

The Constitution of Kiama and Shellharbour District Tennis Association Incorporated

1. Name

The Association shall be known as 'Kiama and Shellharbour District Tennis Association Incorporated'.

2. Official colours

The official colours of the Association will be blue and gold.

3. Objectives

The promotion and the advancement of tennis within the Municipalities of Kiama and Shellharbour and the surrounding areas.

To conduct a yearly program of competitions, championships, tournaments and associated fixtures.

4. Affiliations

- (a) All clubs having suitable tennis courts within the Association's boundaries shall be eligible to apply for affiliation as a constituent club.
- (b) The Association shall recognise and maintain affiliation with NSW Tennis Association as its controlling body.

5. Membership qualification

- (a) All Clubs whose affiliation is acceptable to the Association, shall on payment of the Prescribed affiliation fee, be granted membership as a constituent club of the Association.
- (b) A person is qualified to be an associate member of the Association if the said person is a financial member of a constituent club.
- (c) Associate members may become registered players of the Association on the payment of the prescribed competition player registration fee.

- (d) Only a registered tennis player who has paid the prescribed registration fee, shall be deemed a full member of the association with voting entitlements.
- (e) Honorary Life Members may also be elected in accordance with Rule 31.1.

6. Register of members

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

7. Subscriptions, etc

- 7.1 The Association's financial year shall commence on the first day of July, and finish on 30th June of the following year.
- 7.2 All club membership fees and any player fines must be paid prior to the commencement of the competition. Player registration fees and team fees must be paid within 30 days of the Treasurer issuing an invoice to the relevant club.
 - (a) Club affiliation fees, player registration fees, and honorariums shall be determined at each Annual General Meeting, with separate player registration fees for senior and junior players.
 - (b) Team fees, Championship fees, Tournament fees and Trophy values, shall be determined at the Annual General Meeting.
 - (c) Payment of fees by a member shall be deemed as acceptance of the rules of the Association.
 - (d) Matters such as Ball fees, Light fees and general conditions and items affecting the welfare of members generally, shall be controlled by the By-Laws agreed to by the Management Committee, and subsequently endorsed by the Association in General Meeting.
 - (e) The Management Committee shall determine the membership and court hire fees for McDonald Park Tennis Centre. Membership fees shall be reviewed annually. Court hire fees may be reviewed and amended by the Management Committee whenever considered necessary.

8. Members' liabilities

The liability of the Association to contribute towards the payment of 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 a member in respect of membership of the Association as is required by Rule 7.2(a).

9. Disciplining of members

9.1 Where the Management Committee is of the opinion that a member of the Association:

- (a) Has persistently refused or neglected to comply with a provision or provisions of these rules: or
- (b) Has persistently and wilfully acted in a manner prejudicial to the Association.

The Management Committee may, by resolution:

- (c) Expel the member from the Association: or
- (d) Suspend the member from membership of the Association for a specified period.

9.2 A resolution of the Management Committee under Clause 1, is of no effect unless the Management Committee, at a meeting held earlier than fourteen (14) days, and not later than 28 days, after service on the member of notice under Clause 3, confirms the resolution with this rule.

9.3 Where the Management Committee passes a resolution under 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 Management Committee and the grounds on which it has been based;
- (b) Stating the Member may address the Management Committee at a Meeting to be held not earlier than fourteen days (14) and not later than 28 days after service of the notice;
- (c) Stating the date, place and time of that meeting;
- (d) Informing the Member that the Member may do either or both of the following:
 - i. attend and speak at that meeting; and

- ii. submit to the Management Committee at or prior to the date of that meeting, written representations relating to the resolution.
- 9.4 At a meeting of the Management Committee held as referred to, in Clause 3, the Management Committee shall:
 - (a) Extend to the Member an opportunity to make oral representations;
 - (b) Give due consideration to any written representations submitted to the Management Committee, by the Member at or prior to the meeting;
 - (c) By resolution, determine whether to confirm, or to revoke the resolution.
- 9.5 Where the Management Committee confirms a resolution under Clause 4 the Secretary shall, within seven days after confirmation, by notice in writing inform the Member of the fact and of the Member's right of appeal under Rule 10.

10. Right of appeal of disciplined member

- 10.1 A Member may appeal to the Association at a General Meeting against a resolution of the Management Committee, which is confirmed under Rule 9 Clause 5, within seven days after Notice of the resolution is served on the Member, by lodging with the Secretary a Notice to that effect.
- 10.2 Upon receipt of a Notice from a Member under Clause 1, the Secretary shall notify the Management Committee, which shall convene a general Meeting of the Association, to be held within 21 days after the date on which the Secretary received the Notice.
- 10.3 At a General Meeting of the Association, convened under Clause 2:
 - (a) No business other than the question of the appeal, shall be transacted;
 - (b) The Management Committee and the Member shall be given the opportunity to state their respective cases, orally or in writing, or both: and
 - (c) The Members present shall vote by secret ballot on the question of whether the Resolution should be confirmed or revoked.
- 10.4 If at the General Meeting the Association passes a Special Resolution, in favour of the confirmation of the resolution, the Resolution is confirmed.

