



NEWCASTLE NETBALL ASSOCIATION

# CONSTITUTION

Adopted by Newcastle Netball Executive Committee  
on 31 January 2020



| <i>Updated</i>  | <i>Comments</i>           |
|-----------------|---------------------------|
| March 2015      |                           |
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**NEWCASTLE NETBALL ASSOCIATION INC.  
CONSTITUTION**

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## 1. GENERAL

### a) DEFINITIONS

For the purposes of this Constitution,

**'Affiliated Club'** means any club (comprising one or more teams) which has paid the prescribed annual affiliation fee to the Association.

**'Annual Report'** means the report provided annually by the Association at the Annual General Meeting.

**'Association'** means the Newcastle Netball Association Inc.

**'Chairperson'** means the elected President of the Association or as otherwise required by clause 4 a).

**'Club Delegate'** means a duly appointed representative of an Affiliated Club of the Association.

**'Council'** mean those members appointed in accordance with clause 5 a) of this Constitution.

**'Executive Committee'** is those members elected in accordance with clause 5 d) of this Constitution.

**'Instrument'** means any document pertaining to the governance of the Association, and includes, but is not limited to, this Constitution, and the associated policies of the Association.

**'Life Member'** means any member of the Association elected to such membership in accordance with this Constitution.

**'Member Protection Policy'** means the Netball NSW Member Protection Policy.

**'Netball NSW'** means the controlling body for Netball in New South Wales.

**'President'** means the person elected to the position under clause 4 b) of this Constitution.

**'Public Officer'** means the person appointed to that role by the Association in accordance with any relevant policy.

**'Registered Member'** means any financial member or Life Member of the Association.

**'Secretary'** means the person elected to the position under clause 4 b) of this Constitution.

**'Senior Member'** means a Registered Member who has attained the age of 18 years.

**'The Office Bearers of the Association'** mean the members of the Executive Committee.

**'Vice President'** means the person elected to the position under clause 4 b) of this Constitution.

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b) INTERPRETATION

- i) Where this Constitution conflicts with any other instrument of the Association, this Constitution shall prevail.
- ii) Where ambiguity exists between this Constitution and any other instrument of the Association, the natural interpretation of the Constitution shall prevail.
- iii) The Executive shall hold the power to deal with and adjudicate upon all questions and disputes as to the interpretation of the Constitution, rules and associated policies.

c) TITLE

The name of the Association shall be the Newcastle Netball Association Inc.

d) TYPE OF ORGANISATION

The Association is a 'not-for-profit' organisation whose income and property is applied solely towards the promotion of the objects of the Association. No funds or property shall be paid or transferred directly or indirectly by way of dividend or bonus or by way of profit to or amongst the members.

e) COLOURS

The Association's colours are cinnamon, bottle green and white.

f) ASSOCIATION LOCATION

The Association office and facilities are located at National Park, Union Street Cooks Hill NSW 2300.

g) OBJECTS

The objects of the Association are:

- i) to further the interests of its members and promote and control the game of Netball within the boundaries of the Association;
- ii) to promote, regulate and control competition matches between Affiliated Clubs and to control all premierships and carnivals of the Association;
- iii) to select and manage the Association's representative teams;
- iv) to affiliate with and support Netball NSW;

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- v) to co-operate with other affiliated organisations in New South Wales for the furtherance of Netball; and
  - vi) adopt and adhere to the Netball NSW Member Protection Policy and other relevant Netball NSW Policies.

h) PATRON

The Association Executive Committee may from time to time appoint one or more patrons and may also cancel any such appointment.

**2. AFFILIATION WITH NETBALL NSW**

The Association shall affiliate with Netball NSW annually as required under the Netball NSW Constitution and any relevant Netball NSW policies.

