



# **NORANDA NETBALL ASSOCIATION**

## **CONSTITUTION**

**FEBRUARY 2023**

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## **PART 1: THE ASSOCIATION**

### **1. NAME:**

- 1.1 The name of the Association shall be the Noranda Netball Association Inc hereinafter referred to as "The Association"
- 1.2 The Association shall be incorporated under the provisions of the Western Australian Association Incorporation Act 2015

### **2. HEADQUARTERS:**

- 2.1 The headquarters of the Association shall be at the Noranda Sports Complex, Garson Court, Noranda, Western Australia

### **3. OBJECTS:**

- 3.1 To encourage, promote, control and manage the game of netball in the Noranda and surrounding area
- 3.2 To affiliate with Netball WA
- 3.3 To abide by the official rules of the International Netball Federation and the interpretation thereof as determined by the Federation and/or Netball WA
- 3.4 To promote, conduct and control interclub matches
- 3.5 To act for its members in all matters pertaining to netball and the control thereof
- 3.6 To do all such other things as are conducive or incidental to the attainment of the above objects

### **4. NOT FOR PROFIT:**

- 4.1 The property and income of the Association must be applied solely towards the promotion of the objects or purposes of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any member, except in good faith in the promotion of those objects.
- 4.2 A payment may be made to a member out of the funds of the Association only if it is authorised under sub rule 4.3
- 4.3 A payment to a member out of the funds of the Association is authorised if it is -
  - 4.3.1 the payment in good faith to the member as reasonable remuneration for any services provided to the Association, or for goods supplied to the Association, in the ordinary course of business, or
  - 4.3.2 the payment of interest on money borrowed by the Association from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia, or
  - 4.3.3 the payment of reasonable rent to the member for premises leased by the member to the Association, or
  - 4.3.4 the reimbursement of reasonable expenses properly incurred by the member on behalf of the Association

## **5. POWERS:**

The Association shall have the following powers:

- 5.1 To raise money by affiliation fees, registration fees, subscriptions and levies and by such other methods as from time to time the Executive shall see fit.
- 5.2 To purchase, take on lease, exchange, hire or otherwise acquire any real or personal property which may be deemed necessary or convenient for any of the objects of the Association
- 5.3 To invest the monies of the Association not immediately required in such manner as may be determined by the Executive.
- 5.4 To employ, pay and dismiss servants as may be deemed necessary for furthering the objects of the Association and to define the duties of such servants as it sees fit.
- 5.5 To lay out, construct, build, erect, alter or maintain upon the premises occupied by the Association, playing fields, grandstands, change rooms and other buildings and improvements incidental thereto and to furnish, fit up and maintain the same for the use of the members of the Association or any of them and if thought fit to provide all the necessary equipment, appliances and conveniences therefore.
- 5.6 To become affiliated with or subscribe to other Associations or bodies whose objects are similar to the objects of the Association and, if thought fit, to withdraw or retire from any such Association or body.
- 5.7 If thought fit, to obtain raffle permits and such other licenses as may be considered of benefit to the Association.
- 5.8 It is the intention that each and all the powers specified in Clauses 5.1 to 5.7 inclusive shall be in no wise limited or restricted by reference to or interference from the terms of any other clauses or of the main objects of the Association.

## **6. COLOURS:**

- 6.1 The colours of the Association shall be a combination of any or all of the following colours: Valley Green, Royal Blue, White and supplementary colours as deemed necessary.

## **PART 2: MEMBERSHIP**

### **7. MEMBERSHIP:**

- 7.1 Membership of the Association shall be open to:
  - 7.1.1 Clubs
  - 7.1.2 Teams
  - 7.1.3 Committees of the Association
  - 7.1.4 Umpires
  - 7.1.5 Life Members of the Association
- 7.2 All members of clubs and teams admitted to membership of the Association shall be amateurs according to the rules of Netball Australia.
- 7.3 Standing committees shall consist of one or more persons elected at the Annual General Meeting and/or appointed by the portfolio convenor and confirmed by the Executive.
- 7.4 Umpires are those appointed to umpire current interclub matches of the Association.
- 7.5 Life Members shall be appointed at the Grand Final presentation event and acknowledged at the next following Annual General Meeting and shall, during the continuance of their life, be entitled to all the rights and privileges of membership.

