



Parramatta City Tennis Inc

CONSTITUTION

PART I PRELIMINARY

1) NAME

The name of the Association is *Parramatta City Tennis Inc.*

2) ASSOCIATION COLOURS

The Associations colours are royal blue and gold.

3) BOUNDARIES OF THE ASSOCIATION

The Association's area shall be that bounded by commencing at Wharf Rd, Ermington (at Ermington Wharf), along Marsden Rd to Pennant Hills Rd (Cumberland Hwy) at Mobbs Hill, north along Pennant Hills Rd to Thompson's Corner, thence via Castle Hill Rd to Old Northern Rd, Castle Hill, then west along Old Northern Rd to and along Showground Rd, thence north-west along Windsor Rd to junction of Old Windsor Rd, Kellyville then south along Old Windsor Rd to Fitzwilliam Rd, Old Toongabbie, *then south along Bogalara Rd*, Wentworthville to Dorothy and Olive Sts and then in a direct line to a point opposite Emert St (Cumberland Hwy), along Emert St and *across the M4* to Old Prospect Rd, west to junction of Braeside Rd, Greystanes, south to Merrylands Rd then east along Merrylands Rd to Centenary Rd, Merrylands West then north to *Douglas Rd*, west along Hilltop Rd and in a straight line to Victoria St to Pitt St, south down Pitt St to Merrylands railway station, then south down Railway Terrace to Lansdowne St, along Lansdowne St to Woodville Rd, south along Woodville Rd to Rawson Rd, along Rawson and Wellington Roads to Duck River (in parklands), north along Duck River to Parramatta River at Silverwater then east along Parramatta River to end at Ermington Wharf.

4) DEFINITIONS

In this constitution, except insofar *as* the context or subject matter otherwise indicates or requires:-

- (a) "Association" means Parramatta City Tennis Inc.
- (b) "Rules" shall include this constitution, the Associations Act and the Model Rules. The Model Rules and the Associations Act are to be referred to for any matters not covered herein.
- (c) "Member" means a person who has paid their annual Association fees, and Life Members.
- (d) "Committee" means the Management Committee referred to in Rule 18 hereof.
- (e) "Public Officer" means a member appointed to that position, as required under the Act, by the Committee.
- (f) "Delegate" means a member appointed by a competition team to represent that team.

- (g) Words incorporating the masculine gender include the feminine or neuter gender and vice versa unless specifically indicated otherwise.
- (h) "Secretary" means:-
 - (i) the person holding office under this constitution as Secretary of the Association; or
 - (ii) where no such person holds that office – the Public Officer of the Association.
- (i) "Special General Meeting" means a General Meeting of the Association other than the Annual General Meeting.
- (j) "the Act" means the Associations Incorporation Act 2009.
- (k) "the Regulation" means the Associations Incorporation Regulation 2010.
- (l) "Commissioner" means the Commissioner of the Office of Fair Trading. "**Director-General**" means the Director-General of the Department of Services, Technology and Administration.
- (m) In this constitution:-
 - (i) a reference to a function includes a reference to a power, authority and duty; and
 - (ii) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of that duty.
- (n) The provisions of the Interpretation Act, 1987, apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

5) STATEMENTS OF OBJECTS

1. To sponsor, promote and control Tennis Competitions and Tournaments and tennis in general, particularly within the boundaries of the Association.
2. To co-operate with other bodies for the purpose of furthering the interest in the game of tennis.
3. To purchase, lease, hire or otherwise acquire land, freehold or leasehold, so as to further the other objects herein stated.
4. To construct tennis courts and/or buildings, and to lease, sell, exchange or otherwise deal with tennis courts, grounds, or buildings and accessories thereto.
5. To form any club in connection with the Association for the purpose of furthering the private or social comfort of members.
6. To raise money by borrowing or to lend money with or without security so as to further the other objects herein stated.
7. To affiliate with and accept affiliation from other bodies as may, from time to time, be decided upon in the interests of tennis.
8. To do all such other acts and things whether of like or different nature to the above, and without prejudice to their generality, when the Association may think fit in connection with the game or pass time of tennis and particularly with the game of tennis.

PART II MEMBERSHIP

6) MEMBERSHIP BENEFITS

A person must be a member of the Association to play in any competitions or tournaments conducted by the Association.

