decisions**

- 36.1 A question arising at a general meeting of the association is to be determined by either:
- a show of hands, or
  - if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot—a written ballot.
- 36.2 If the question is to be determined by a show of hands, 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 association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- 36.3 If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

## **37 Special resolutions**

A special resolution may only be passed by the association in accordance with section 39 of the Act.

## **38 Voting**

- 38.1 On any question arising at a general meeting of the association a member has one vote only.
- 38.2 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.
- 38.3 A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid.
- 38.4 A member is not entitled to vote at any general meeting of the association if the member is under 18 years of age.

## **Part 5 - Miscellaneous**

### **39 Insurance**

The association members are covered under Softball NSW insurance.

### **40 Funds - source**

- 40.1 The funds of the association are to be derived from registration fees and fundraising by the members, donations grants and, subject to any resolution passed by the association in general meeting, such other sources as the committee determines.
- 40.2 All money received by the association must be deposited as soon as practicable
- 40.3 The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

### **41 Funds - management**

- 41.1 Subject to any resolution passed by the association in general meeting, the funds of the association are to be used in pursuance of the objects of the association in such manner as the committee determines.
- 41.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the committee or employees of the association, being members or employees authorised to do so by the committee.

### **42 Change of name, objects and constitution**

An application to the Director-General for registration of a change in the association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

### **43 Custody of books etc**

Except as otherwise provided by this constitution, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the association.

### **44 Inspection of books etc**

- 44.1 The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:
  - records, books and other financial documents of the association,
  - Able to view the Club Database
  - this constitution,
  - minutes of all committee meetings and general meetings of the association.
- 44.2 A member of the association may obtain a copy of any of the documents referred to in subclause 41.1 on payment of a fee of not more than \$1 for each page copied.

## **45 Service of notices**

45.1 For the purpose of this constitution, a notice may be served on or given to a person:

- by delivering it to the person personally, or
- by sending it by pre-paid post to the address of the person, or
- by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.

45.2 For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:

- in the case of a notice given or served personally, on the date on which it is received by the addressee, and
- in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
- in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

## **46 Financial year**

The financial year of the association is:

- the period of time commencing on the date of incorporation of the association and ending on the following 30 June, and
- each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 July and ending on the following 30 June.

Note: Schedule 1 of the Act provides that an association's constitution is to address the association's financial year.