### **8. ADMISSION TO MEMBERSHIP:**

- 8.1 Each club/person admitted to membership with the Association shall:
  - 8.1.1 Be bound by the Constitution and By Laws of the Association
  - 8.1.2 Become liable for such fees, subscriptions and levies as may be fixed by the Executive
  - 8.1.3 Register its colours and uniform with the Association
  - 8.1.4 Comply with the regulations governing match play as set out in the By Laws
- 8.2 A member may:
  - 8.2.1 Play for one club and coach or be associated with another club but shall be deemed to be a member of the club with which she is a registered player for the purpose of the Executive.
  - 8.2.2 Coach or be associated with one or more clubs but shall state where his/her obligations lie for the purpose of the Executive

### **9. TERMINATION OF MEMBERSHIP:**

- 9.1 A person ceases to be a member when any of the following takes place:
  - 9.1.1 The member dies
  - 9.1.2 A member who is a body corporate, the body corporate is wound up
  - 9.1.3 The member resigns from the Association by formally advising the Administrator in writing.
  - 9.1.3 The member is expelled from the Association
  - 9.1.4 Non payment of fees

9.1.5 Winding up of the club

9.1.5.1 At the time of lodging an application to withdraw, any club may, at the discretion of the Executive, remain liable for all fees, subscriptions and/or levies incurred up to the time of lodging the application to withdraw.

9.1.5.2 In the event of a club withdrawing during a season, its members shall be at liberty to play with any other club, with the consent of the Executive, but no club shall be considered disbanded unless notice of such disbandment is in the hands of the Administrator by the Friday following the mid match of the season.

9.1.6 The rights of a member are not transferable and end when membership ceases.

**10. REGISTER OF MEMBERS:**

10.1 The Administrator shall, on behalf of the Association, keep and maintain the register of members in accordance with the Act and that register shall be so kept and maintained at the headquarters of the Association.

10.2 The Administrator shall cause the name of a person who dies or who ceases to be a member under the rules of the Association to be deleted from the register of members referred to in rule 10.1

**11. INSPECTION OF REGISTER OF MEMBERS:**

11.1 A member who wishes to inspect the register of members must contact the Administrator to make the necessary arrangements.

11.2 If —

11.2.1 a member inspecting the register of members wishes to make a copy of, or take an extract from, the register under the Act; or

11.2.2 a member makes a written request under section 56(1) of the Act to be provided with a copy of the register of members, the committee may require the member to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of the Association.

**12. DISCIPLINARY ACTION:**

12.1 The committee may decide to suspend a member's membership or to expel a member from the Association if —

12.1.1 the member contravenes any of these rules; or

12.1.2 the member acts detrimentally to the interests of the Association.

12.2 The Administrator must give the member written notice of the proposed suspension or expulsion at least 28 days before the committee meeting at which the proposal is to be considered by the committee.

- 12.3 The notice given to the member must state —
  - 12.3.1 when and where the committee meeting is to be held; and
  - 12.3.2 the grounds on which the proposed suspension or expulsion is based; and
  - 12.3.3 that the member, or the member's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the proposed suspension or expulsion;
- 12.4 At the committee meeting, the committee must —
  - 12.4.1 give the member, or the member's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the proposed suspension or expulsion; and give due consideration to any submissions so made; and decide —
    - 12.4.1.1 whether or not to suspend the member's membership and, if the decision is to suspend the membership, the period of suspension; or
    - 12.4.1.2 whether or not to expel the member from the Association.
- 12.5 A decision of the committee to suspend the member's membership or to expel the member from the Association takes immediate effect.
- 12.6 The committee must give the member written notice of the committee's decision, and the reasons for the decision, within 7 days after the committee meeting at which the decision is made.
- 12.7 A member whose membership is suspended or who is expelled from the Association may, within 14 days after receiving notice of the Committee's decision under sub rule (12.6), give written notice to the secretary requesting the appointment of a mediator under rule 12.9.
- 12.8 If notice is given under sub rule 12.7, the member who gives the notice and the committee are the parties to the mediation.
- 12.9 Disputes between members or between one or more members and the association can be resolved by the use of a mediator as per the Act.