7) MEMBERSHIP QUALIFICATIONS

A person is qualified to be a member of the Association if, and only if:-

- (a) the person is a person referred to in Section 15(1)(a), (b) or (c) of the Act and has not ceased to be a member of the Association at any time after incorporation of the Association under the Act; or
- (b) the person is a natural person who has paid their annual Association membership fees.
- (c) The Association reserves the right to refuse membership to any person without assigning any reason there for.

8) LIFE MEMBERSHIP

(a) Definition

- (i) Nomination for Life Membership and subsequent election is the highest honour Members of the Association can bestow on any person considered by them to have, over a number of years, given service or effort which benefits the Association generally.
- (ii) Life Membership entitles the holder to receive a specially designed badge, and to have all privileges of full membership with the right to participate during their lifetime in any event or function organised directly by the Association.
- (iii) Not more than one Life Member can be elected annually at the Annual General Meeting, and the resolution can only be carried with the support of at least three-quarters of the members present and entitled to vote.

(b) Nomination for Life Membership

- (i) A nomination and endorsement for Life Membership to be addressed to the Secretary for submission to the Committee two (2) months prior to the Annual General Meeting and the Members to be advised of the nomination via the official website.
- (ii) The nomination of a person for Life Membership is to be endorsed by at least *six (6) teams*.

9) CESSATION OF MEMBERSHIP

A person ceases to be a member of the Association if the person:-

- (a) dies;
- (b) resigns that membership;
- (c) is expelled from the Association (**see Rule 16**) or
- (d) fails to renew his membership at the beginning of the financial year.

10) 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 upon cessation of the person's membership.

11) REGISTER OF MEMBERS

- (1) The secretary must establish and maintain a register of members of the association (whether in written or electronic form) specifying the name and postal, residential or email address of each person who is a member of the association together with the date on which the person became a member.
- (2) The register of members must be kept in New South Wales:
 - (a) at the main premises of the association, or
 - (b) if the association has no premises, at the association's official address.
- (3) The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.
- (4) 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.
- (5) If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection.
- (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.
- (7) If the register of members is kept in electronic form:
 - (a) it must be convertible into hard copy, and
 - (b) the requirements in subclauses (2) and (3) apply as if a reference to the register of members is a reference to a current hard copy of the register of members

12) MEMBERSHIP FEES

A Member must pay the prescribed membership fee, determined from time to time by the Committee. It may include Association membership and/or any other affiliation fee deemed necessary by the Association, which part shall be forwarded to that other affiliate on the Member's behalf.

- (a) Membership fees will be due and payable before 1 July each calendar year or at such other time as decided upon by the Committee of Management.
- (b) A Life Member pays no fee.
- (c) The payment of the prescribed membership fees shall be deemed to be an acceptance of this constitution and any other By-Laws adopted from time to time by the Association.

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 Rule 12.

14) DISCIPLINING OF MEMBERS

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,
2. The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
3. 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.
4. 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.
5. 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 under clause 15.
6. 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, unless and until the association confirms the resolution under clause 15,whichever is the later.

15) RIGHT OF APPEAL OF DISCIPLINED MEMBER

1. A Member may appeal to the Association against a resolution of the Committee under Clause 14 within seven (7) days after notice of the resolution is served on the Member, by lodging with the Secretary a notice to that effect.
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.

3. Upon receipt of a notice from a Member under clause (1) herein, the Secretary must notify the Committee which is to convene a General Meeting of the Association to be held within twenty-eight (28) days after the date on which the Secretary received the notice.
4. At a General Meeting of the Association convened under clause (3) herein:
 - (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 must vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
5. If, at the General Meeting, the Association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

16) RESOLUTION OF INTERNAL DISPUTES

1. Disputes between members (in their capacity as members) of the Association, and disputes between members and the Association, are to be referred to a Community Justice Centre for mediation in accordance with the Community Justice Centres Act 1983.
2. At least seven (7) days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.

17) FINANCIAL DEFAULT

A Member, or team, who is in financial default to a team, or the Association, in the current season, will be advised of the matter. Competition points may be withheld. The Members or teams proved to be in default may be disqualified from the various activities of the Association until the amount in default and all expenses incurred are paid.