PART II - THE COMMITTEE

11. Powers etc, of the Committee

The Committee shall be called the Management Committee of the Association and, subject to the Act, the regulation and these rules and to any resolution passed by the Association at any 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, and
- (c) As power to perform all such acts and do all such things as appear to the Management Committee to be necessary, or desirable, for the proper management of the affairs of the Association.
- (d) The Executive Committee shall consist of:
 - The President
 - Honorary Secretary
 - Honorary Treasurer, and
 - Senior Vice president

The Executive Committee shall have the power to deal with and decide any matter which in its opinion is one of urgency, subject to confirmation at the next Management Committee Meeting.

12. Constitution and membership

12.1 Subject in the case of the first members of the Management Committee to the section 21 of the Act, the Management Committee shall consist of:

- (a) The Office Bearers of the Association, and
- (b) Five ordinary Members – each of whom shall be elected at the Annual General meeting of the Association pursuant of to Rule 12.

12.2 The Office Bearers of the Association shall be:

- The President
- Senior Vice President
- Junior Vice President

- Honorary Secretary
- Assistant Secretary/Social Media Coordinator
- Honorary Treasurer
- Honorary Men's and Mixed Competition Secretary
- Honorary Ladies' Competition Secretary
- Honorary Championship Secretary
- Junior Development Officer

12.3 Each member of the Management Committee shall, subject to these rules, hold office until the conclusion of the Annual General Meeting following the date of the Members' election, but is eligible for re-election.

12.4 The President and Honorary Secretary shall be ex-officio members of all subsidiary committees, with the power to vote.

12.5 In the event of a casual vacancy occurring in the membership of the Management Committee, the Management Committee 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 Meeting next, following the date of appointment.

13. Election of members

13.1 Nominations of Candidates for election as Office Bearers of the Association or as ordinary Members of the Management Committee:

- (a) Shall be made in writing, signed by two qualified members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination).
- (b) Shall be delivered to the Secretary of the Association, by 5pm, not less than 30 days before the date fixed for the holding of the Annual general Meeting, at which the election is to take place.
- (c) Secretaries of each Constituent Club shall receive a list of such nominations not less than 14 days prior to the Annual General Meeting.

13.2 If insufficient nominations are received to fill all vacancies on the Management Committee, the Candidates' nominations shall be deemed to be elected.

13.3 If insufficient further nominations are received, any vacant positions remaining on the Management Committee shall be deemed as casual vacancies.

13.4 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

- 13.5 If the number of nominations received at the annual General Meeting exceeds the number of vacancies to be filled, a secret ballot shall be held, and all qualified Members present, shall be eligible to vote.

14. Secretary

- 14.1 The Secretary of the Association shall, as soon as practicable after being appointed as secretary, lodge notice with the Association of his or her address.

- 14.2 It is the duty of the Secretary to keep minutes of:

- (a) All appointments of Office Bearers and members of the Management Committee.
 - (b) The names of Members of the Management Committee Meeting present at a Management Committee Meeting or a general Meeting and Annual General Meeting.
 - (c) All proceedings at Management Committee Meetings, General Meetings and Annual General Meetings
- 14.3 Minutes of proceedings at a Meeting shall be signed by the Chairperson of the Meeting or by the Chairperson of the next succeeding meeting. A copy of the Minutes of these Meetings to be sent to the Secretaries of each Constituent Club within seven days after Meeting.

15. Treasurer

It is the duty of the Treasurer of the Association to ensure that:

- (a) All money due to the Association is collected and received, and that all payments authorised by the Association are made.
- (b) 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.
- (c) The books of Account and a Financial Summary are to be made available at all Executive, Management and General Meetings of the Association.

16. Casual vacancies

In the event of a vacancy occurring on the Management Committee, the Honorary Secretary shall call nominations within 14 days of the vacancy occurring and nominations close 14 days later. The Management Committee will then have the power to fill such a vacancy from the nominations. If no nominations are received, the Management Committee shall have the power to fill the vacancy.

17. Removal of a member

Any Office Bearer or Committee Member who absents him or herself from two consecutive regular meetings of the Management Committee, without forwarding a written explanation of such absence satisfactory to the Management Committee, shall have his or her position declared vacant by the Management Committee, and shall thereupon cease to hold such position.

