

# **CONSTITUTION**

Updated March 2020

## **1. NAME**

The name of this body shall be the Mid Hills Netball Association Incorporated and it shall hereafter be referred to as the Association.

## **2. OBJECTIVES**

- 2.1 To arrange for the provision of facilities for playing netball and provide organised competition for affiliated clubs and inter-associations.
- 2.2 To promote interest in netball and good fellowship among those involved.
- 2.3 To educate, train, coach and encourage members of the Association.

## **3. MEMBERSHIP**

- 3.1 Any person who is interested in netball shall be eligible for membership
- 3.2 Any club shall be eligible to nominate for affiliation with the Association and on acceptance of their nomination shall be liable for their payment of the prescribed fees and the club and all its registered members shall be bound by the rules of the Association.
  - 3.3.1. The annual fee for all classes of membership shall be determined at the Annual General Meeting in each year.
  - 3.3.2. The different classes of membership shall be:
    - 3.3.2.1. Senior Member  
Senior playing and non playing club members shall be entitled to be club delegates to general meetings and to hold office in the Association.
    - 3.3.2.2. Junior Member  
Persons of seventeen (17) years and under shall be eligible to join as junior members at such special fee as shall be determined but they shall not be entitled to hold office, or vote or take part in business procedure at meetings of the Association.
    - 3.3.2.3. Life Membership  
Life Membership may be bestowed by the Association at a properly constituted Annual General Meeting.  
Nominations shall be received by the Secretary/Manager in writing not less than one calendar month prior to such meeting and must be accompanied by detailed evidence supporting the Nomination and shall be considered for recommendation or rejection by the Board of Management.  
An important criteria for awarding Life Membership shall be outstanding service to the Association. This shall be in the areas of playing, coaching, umpiring and/or administration. A Life Member shall be entitled to all rights and privileges of membership, be entitled to vote at General Meetings, be eligible to hold office, and shall be admitted to the Association free of charge. Life Members shall be issued with a certificate and a suitable badge or medallion.
- 3.4 Any person ceasing to be a member of the Association for any reason whatsoever shall not be entitled to the return of membership subscription or any portion thereof.

#### 4. **MANAGEMENT**

4.1 The control of the activities of the Association shall be vested in the members and the affiliated clubs, who by delegate representation to general meetings of the Association shall have the power to make any regulations as may be necessary and may delegate powers to a Board of Management and/or any other committee as may be deemed necessary.

4.2 The Board of Management of the Association shall consist of eleven (11) members. Eight (8) members shall be elected at the Mid Hills Netball Association Inc. Annual General Meeting, and shall serve a term of two (2) years, with half of these retiring in each odd year and the other half retiring in even years.

One (1) member shall be provided by the Umpires Committee, and shall serve a term of one (1) year only.

In addition, two positions of Finance Officer and Secretary/Manager, shall be appointed by, be responsible to, and serve terms at the discretion of the Board of Management.

The positions of President and Vice President shall be appointed by the Board of Management on a yearly basis from within the General members elected by the Clubs at the AGM.

The Board of Management shall therefore consist of;

President

Vice President

Secretary/Manager

Finance Officer

6 General Members

1 Umpires Delegate (Nominated by Umpires Committee.)

One (1) Board member shall be appointed the Constitution, By-Laws and Rules Officer.

4.3 The business and affairs of the Association shall be under the management and control of the Board of Management, provided however, that except in the case of extreme emergency the Board shall not take any action contrary to the decisions made at a general meeting.

4.4 The Board may, subject to the decisions made at general meetings, exercise all the powers of the Association and perform such duties as may be done by the Association or which it considers necessary or expedient to carry out the objectives of the Association.

4.5 The Board shall meet as often as may be required to conduct the business of the Association. The President or the Secretary/Manager shall have the power to call a meeting of the Board of Management, at which the quorum shall not be less than 60% of Board members.

4.6 The Board shall have the power to delegate any of its powers to a sub-committee to deal with any particular matter or matters and upon such terms as the Board may think fit.

4.7 Casual vacancies on the Board of Management or any other committee may be filled by appointment by the Board and such appointees shall hold office until the next Annual General Meeting.

4.8 The Board of Management shall be represented on each Sub-Committee.

#### 5. **MEETINGS**

5.1 Annual General Meetings:

5.1.1. The Annual General Meeting of the Association shall be held not later than March 31st in each year, and members, Life Members and affiliated clubs shall be given notice in writing at least (21) days before such meeting of date of meeting, agenda and copy of audited financial statement.

- 5.1.2. The business of the Annual General Meeting shall be;
  - 5.1.2.1. to confirm the minutes of the previous Annual General Meeting.
  - 5.1.2.2. to adopt the Audited Financial Statement, the Finance Officer's and the President's reports.
  - 5.1.2.3 to elect a Board of Management and committees for the ensuing year.
  - 5.1.2.4 to fix the annual membership fees.
  - 5.1.2.5 to appoint an Auditor.
  - 5.1.2.6 to award Honoraria deemed merited for services rendered by any member of the Association.
  - 5.1.2.7 to deal with any other business listed on the meeting notice.
- 5.1.3 Only the business pertaining to the Annual General Meeting and listed on the meeting notice shall be dealt with.