PART III THE COMMITTEE

18) POWERS OF COMMITTEE

The Committee is to be called the Management Committee of the Association and, subject to the Act, the Regulation and this constitution and to any resolution passed by the Association in General Meeting:

- (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) CONSTITUTION AND MEMBERSHIP

- (a) Subject in the case of the first members of the Committee to section 21 of the Act, the Committee is to consist of:
 - (i) the office-bearers of the Association, and
 - (ii) at least three (3) ordinary members,each of whom is to be elected at the Annual General Meeting of the Association under Rule 20.
- (b) The office-bearers of the Association are to be:
 - (i) the President;
 - (ii) the Vice-President;
 - (iii) the Treasurer, and
 - (iv) the Secretary.
- (b) An individual may only hold one office bearers position.
- (c) There is no maximum number of consecutive terms for which a committee member may hold office
- (d) Employees of the Association can not hold an office bearers position.
- (e) 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.
- (f) 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.
- (g) All members of the Committee must be Members of the Association and over 18 years of age.

20) NOMINATION & ELECTION OF MEMBERS

- (1) Nominations of candidates for election as office-bearers of the Association, or as ordinary members of the Committee:
 - (a) must be made in writing;
 - (b) must be proposed and seconded by two (2) members of the Association, and accompanied by the written consent of the candidate (which may be endorsed on the nomination form);
 - (c) must be in the hands of 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.
- (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.
- (3) If insufficient further nominations are received, any vacant positions remaining on the Committee are taken to be casual vacancies.
- (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.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) The ballot for the election of office-bearers and ordinary members is to be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.

21) DUTIES OF OFFICE BEARERS

(1) President

- (a) It is the duty of the President to
 - (i) act as Chairperson of all meetings of the Association.
 - (ii) be responsible to uphold the Constitution of the Association at all times
 - (iii) ensure that all bona fide decisions of properly constituted meetings of delegates or of the Committee are implemented.
 - (iv) to represent the Association at all meetings and functions which he may, from time to time, be directed to attend.
- (b) The minutes of proceedings at a meeting must be signed by the Chairperson of the Meeting or by the Chairperson of the next succeeding meeting

(2) Vice-President

It is the duty of the Vice-President of the Association to act for the President in his absence or to perform any other duties on his behalf as may be delegated to him.

(3) Secretary

- (a) 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.
- (b) It is the duty of the secretary to keep minutes (whether in written or electronic form) of:
 - (i) all appointments of office-bearers and members of the committee, and
 - (ii) the names of members of the committee present at a committee meeting or a general meeting, and
 - (iii) all proceedings at committee meetings and general meetings.
- (c) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
- (d) The signature of the chairperson may be transmitted by electronic means for the purposes of subclause (3).

(4) Treasurer

- (a) It is the duty of the Treasurer of the Association to ensure that:
 - (i) all monies due to the Association are collected and received and that all payments authorised by the Association are made; and
 - (ii) 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;
 - (iii) receive from the Secretary, Competition Secretaries, Tournament Secretaries or such other delegated persons, monies on a bank deposit receipt in the name of the Association for monies paid to them on account of the Association; to issue receipts where deemed necessary for all monies paid into the funds of the Association from any source whatsoever; deal with all accounts in connection with the Association; keep such records and books of account so as to clearly show the financial position of the Association, such records and books of account to be available to the Auditors at all times.

- (b) The Treasurer must submit a statement of the receipts and expenditure and also furnish a bank statement at the monthly meeting of the Committee. All accounts for payment must be certified by the Officer responsible for the expenditure, *and must be* ratified by the committee as being passed for payment by the Committee.
- (5) Public Officer
 - (a) The Public Officer is required to keep the public record of the Association and is appointed by the Committee.
 - (b) The Public Officer may be an Office Bearer, Committee Member or any other person regarded as suitable for the position by the Committee.
 - (c) The Public Officer is required to notify the Department of Fair Trading (or required government entity) by the prescribed forms in the following circumstances
 - (i) of his or her appointment (within 14 days);
 - (ii) a change in his or her residential address (within 14 days);
 - (iii) a change in the Association's objects or constitution (within one month);
 - (iv) of the Association's financial affairs (within one month after the AGM);
 - (v) a change in the Association's name (within one month).
 - (d) The Public Officer must also keep and maintain:
 - (i) a register of Committee Members, including Office Bearers, stating names and residential addresses of each, and the dates on which each person became, and ceased to be, a committee member; and
 - (ii) the register of members, specifying the names and residential addresses of members, together with the date on which the person became a member.