## **PART 3: MANAGEMENT OF THE ASSOCIATION**

### **13. MANAGEMENT:**

- 13.1 The Management of the Association shall be vested in the Management Committee [elected or appointed] consisting of:
  - 13.1.1 President
  - 13.1.2 Vice President
  - 13.1.3 Competition Convenor
  - 13.1.4 Events Convenor
  - 13.1.5 Development Officer
  - 13.1.6 Umpiring Development Officer
  - 13.1.7 Not more than 3 General Committee members – at least one of whom shall have a working knowledge of the Association
- 13.2 All members of the Management Committee and any appointed Sub Committee/s shall have a designated duty.
- 13.3 At no time shall more than one third [3] of the Management Committee be members of any one club, disregarding fractions, without the approval of those present at the Annual General Meeting.

### **14. EXECUTIVE:**

- 14.1 The Executive of the Association shall be the President and the Vice President.

### **15. ELECTION OF MANAGEMENT COMMITTEE:**

- 15.1 Nominations and applications - the prior consent of any nominee will be necessary.
  - 15.1.1 Nominations for all positions listed will be accepted by the Administrator at or prior to the Annual General Meeting.
  - 15.1.2 Appointment - The President shall hold office for a maximum of three (3) consecutive years. This appointment shall be re-confirmed at each Annual General Meeting during this period. The President can be re-elected after a three year term at the AGM.
  - 15.1.3 All members of the Management Committee shall be elected or appointed at the Annual General Meeting. Members so elected shall assume office at the conclusion of that meeting and shall hold office until the conclusion of the Annual General Meeting in the following year (with the exception of President who shall hold office as per Clause 15.1.2)
- 15.2 Duties of each Executive and Management Committee position shall be defined in the Duty Statement Book, copies of which are available from the Administrator.



## **16. CASUAL VACANCY:**

- 16.1 Should any elected or appointed member resign before the expiry of their term of office, the Executive may appoint a substitute who shall hold office until the term of office expires.

## **17. COMMITTEES:**

- 17.1 Standing committees shall be elected at the Annual General Meeting or appointed by the portfolio convenor and subsequently ratified by the Management Committee.
- 17.2 Protest Committee – The Protest Committee shall comprise the President, Vice President and not more than 3 other members. The Protest Committee shall deal with all protests received in accordance with the By-Law of the Association. A committee member involved in any dispute shall not sit in judgement and shall be replaced by the Administrator.
  - 17.2.1 There shall be no right of appeal against any decision of the Protest Committee.
- 17.3 The Management Committee shall have power to appoint ad hoc committees as required and delegate to such committees such powers as it may deem necessary.
- 17.4 The convenor of each committee shall be appointed by the Management Committee except for those convenors appointed to the Management Committee at the Annual General Meeting.
- 17.5 No proxy representative shall be allowed for any committee member, with the exception of the Protest Committee.

## **18. FINANCE:**

- 18.1 All funds of the Association shall be deposited in the accounts of the Association as soon as practicable.
- 18.2 The Administrator shall pay all accounts due by the Association as and when they fall due. The Administrator shall present to the Management Committee meeting a financial statement that provides details of all income and expenditure for the current period in addition to the balances of all accounts. The acceptance of such financial reports is deemed to be approval for all payments made – such approval to be recorded in the minutes of the meeting.
- 18.3 The Administrator shall not spend more than \$100 in petty cash without the consent of the Executive and shall keep a record of expenditure.
- 18.4 The Management Committee shall cause true accounts to be kept of all monies received and expended and of matters in respect of which receipts and expenditure take place and of all properties, assets and liabilities.
- 18.5 The Management Committee shall submit to the Annual General Meeting a statement of Income and Expenditure and a Balance Sheet of Assets and Liabilities. The Auditor's report shall be attached to such financial report.
- 18.6 The Association may, at the discretion of the Management Committee, contribute annually to a maximum of \$500 funds towards the costs incurred by member/s selected by Netball WA to participate in playing or umpiring team/projects to further enhance their netball career.