**3. MEMBERSHIP**

a) ORDINARY MEMBERSHIP

- i) The Association is the controlling body for netball within its boundaries and its authority shall be recognised by all Registered Members who shall adopt and obey this Constitution and the policies of the Association.
- ii) The Association may admit to membership, Registered Members as defined by the Constitution or any other relevant policy of Netball NSW.
- iii) A person ceases to be a Registered Member of the Association if the person:
  - a) dies;
  - b) ceases to be financial under Clause 3 c) ii) below; or
  - c) is expelled from the Association in accordance with the Member Protection Policy.
- iv) The Executive Committee may reject any application for membership without assigning any reason therefor.

b) LIFE MEMBERSHIP

- i) Any person may be awarded Life Membership of the Association in recognition of at least ten (10) years outstanding service to the Association as an Executive Member or a Member with exceptional circumstances.
- ii) Candidates for election as Life Members shall be nominated by two Senior Members of the Association and to be received at least two months before the meeting at which such nominations will be considered.
- iii) Candidates' name(s) are to be circulated to members of the Executive Committee of Newcastle Netball Association, Life Members and Affiliated Clubs. Voting will be in accordance with the Association's voting policy. Voting is restricted to members of the Executive Committee of the Newcastle Netball Association, Life Members and two delegates from each Affiliated Club, who will be Registered Members of that Affiliated Club.

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The vote must be carried by a two-third majority. Council may, by resolution from time to time, fix the maximum number of persons who may at any time hold life membership.

- iv) A Life Member shall be entitled to attend all Council, Special Council, Annual General and any other Council meetings and shall have full voting rights.
- v) A person ceases to be a Life Member of the Association if the person:
  - a) dies; or
  - b) is expelled from the Association in accordance with the Member Protection Policy.

c) MEMBERSHIP FEES

- i) All Registered Members of the Association will be financial members between 1 January and 31 December of the year in relation to which membership is paid.
- ii) Membership of the Association is open to:
  - a) Life Members;
  - b) Affiliated Clubs;
  - c) Senior Members (being a member who is 18 years and over);
  - d) Junior Members (being a member who is under the age of 18);
  - e) Non-playing Members (including coaches, umpires, officials and office bearers of an affiliated club who are members of the Association).
- iii) The Executive may reject any application for membership without assigning any reason therefore.
- iv) Any person admitted to membership of the Association shall thereupon be subject to the Constitution, By-Laws, rules and procedures in force from time to time.
- v) A Registered Member ceases to be financial if they:
  - a) fail to renew their membership; or
  - b) fail to pay to the Association money they owe to the Association within the required timeframe.

d) REGISTER OF MEMBERS

- i) The Association shall establish and maintain a register of members of the Association specifying the name and address of each person who is a Registered Member of the Association, together with the date on which the person became a Registered Member.
- ii) The register of members shall be kept at the principal place of administration of the Association and shall be open for inspection by any Registered Member of the Association at any reasonable hour; however, such inspection shall be limited to viewing the names of Registered Members only.

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e) MEMBERS' LIABILITY

The liability of a Registered 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.

f) AFFILIATION OF CLUBS

In order to become affiliated with the Association, clubs must:

- i) Consist of one or more teams comprising Registered Members of Netball NSW and entered in the Association's primary competitions.
- ii) Pay an annual affiliation fee as determined by the Executive and approved by Council. Payment of the affiliation fee is to be made by the affiliated club when paying registration for the winter competition.
- iii) The Term of Affiliation shall be for 12 months.

g) CLUB DELEGATES

- i) Affiliated Clubs shall appoint the following delegates to represent it at all Annual General meetings, Special Council meetings and General Council meetings:
  - g.i.i) one (1) delegate for each senior, under 23 and under 21 team
  - g.i.ii) one (1) delegate for each five (5) or part thereof sub-junior, junior, intermediate or cadet teams
- ii) The Secretary of each Affiliated Club shall notify the Association's Secretary of the names of Club Delegates in relation to g.i.ii at least seven days prior to the first meeting of Council each year.
- iii) An Affiliated Club has the right to withdraw a Club Delegate in relation to g.i.ii and appoint another Club Delegate in their place at any time in writing.
- iv) A vacancy shall be deemed to have occurred in respect of any Club Delegate who has, without leave of Council, failed to attend three consecutive Council meetings.
- v) Any such vacancy shall be filled by a nominee of the Affiliated Club whose Club Delegate has caused the vacancy.
- vi) At each meeting all Club Delegates present shall sign an attendance book and shall state the club or team that they represent at that meeting.
- vii) A Club Delegate may represent one club only at any meeting.
- viii) A Club Delegate must be a Senior Member.