22) DUTIES OF HONORARY COMMITTEE MEMBERS

- (1) Competition Secretaries – It shall be the duties of these Secretaries to act as secretary to all competitions and functions conducted by their respective sub-committees; to submit to the Committee throughout the year a programme of competition events; to hold all competition entry forms; to receive, record and tabulate all results, and if necessary to receive team entry fees due to the Association and pay into the hands of the Treasurer or his nominee.
- (2) Assistant Secretary – It shall be the duty of the Assistant Secretary to assist the Secretary, Treasurer and Competition Secretaries as required.
- (3) Promotions Officer – It shall be the duty of the Promotions Officer to effect a liaison with the Committee to promote the activities of the Association, to seek sponsorships on behalf of the Association and to promote the Association generally.
- (4) Social Secretary – It shall be the duty of the Social Secretary to organise all social functions conducted by the Association, to submit to the Committee throughout the year a programme of events; to receive any monies due to the Association and pay into the hands of the Treasurer or his nominee.
- (5) Tournament Secretaries –

It shall be the duty of Tournament Secretaries to

 - (a) act as Secretary to all functions conducted by the Tournament Sub-committees,

- (b) to undertake any other duties as may be delegated to them from time to time by the Committee,
- (c) to receive subscriptions of money due to the Association and pay into the hands of the Treasurer or his nominee.

(6) Junior Development Secretary –

It shall be the function of the Junior Development Secretary to

- (a) act as Secretary to all the competitions and functions conducted by the Junior Development Sub-committee,
- (b) to submit to the Committee throughout the year a programme of events,
- (c) to receive subscriptions of money due to the Association and pay same into the hands of the Treasurer or his nominee.

23) 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
- (b) ceases to be a Member of the Association, or
- (c) becomes an insolvent under administration within 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 Rule 24, or
- (f) becomes a mentally incapacitated person, or
- (g) is absent without the consent of the Committee from all meetings of the Committee held during a period of six (6) months.

24) REMOVAL OF MEMBER

- (1) The Association, in General Meeting, may, by resolution, remove any member of the Committee 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.
- (2) If a member of the Committee to whom a proposed resolution referred to in clause (1) herein relates makes representations in writing to the Secretary or President (not exceeding a reasonable length of time) and requests that the representation be notified to the Members of the Association, the Secretary or the President may send a copy of the representations to each Member of the Association or, if they 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.

25) MEETINGS AND QUORUM

- (1) The Committee shall meet normally on a monthly basis at such place and time as the Committee may determine.

- (2) A quorum shall consist of five (5) members of the Committee, or a simple majority, whichever is the smaller number.
- (3) At a meeting of the Committee:
 - (a) the President or, in the President's absence, the Vice-President is to preside; or
 - (b) if the President and the 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 is to preside.
- (4) 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.
- (5) 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.
- (6)
 - (a) Additional/extraordinary meetings of the Committee may be convened by the President or by any member of the Committee.
 - (b) Oral or written notice of an extraordinary 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 upon by the members of the Committee) before the time appointed for the holding of the meeting.
 - (c) Notice of a meeting given under sub-clause (6)(b) must specify the general nature of the business to be transacted at the meeting and no business other than that business must be transacted at the meeting, except business which the Committee members present at the meeting unanimously agree to treat as urgent business.

26) **USE OF TECHNOLOGY AT COMMITTEE MEETINGS**

- (1) A committee meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.
- (2) A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

27) **OPEN MANAGEMENT MEETINGS**

Three (3) open meetings of the Committee will be held each calendar year, at which Members may be present but not vote. The date of each of these meetings will be published on the website 14 days prior to such meeting.

28) **EXECUTIVE COMMITTEE**

- (1) The Executive Committee shall consist of the Office Bearers (as set out in Rule 19(b)). This Committee shall have the power to deal with all matters of urgency and is to report its decisions to the full Committee.
- (2) The Executive may invite nominated people to attend a meeting at their discretion.