## **19. FINANCIAL YEAR:**

- 19.1 The financial year of the Association shall commence on the 1st day of January and end on the 31st day of December each year.

## **20. AUDIT:**

- 20.1 The accounts, books and all financial records of the Association shall be audited each year.

## **21. POWERS OF THE MANAGEMENT COMMITTEE:**

- 21.1 The Management Committee may exercise all such powers of the Association and carry into effect all such objects of the Association as are not covered by these articles required to be exercised by the Association in general meeting. Without limiting the generality of the preceding words and in addition to the power specifically conferred upon it, the Management Committee shall have power to:

21.1.1 Administer the finances of the Association

21.1.2 Appoint the bankers of the Association

21.1.3 Direct the opening of bank accounts for specific purposes and to transfer funds from one account to another and to close any such account

21.1.4 Fix the manner in which such banking accounts shall be operated upon and nominate the members whose signatures shall be the authority for withdrawal of funds from each account

21.1.5 Fix fees and subscriptions payable by clubs and teams and decide such levies, rates of fines and charges as it deems necessary and advisable and to enforce payment thereof.

21.1.6 To adjudicate on all matters brought before it which in any way affect the Association or on the game of netball

21.1.7 Cause minutes to be made of all proceedings at meetings of the Management Committee and General Meetings of members

21.1.8 Make, amend and rescind rulings and by laws not inconsistent with this Constitution and the By Laws of the Association.

- 21.2 All decisions of the Management Committee shall be binding on all members provided that, at the written request of three members, the Management Committee shall reconsider such decisions. Any members then aggrieved by the final decision of the Management Committee may call a Special General Meeting under the procedure set out in Clause 24.1.2 of this Constitution.

## **22. ADMINISTRATOR:**

- 22.1 The Management Committee shall make an appointment to the office of Administrator/Treasurer, hereinafter referred to as the "Administrator", at a remuneration as reviewed and approved by the Management Committee from time to time.

- 22.2 The Administrator shall conduct the business of the Association as directed by the Management Committee and carry out such duties as may be specifically provided for in this Constitution and the By Laws of the Association.

- 22.3 The Administrator shall record the minutes of all meetings of the Association.
- 22.4 The Administrator shall operate from the headquarters of the Association.
- 22.5 The Administrator shall hold office until his/her appointment is terminated by the Management Committee or by resignation.

**23. APPOINTMENTS:**

- 23.1 The appointment of Patron and Auditor should be confirmed at the Annual General Meeting.
- 23.2 The Executive shall appoint personnel to the position of Administrator, Canteen Organiser, Development Officer and Umpiring Development Officer.

## PART 4: MEETINGS OF THE ASSOCIATION

### 24. MEETINGS:

- 24.1 Annual General Meeting and Special General Meetings:
  - 24.1.1 The Annual General Meeting of the Association shall be held in accordance with the Associations Incorporations Act 2016.
  - 24.1.2 Special General Meetings may be called:
    - 24.1.2.1 At the request of the Administrator, with the approval of the President or
    - 24.1.2.2 At the written request of three clubs or members
- 24.2 The Administrator shall give at least fourteen days notice of the date of the Annual General Meeting and/or Special General Meeting to each Management Committee member and each club/member.
- 24.3 All members may attend the Annual General Meeting and any Special General Meeting.
- 24.4 The quorum at the Annual General Meeting and Special General Meeting shall be 60% of delegates entitled to vote and personally present at the meeting.
- 24.5 Management Committee Meetings:
  - 24.5.1 The Management Committee shall meet at such times as may be deemed advisable for the efficient working of the Association.
  - 24.5.2 A meeting of the Management Committee shall be called:
    - 24.5.2.1 At the direction of the President or Vice President in the absence of the President
    - 24.5.2.2 On the written request of three members of the Management Committee
  - 24.5.3 The Administrator shall give each Management Committee member at least seven days notice of the date of any Management Committee meeting except in unforeseen circumstances when it is impossible to give the time stated. The notice shall specify the general nature of the business to be dealt with.
  - 24.5.4 The quorum at a Management Committee meeting shall be a simple majority
  - 24.5.5 Any member absent from two consecutive meetings without reasonable cause and/or failing to request a leave of absence shall be replaced, such replacement to be decided by the Executive.
  - 24.5.6 No proxy representative shall be allowed for Management Committee members.