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#### 4. MEETINGS

##### a) MEETINGS – GENERAL PROCEDURE

- i) The President shall take the chair at all meetings of the Council and/or Executive Committee. In the President's absence the chair shall be taken by the Vice President.
- ii) If neither the President nor Vice President is present within thirty minutes of the time fixed for the commencement of the meeting, the members present shall elect a Chairperson.
- iii) A quorum for ordinary Council meetings shall consist of half the total number of the Association's Executive Committee members plus one, and Club Delegates representing at least one-quarter of the Affiliated Clubs. A quorum for Executive Committee meetings shall consist of half of the total number of the Executive Committee plus one.
- iv) If no quorum is present thirty minutes after the time fixed for the commencement of a meeting it shall be adjourned to such time and place as the Chairperson shall decide. The Secretary shall give written notice thereof to each Office Bearer, Life Member and to the Secretary of each Affiliated Club.
- v) The accidental omission to give any member the required notice shall not invalidate a meeting or any of the business of the meeting.
- vi) Questions arising at an ordinary meeting of the Council, Executive Committee or any sub-committee are to be determined by a simple majority of votes cast by eligible members. Each eligible member, except the President, shall have one vote to be taken in such a manner as the Chairperson shall direct, except that a secret ballot shall be taken if any member requests it.
- vii) In the case of an equality of votes, the President (or the person otherwise presiding) shall, in addition, have a casting vote.
- vii) There shall be no voting by proxy at any meeting of the Association.
- viii) Not less than seven (7) days' written notice shall be given specifying the time and place of the meeting of Council, and any special business to be dealt with.

##### b) ANNUAL GENERAL MEETING

- i) An Annual General Meeting of the Association shall be held on a date in March of each year as determined by the Executive Committee.
- ii) All Registered Members may attend but voting shall be restricted to Delegates, Office bearers and Life members as defined.
- iii) Not less than twenty-one days' written notice of the Annual General Meeting of the Association shall be given to each Office Bearer, Life Member and the Secretary of each Affiliated Club.



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- iv) A copy of the Association's Annual Report and the audited balance sheet shall accompany such notice.
  - v) A quorum for an Annual General Meeting shall consist of half the total number of the Association's Executive Committee members plus one, and at least one-quarter of the Club Delegates.
  - vi) The business of the Annual General Meeting shall be:
    - a) Confirmation of the minutes of the previous Annual General Meeting;
    - b) Consideration and adoption of the Annual Report and audited balance sheet;
    - c) Appointment of an auditor for the following year;
    - d) Election of Office Bearers;
    - e) Election of Sub-Committees;
    - f) Announcement of Honorary Legal Representative;
    - g) Appointment of Patron(s); and
    - g) Such other business as the meeting thinks fit.
  - vii) The following Office Bearers shall be elected and shall form the Executive Committee:
    - President
    - Vice President
    - Secretary
    - Assistant Secretary
    - Treasurer
    - Umpires Convenor
    - Coaching Convenor
    - Registrar
    - Representative Convenor
    - Canteen Finance Manager
    - Canteen Manager
    - Senior Point Score Recorder
    - Junior/Intermediate Point Score Recorder
    - Grading Convenor
    - Judiciary Convenor
    - Fixtures Convenor
    - Publicity Officer
    - Facilities Manager
    - Community Liaison Officer
    - IT Manager.

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- viii) Nominations for election signed by two Senior Members and with the written consent of the nominee shall be lodged with the Association Secretary at a date to be set annually by the Executive Committee.
  - ix) Qualifications should accompany each nomination.
  - x) To be eligible for nomination as an Office Bearer a nominee must be a Registered Member of the Association.
  - xi) Current Office Bearers shall be eligible for re-election.
  - xii) The President, Secretary and Treasurer of the Association shall not hold the position of President, Secretary or Treasurer of an Affiliated Club.
  - xiii) No person shall be elected to more than one position as an Office Bearer.
  - xiv) The Secretary of the Association may also hold the position of Public Officer for the Association
  - xv) Not more than four (4) members of the Executive Committee shall be members of any one Affiliated Club.
  - xvi) Office Bearers elected at the Annual General Meeting shall assume office at the conclusion of the Annual General Meeting and shall hold office for the ensuing year, unless they are removed or resign in the interim.
  - xvii) An Office Bearer may resign their position by providing written notice of their intention to do so to the Association Secretary. The Council shall, at its next meeting, by resolution appoint a replacement to hold the position for the remainder of the resigned person's term of office.

c) SPECIAL COUNCIL MEETINGS

- i) Special Council Meetings shall be called by the Secretary:
  - a) at the direction of the President;
  - b) upon receipt of a requisition signed by not less than one-third of the members of Council.
- ii) All Registered Members may attend but voting shall be restricted to Office Bearers, Life Members and Club Delegates.
- iii) Not less than twenty-one days' written notice shall be given to members of Council and to the Secretary of each Affiliated Club, specifying the time and location of a Special Council meeting and the nature of the business to be considered.
- iv) A quorum for a Special Council meeting shall consist of half the total number of the Association's Executive Committee members plus one, and Club Delegates representing at least one quarter of the Affiliated Clubs.