18. Meetings and quorum

- 18.1 The Management Committee shall meet for the disposal of business on a regular day or night once in each calendar month, but any monthly meeting which cannot be conveniently held on the regular day or night, may be held on some other day or night, as appointed by the Management Committee.
- 18.2 Additional Meetings of the Management Committee may be convened by the President, or by three members of the Committee.
- 18.3 Oral or written notice of an additional meeting of the Management 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 upon by the members of the Committee), before the time appointed for the holding of the meeting.
- 18.4 Notice of a meeting given under Clause 3 shall specify the general nature of the business to be transacted at the meeting, except business which the Committee Members present at the meeting, unanimously agree to treat as urgent business.
- 18.5 At all meetings of the Management Committee, the quorum shall be five.
- 18.6 No business shall be transacted by the Management Committee, unless a quorum is present.
- 18.7 Each Constituent Club shall be entitled to be represented by two delegates at the General Meetings of the Association. Such meetings to be held three monthly and to include general business. A quorum shall consist of representation from 50% of Constituent Clubs, plus one constituent Club.

18.8 If a Constituent Club is represented at a general Meeting by two delegates, one of these delegates must be an Executive of the Constituent Club. Two votes shall be permitted if an Executive Member is in attendance, otherwise only one vote will be permitted.

18.9 At all Committee and General Meetings:

- (a) The President or in the Presidents absence, the Senior Vice President or the Junior Vice President will preside: or
- (b) If the President and Vice President 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 shall preside.

19. Delegation by Committee to sub-committee:

19.1 The Management Committee may, by instrument in writing, delegate to one or more sub-Committees (consisting of such member or members of the Association as the Management Committee thinks fit) the exercise of such functions of the Management Committee as are specified in the instrument, other than:

- (a) This power of delegation; and
- (b) A function of which is a duty imposed on the Management Committee by the Act or by any other law.

19.2 A function, the exercise of which has been delegated by a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the Management Committee in accordance with the terms of the delegation.

19.3 A delegation under this section may be made subject to such conditions or limitations, as to exercise of any function the subject thereof, or as time or circumstances, as may be specified in the instrument of delegation.

19.4 Notwithstanding any delegation under this rule, the Management Committee may continue to exercise any function delegated.

19.5 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 as it would have, if it had been done or suffered by the Management Committee.

19.6 The Management Committee, by instrument in writing, revoke wholly or in part any delegation under this rule.

- 19.7 A sub-committee may meet and adjourn as it thinks proper.
- 19.8 Each constituent club nominating a team in a competition, must have a representative, on any sub-committee formed to assist in the grading of teams and/or determination of other matters related to the running of that competition.

20. Voting and decisions

- 20.1 Questions arising at a meeting of the Management Committee, or of any sub-committee appointed by the Management Committee, shall be determined by a majority of the Members of the Committee or sub-committee present at the meeting.
- 20.2 Each Member present at the meeting of the Management Committee or of any sub-committee, appointed by the Management 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.
- 20.3 At all meetings of the Association only the qualified members present shall be entitled to vote. No proxy votes will be accepted.
- 20.4 Any constituent club with outstanding fines or other monies owing to the Association shall lose its voting power, until such fines or monies are paid.
- 20.5 Subject to Rule 18.5 the Committee may act notwithstanding any vacancy on the Committee.
- 20.6 Any act or thing done or suffered, or purporting to have been done or suffered, by the Management Committee or by a sub-committee appointed by the Management Committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or sub-committee.

PART III - GENERAL MEETINGS

21. Annual general meetings - holding of

- (a) The Annual General Meeting of the Association shall be held on a date to be determined by the Management Committee, but no later than the last Monday of August. Each Constituent Club shall be given in writing 42 days' notice of the date for the Annual General Meeting. Any qualified member of the Association may vote on matters on the agenda.
- (b) The order of the business at the Annual General Meeting shall be:

- i. The recording of attendance.
 - ii. Apologies.
 - iii. To check credentials.
 - iv. Minutes of the previous Annual General Meeting. Business arising.
 - v. Correspondence appertaining to the Annual General Meeting only.
 - vi. Honorary Secretary's Annual Report.
 - vii. Honorary Treasurer's report, and Annual Financial statement and balance sheet and Auditor's report.
 - viii. Men's and Mixed Secretary's report.
 - ix. Ladies' Secretary's report.
 - x. Junior Development Officer's report.
 - xi. Championship Secretary's report.
 - xii. Consideration of Constitution and By-Laws.
 - xiii. Election of Minute Secretary for the election of Officers
 - xiv. Election of Office Bearers and Management Committee Members.
 - xv. Election of Members of sub-committees.
 - xvi. Election of Auditor.
 - xvii. Election of Life Member or Members.
 - xviii. Determination of all Fees, trophy values, Administration expenses.
 - xix. Determination of Associations Public Officer.
 - xx. Special Business.
- (c) At the Annual General Meeting the Chairman shall be appointed from the floor for the election of the President only.
- (d) The Office Bearers of the Association shall be elected at the Annual General meeting and shall consist of:
- President
 - Senior Vice President
 - Junior Vice President
 - Honorary Secretary
 - Assistant Secretary
 - Honorary Treasurer
 - Honorary Men's and Mixed Competition Secretary
 - Honorary Ladies' Competition Secretary
 - Honorary Championship Secretary
 - Junior Development Officer

22. Special general meetings - calling of

- 22.1 The Management Committee may, whenever it thinks fit, convene a Special General Meeting of the Association.