## 5.2 General Meetings:

- 5.2.1 At all meetings of the Association the quorum shall be one-third(1/3) representation of affiliated clubs. If at any meeting there is no quorum within a reasonable period after the publicised starting time, the Chairperson shall postpone the meeting to a future date and all affiliated clubs shall be advised accordingly.
- 5.2.2 Any member of the Association may attend any general meeting with the right to speak, however each club is entitled to only one vote. Voting shall be in person only. With the exception of the Chairperson, all members of the Board of Management shall be entitled to vote at all general meetings. No person shall have more than one vote.
- 5.2.3 If necessary the Chairperson shall have a casting vote.
- 5.2.4 The preceding clauses relating to general meetings also apply to Annual General Meetings and Special Meetings.
- 5.2.5 General Meetings of the Association shall be held at least twice a year including one in October and at other times as deemed necessary by the Board of Management.

## 5.3 Special General Meetings:

- 5.3.1 The Board of Management may call a Special General Meeting whenever deemed necessary, but the Secretary/Manager shall summon a Special General Meeting upon receiving a written application from at least three affiliated clubs stating the business for which the meeting is to be called.  
There should be (21) days written notice given of the date of such a meeting. Only the business for which the meeting is called may be discussed.

## 6. ELECTION OF OFFICERS

- 6.1 All elections shall be by secret ballot.
- 6.2 Nominations for General Members to the Board of Management shall be proposed by two (2) members with the approval of the nominee.
- 6.3 Any position not filled at the Annual General Meeting shall be dealt with by the Board of Management.

## 7. DISCIPLINE OF MEMBERS

- 7.1 The Board of Management shall have the power to administer discipline within the Association, for any personal, financial or functional breach of the regulations of the Association.
- 7.2 A tribunal or complaints committee shall be appointed to administer disciplinary action pertaining to offences relating to the conduct of the game.

- 7.3.1 All reports of offences for the attention of the Tribunal must be lodged in writing with the Association Secretary/Manager within 48 hours of the time of the offence. The offender shall be summoned to appear before the Tribunal before the next programmed match.
- 7.3.2 All other offences shall be reported to the Board for its attention. Any member who is penalised as a result of such action shall have the right of appeal to Netball SA.
- 7.4 Penalties for any breaches of regulations or rules of the Association, or discreditable conduct within the control of the Association may include suspension or expulsion.

## 8. **FINANCE**

- 8.1 The financial year shall be from January 1<sup>st</sup> to December 31<sup>st</sup>.
- 8.2 All monies of the Association shall be paid into the accounts of the Association at such Financial Institutions as the Board may from time to time direct.
- 8.3 No monies shall be drawn from the Association's account(s) save by cheque or by electronic banking as authorised by the Board.
- 8.4 The Auditor shall audit the books and accounts of the Association annually after the close of the financial year but before the Annual General Meeting and at any other time which the Association shall direct. The Auditor shall also have the right to examine the books at any time in consultation with the Finance Officer.

## 9. **PUBLIC OFFICER**

The Public Officer shall be appointed at an Annual General Meeting of the Association and shall hold office during the pleasure of the Association. The duties shall be those as required by law, and all legal documents or transactions of the Association shall be attested by the Public Officer's signature. The Public Officer shall not be eligible for the position of Auditor.

## 10. **COMMON SEAL**

The Common Seal of the Association shall remain in the control of the Public Officer, and shall not be affixed to any deed or instrument without a resolution of the Association. All instruments requiring execution or authentication shall be sealed with the Common Seal and countersigned by the President, Secretary/Manager and the Public Officer.

## 11. **POWERS, PROPERTY & ASSETS**

- 11.1 The property, assets and income of the Association wherever derived, shall be applied towards the promotion of the objectives of the Association, and no portion thereof shall be paid or transferred either directly or indirectly by way of dividend, bonus or otherwise by way of profit to members generally of the Association, provided that nothing herein contained shall prevent payment in good faith of remuneration to any officers or servants of the Association or any member in return for services actually rendered, nor prevent the payment of interest on money borrowed from any member of the Association.
- 11.2 In furtherance to the objectives of the Association to borrow or raise or secure the payment of money in such a manner as the Association may think fit to secure the same or the repayment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way and in particularly the issue of debentures, perpetual or otherwise charged upon all or any of the Association's property (both present and future) and to redeem or pay off any such securities.
- 11.3 To employ, pay and dismiss officers as may be deemed necessary for furthering

the objectives of the Association and to define the duties of such officers.

12. **ALTERATIONS TO THE CONSTITUTION**

12.1 Alteration to the Constitution shall be effected at the Annual General Meeting or a Special General Meeting.

12.2 At least 30 days notice in writing must be given to the members of any proposed alteration to the Constitution.

12.3 An alteration shall be effected only by a two-thirds majority of all members present.

12.4 Alterations to the Constitution or change of Public Officer shall be notified to the Corporate Affairs Commission or other relevant body within 30 days of such alteration.

13. **BY LAWS & RULES**

The Association may make such Bylaws & Rules as deemed necessary from time to time. Such Bylaws & Rules shall not be in conflict with anything contained in the Constitution of the Association. Alterations to the Bylaws and Rules can be made at the Annual General Meeting or any Special General Meeting. Such alterations or additions shall be effected only by a two-thirds majority of all members present.

14. **DISSOLUTION OF THE ASSOCIATION**

In the event of the Association being dissolved at any time, the whole of its property and assets shall be placed into trust for use by an organisation (or more than one) of similar objectives, pending the reconstruction of the Association. A decision to dissolve can only be taken on a three-quarters majority vote of affiliated clubs present at a Special General Meeting called for the purpose.

March 2020