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## 5. ORGANISATIONAL STRUCTURE

### a) COUNCIL

- i) The Council shall consist of:
  - a) the Office Bearers of the Association;
  - b) Life Members;
  - c) Club delegates, as defined.
- ii) The Council shall meet at least four (4) times each year on dates to be fixed by the Council. This shall consist of two (2) Council meetings and Two (2) Forums. A quorum may not be necessary for a Forum.
- iii) Not less than seven days' written notice shall be given specifying the time and place of the meeting of Council, and any special business to be dealt with.
- iv) Order of business at Council meetings shall be:
  - a) Apologies;
  - b) Confirmation of Minutes;
  - c) Business Arising from Minutes;
  - d) Notices of Motion;
  - e) Elections;
  - f) Correspondence and business arising;
  - g) Reports:
    - Executive Committee;
    - Treasurer;
    - Umpires Convenor;
    - Coaching Convenor;
    - Representative Convenor;
    - Other Officer Bearers Reports;
    - Sub-Committees;
    - Any other reports;
  - h) General business.
- v) Association delegates to other organisations are to submit a report to the Secretary of all meetings/functions attended on behalf of the Association within twenty-eight days of such meeting/function.

### b) POWERS OF COUNCIL

- i) The Council shall be responsible for the execution of the objects of the Association and without in any way limiting this responsibility shall have power:
  - a) to control and manage the affairs of the Association;
  - b) to fix fees payable by members and to enforce payment thereof;

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- c) to control the funds of the Association and for that purpose to open and operate banking accounts; to invest funds in any manner authorised by law for the investment of trust funds; to acquire real and personal property of all descriptions and to sell or otherwise dispose of it; to borrow money on behalf of the Association and to give security therefore; to enter into guarantees of indebtedness on behalf of any Affiliated Club; and, generally, to carry out and attend to all such matters as shall be necessary for the proper management and control of the property of the Association;
  - d) to take action in accordance with the Netball NSW Member Protection Policy or relevant Association policies against any Affiliated Club or Registered Member;
  - e) to appoint two delegates and two proxy delegates to represent the Association on the Council of Netball NSW;
  - f) to appoint any delegate or delegates to represent the Association for any purpose with such powers as may be thought fit;
  - g) to communicate with Netball NSW through the online registration process all member information;
  - h) upon receipt by Netball NSW of those names, grant to those persons listed in clause g) membership for the relevant calendar year.

c) INCOME AND PROPERTY

- i) Application  
The Association's income and property must be applied solely towards promoting the Association's Objects and the Association's income and property must not be applied for the profit or gain of its individual members.
- ii) No distribution  
No part of the Association's income or property may be paid, transferred or distributed, directly or indirectly, by way of dividend, bonus, fee or otherwise, to any of the Members of the Association.
- iii) Exception  
This clause does not prohibit making a payment approved by the Council of the Association for out-of-pocket expenses incurred by an Office Bearer in performing a duty as an Office Bearer of the Association.

d) EXECUTIVE COMMITTEE

- i) The Executive Committee shall consist of the following members elected according to clause 4 b) vii):
  - President
  - Vice President
  - Secretary
  - Assistant Secretary
  - Treasurer
  - Umpires Convenor
  - Coaching Convenor

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Registrar  
Representative Convenor  
Canteen Finance Manager  
Canteen Manager  
Senior Point Score Recorder  
Junior/Intermediate Point Score Recorder  
Grading Convenor  
Judiciary Convenor  
Fixtures Convenor  
Publicity Officer  
Facilities Manager  
Community Liaison Officer  
IT Manager.