- 22.2 A requisition from three or more Constituent Clubs for a Special General Meeting:
- (a) Shall state the purpose of the meeting;
 - (b) Shall be signed by Members making the requisition
 - (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.
- 22.3 If the Management Committee fails to convene a Special General Meeting to be held within one month after the date on which 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 three months after the date.
- 22.4 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 pre-paid post to each Constituent Club, a notice specifying the place of the meeting and the nature of the business proposed to be transacted at this meeting.
- 22.5 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 21 days before the date fixed for the holding of the general Meeting, cause a notice to be sent to each Constituent Club in the manner provided in 22.4 specifying, in addition to the matter required under 22.4 the intention to propose the resolution as a Special Resolution.
- 22.6 A resolution of the Association is a Special Resolution if it is passed by a majority which comprises not less than 75% of the Members present at a Special General Meeting or Annual General Meeting.

23. General meetings – procedure

- (a) No item of business shall be transacted at a General Meeting unless a quorum, as required in Rule 18.7, is present during the time the meeting is considering that item.
- (b) In the event of a quorum not being present 30 minutes after the scheduled starting time, the meeting shall lapse.
- (c) The order of business at a General Meeting shall be:

- i. Apologies.
 - ii. Reading and confirmation of minutes of previous meeting.
 - iii. Business arising out of previous minutes.
 - iv. Correspondence and action thereon.
 - v. Passing of accounts and Treasurer's Report.
 - vi. Reports of sub-committee.
 - vii. Consideration of Management Committee's recommendations.
 - viii. Receipt of Notices of Motion.
 - ix. Consideration of motions of which due notice has been given.
 - x. Questions.
 - xi. General Business.
- (d) The Chairman may, with the consent of the meeting, alter the order in which business at such meetings shall be taken.

PART IV – MISCELLANEOUS.

24. Insurance

- 24.1 The Association shall effect and maintain insurance pursuant to section 44 of the Act.
- 24.2 In addition to the insurance required under Clause 1 the Association may effect and maintain other insurance.

25. Funds – source

- 25.1 The Funds of the Association shall be derived from entrance fees and Annual Registrations of Members and Affiliation of Constituent Clubs, Donations and, subject to any resolution passed the Association in General Meeting, such other sources as the Management Committee determine.
- 25.2 All money received by the Association shall be deposited as soon as practicable and without deduction, to the credit of the Association's bank account.
- 25.3 The Association shall, as soon as practicable after receiving money issue an appropriate receipt.

26. Funds – management

- 26.1 Subject to any resolution passed by the Association in General Meeting the funds shall be used pursuant to the objects of the Association in such manner as the Management Committee determines.
- 26.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two members of the Executive, namely the President, Secretary, Treasurer and Senior Vice President.

27. Alterations of objects and rules

- 27.1 The statement of the objects and these rules may be altered, rescinded or added to only by a Special Resolution of the Association.
- 27.2 All by-laws passed during the current year, shall be effective for that year only. These by-laws be reviewed by the Management Committee prior to their consideration at the next Annual General Meeting.

28. Common Seal

- 28.1 The Common Seal of the Association shall be kept in the custody of the Public Officer.
- 28.2 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 either of two Members of the Management Committee or, of one Member of the Management Committee and of the Public Officer, or Secretary.

29. Custody of books

- 29.1 Except as otherwise provided by these rules, the Public Officer or Secretary, shall keep in his or her custody, or under his or her control, all records, books and other documents, relating to the Association.
- 29.2 The records, books, and other documents of the Association shall be open to inspection, free of charge, by any Member of the Association at any reasonable hour.

30. Penalties – administration of

- 30.1 Failure of a Constituent Club to pay fines as imposed by the Association, in the specified time as determined by the Management Committee, will result in:-

- (a) Loss of voting rights as in Rule 20 Clause 4; and
- (b) All teams entered by the Constituent Club in Competitions controlled by the Association, will be withdrawn until such fines are paid.

31. Life members

- 31.1 Life Members shall be nominated in writing by two members of the Management Committee and thereupon the name of the Nominee or Nominees shall be submitted to the Annual General Meeting and shall be elected by a resolution carried by 75% of the Members present.
- 31.2 Life Members shall enjoy all the privileges of a Registered Member and be exempt from the payment of fees.