### 25. VOTING:

- 25.1 Voting powers at the Annual General and Special General Meetings shall be:
  - 25.1.1 President shall have a casting vote only
  - 25.1.2 The Administrator shall not be entitled to vote
  - 25.1.3 Each Club shall be entitled to one vote

- 25.1.4 Each Management Committee member shall be entitled to one vote
- 25.1.5 No person shall have more than one vote
- 25.2 Voting powers at Management Committee meetings shall be:
  - 25.2.1 The President shall be entitled to a casting vote
  - 25.2.2 The Administrator shall not be entitled to vote
  - 25.2.3 Each Management Committee member shall be entitled to one vote
- 25.3 Voting powers at Sub Committee meetings shall be:
  - 25.3.1 Each member present shall have one vote
  - 25.3.2 The President shall be an ex officio member of all sub committees but shall not, unless specifically elected or appointed as a member of that committee, be entitled to a vote.
- 25.4 Method of Voting:
  - 25.4.1 Method of voting at all meetings of the Association shall be by voice or show of hands unless any person present requests a ballot. When more nominations that are required are received, a ballot shall be taken.

## **PART 5: GENERAL**

### **26. COMMON SEAL:**

- 26.1 The Association shall have a Common Seal which shall be kept in the custody of the Administrator at the headquarters of the Association and shall be used by the President of the Association when authorised by the Management Committee.
- 26.2 Every deed, instrument or document upon which the Seal is used shall be signed by the President and counter signed by the Vice President.
- 26.3 The Administrator shall keep a record of all such deeds, instruments or documents to which the seal has been affixed.

### **27. ENFORCEMENT OF CONSTITUTION & BYLAWS:**

- 27.1 The authority of the Association shall extend to and be recognised by all members.
- 27.2 The Management Committee shall have the power to enquire into, deal with and adjudicate on all questions and disputes as to the interpretation of this Constitution and any ruling or By Law made hereunder upon any breach or alleged breach of this Constitution and its rulings and By Laws and upon any complaint made to it of misconduct detrimental to the policy, interests or welfare of the Association by any person or member. The Management Committee may caution, expel, suspend, fine or otherwise deal with the member concerned. Its decision shall be binding on all parties concerned.
- 27.3 All enquiries into any Association matter shall be conducted in a fair and impartial manner having regard to the principles of natural justice. All concerned parties shall be entitled to be heard.
- 27.4 The interpretation of any clause in this Constitution shall be determined by the Management Committee.

### **28. ALTERATIONS TO CONSTITUTION:**

- 28.1 No alteration, repeal or addition shall be made to this Constitution except at the Annual General Meeting or Special General Meeting called for that purpose. Notice in writing of all motions to alter, repeal or add to the Constitution shall be signed by the proposer and seconder and sent to the Administrator at least six weeks prior to the Annual General Meeting or Special General Meeting.
- 28.2 The Administrator shall forward such notices of motion to each Management Committee Member and each Club at least fourteen days prior to the Annual General or Special General Meeting.
- 28.3 Such motions, or any part thereof, shall be of no effect unless passed by a three-fourths [75%] majority of those present and entitled to vote at the meeting.

## **29. DISBANDMENT:**

- 29.1 The Association shall not disband unless with the consent of three fourths [75%] of its members. Motion to disband shall be signed by the proposer and seconder and shall be submitted in writing to the Administrator who shall give at least fourteen days notice of such motion to all members. Such notice shall be dealt with at a Special General Meeting of the Association.
- 29.2 If, on the winding up of the Association, any property of the Association remains after satisfaction of debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed –
  - 29.2.1 To another association incorporated under the Act; or
  - 29.2.2 For charitable purposes which incorporated association or purposes, as the case requires, shall be determined by resolution of the members according to the Act.

## **30. INDEMNITY:**

- 30.1 This Constitution shall repeal all previous regulations but except as specifically provided, shall not affect any right, duty or liability or any matter or thing done, commenced, acquired and/or imposed under any previous Constitution.

## **END OF DOCUMENT:**