- ii) No maximum number of consecutive terms are imposed on Executive positions.
- iii) Regular Executive Committee meetings shall be held on dates determined by the Executive Committee at the first Executive Committee meeting after the Annual General Meeting.
- iv) A quorum shall constitute not less than one half (1/2) plus one of the members of the Executive Committee.
- v) Should it be necessary to call additional meetings, all Executive Committee members shall be notified at least forty-eight hours prior to the meeting being held.
- vi) Should a quorum of the Executive Committee be present, an emergency meeting may be convened at any time.
- vii) Any member of the Executive Committee who, without leave of the Executive Committee, has failed to attend three consecutive meetings shall be deemed to have resigned and shall be replaced in accordance with this Constitution.
- ix) The first duty of a member of the Executive Committee shall be an Association function as opposed to a club function.

e) DUTIES OF EXECUTIVE COMMITTEE

- i) The Executive Committee shall exercise the functions and powers of the Council between meetings of the Council and its decisions shall be subject to ratification by the Council at the next meeting.
- ii) Ensure the presentation of a financial report to all Council meetings and make recommendations to Council on matters of finance and policy.

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- iii) The Executive Committee is empowered by Council to take appropriate action under the Member Protection Policy pursuant to this Constitution against any Affiliated Club or Registered Member of the Association. Any decision taken under the Member Protection Policy is not subject to ratification by Council.

f) DUTIES OF SUB-COMMITTEES

- i) The President shall be an ex-officio member of all sub-committees and panels.
- ii) The Council may, from time to time, appoint such sub-committees as it thinks fit and define the functions thereof.

**6. ADMINISTRATION**

a) FINANCE

- i) The funds of the Association shall be derived from annual Membership fees, other fees and donations, levies and, subject to any resolution passed by the Association in a Council, Special Council or Annual General Meeting, such other sources as the Executive Committee determines.
- ii) The main banking accounts of the Association shall be kept at a financial institution approved by the Executive and all cheques operating on the accounts shall be signed by any two of the President, Secretary or Treasurer.
- iii) The banking accounts of the Representative Teams shall be kept at a bank or building society approved by the Executive Committee and all cheques operating on the accounts shall be signed by any two of the President, Secretary, Treasurer or Canteen Manager.
- iv) The Financial Year of the Association shall commence on 1 January and end on 31 December.
- v) The current bank statements shall be tabled at each meeting of Council and Executive, together with a written financial report.
- vi) The books of the Association shall be audited each year by a qualified person who is not a member of the Association.
- vii) An audited balance sheet shall be presented to each Annual General Meeting.
- viii) All Netball NSW fees shall be paid by the due date.

b) CUSTODY OF BOOKS

Except as otherwise provided by these rules, all records, books and other documents relating to the Association shall be kept under the custody or control of the Secretary.

d) INSPECTION OF RECORDS

Any Registered Member may inspect the books of account and minute book of the Association to the extent permitted by law at any reasonable time.

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e) ENFORCEMENT OF CONSTITUTION

- i) The authority of the Association shall extend to and be recognised by all affiliated clubs and individual members.
- ii) The Executive shall have power to deal with and adjudicate upon all questions and disputes as the interpretation of the Constitution, Rules and Policies upon any complaint made to it of misconduct detrimental to the policy, interests or welfare of the Association by any club or person to whom this Constitution applies.

f) EFFECT OF, AND ALTERING, THIS CONSTITUTION

i) Effect of Constitution

This Constitution will have effect as a contract:

- (a) between the Association and each Affiliated Club of the Association;
- (b) between the Association and each Member;
- (c) between a Member and each other Member,

pursuant to which each Member agrees to accept the provisions of this Constitution, and comply with those provisions, so far as they apply to that Member.

ii) Altering the Constitution

This Constitution may be altered by special resolution passed by at least 75% of the votes cast at an Annual General Meeting or Special Council Meeting of the Association of which not less than twenty-one days' written notice specifying the resolution/s to be proposed has been given.

Any alteration made to the Constitution of the Association shall be forwarded to Netball NSW within twenty-eight days of the meeting at which such alteration was made and lodged with the appropriate legal body.

f) DISSOLUTION OF THE ASSOCIATION

The Association shall not be dissolved except by special resolution passed by a majority of at least 75% of the votes cast at a Special Council meeting of the Association of which not less than twenty-one days' written notice specifying the resolution to be proposed had been given.

On dissolution of the Association, any property whatsoever remaining after the determination and settlement of all debts and liabilities shall be paid or transferred to Netball NSW to be used for the promotion of Netball within the boundaries of the Hunter Region area.

**7. POLICIES OF THE ASSOCIATION**

The Executive may implement appropriate policies in relation to such matters as arise for the administration of netball in the Association.