29. DELEGATION BY COMMITTEE TO SUB-COMMITTEE

- (1) The Committee may appoint a sub-committee (ad hoc or standing) for any specific purpose.
- (2) A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of delegation.
- (3) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified.
- (4) Despite any delegation under this rule, the Committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered to be done by a sub-committee acting in the exercise of a delegation under this Rule has the same force and effect as it would have if it had been done or suffered by the Committee.
- (6) The Committee may revoke, wholly or in part, any delegation under this Rule.
- (7) A sub-committee may meet and adjourn as it thinks proper.
- (8) Recommendations for adding nominated co-opted persons who are not Members of the Committee to a sub-committee must be submitted to the Committee by the Chairperson of that sub-committee for consideration and decision.
- (9) Reports of sub-committee and/or Officer decisions and recommendations may be given verbally or in writing to the next Committee Meeting.

30. VOTING & DECISIONS

- (1) 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.
- (2) Each Member present at a meeting of the Committee or 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.
- (3) Subject to Clause 26(2), the Committee may act despite any vacancy on the Committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a sub-committee appointed by the Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or sub-committee.
- (5) No member of the Committee shall disclose to any person who is not a member thereof any details of any individual member's voting in connection with the business dealt with at any meeting of the Committee.
- (6) The President or other person presiding shall be the Returning Officer for all ballots and shall have the sole power to appoint scrutineers.
- (7) It shall be the responsibility of the scrutineers appointed for any ballot to issue, collect and count the ballot papers, tabulate the voting and submit the tabulated results, together with the ballot papers to the Chairperson. The Chairperson, acting as Returning Officer shall, after having satisfied himself as to the correctness of the tabulations, announce the result and the number of votes counted.
- (8) The Chairperson acting as Returning Officer in any ballot shall be responsible for destroying the ballot papers.

**PART IV
GENERAL MEETING**

31 ANNUAL GENERAL MEETINGS – Holding of

- (1) The association must hold its first annual general meeting within 18 months after its registration under the Act.
- (2) The association must hold its annual general meetings:
 - (a) within 6 months after the close of the association's financial year, or
 - (b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.

32. ANNUAL GENERAL MEETINGS – Calling of and business at

- (1) The Annual General Meeting of the Association is to be convened on such date and at such place and time as the Committee thinks fit, subject to the Act.
- (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:
 - (a) to confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that meeting,
 - (b) to receive from the Committee reports on the activities of the Association during the last preceding financial year.
 - (c) to elect office bearers of the Association and ordinary members of the Committee.
 - (d) to receive and consider the statement which is required to be submitted to members under section 26(6) of the Act.
- (3) An Annual General Meeting shall be specified as such in the notice convening it.

33. SPECIAL GENERAL MEETINGS – calling of

- (1) The Committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (2) The Committee must, on the requisition in writing of at least five (5) per cent of the total number of members, convene a special general meeting of the Association.
- (3) A requisition of members for a special general meeting:
 - (a) must state the purpose or purposes of the meeting, and
 - (b) must be signed by the members making the requisition, and
 - (c) must 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.
- (4) If the Committee fails to convene a special general meeting to be held within one 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 three (3) months after that date.

- (5) A special general meeting convened by a member or members as referred to in Clause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the Committee and any member who consequently incurs expenses is entitled to be reimbursed by the Association for any expense so incurred.

34. NOTICE

- (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, at least fourteen (14) days before the date fixed for the holding of the General Meeting, give a notice on the official website specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (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, at least twenty-one (21) days before the date fixed for the holding of the General Meeting, cause notice to be given on the official website specifying, in addition to the matter required under clause (1), the intention to propose the resolution as a special resolution.
- (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, business which may be transacted under Rule 32(2).
- (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.

35. PROCEDURE

- (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.
- (2) Five (5) members present in person (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.
- (3) If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting:
 - (a) if convened on the requisition of members, is to be dissolved,

And
 - (b) 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.
- (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 three) is to constitute a quorum.

36. PRESIDING MEMBER

- (1) The President or, in the President's absence, the Vice-President, is to preside as Chairperson at each general meeting of the Association.
- (2) If the President and the Vice-President are absent or unwilling to act, the members present must elect one of their number to preside as Chairperson at the meeting.

37. ADJOURNMENT

- (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.
- (2) If a General Meeting is adjourned for fourteen (14) days or more, the Secretary shall give notice of the adjourned meeting on the official website stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in clauses (1) and (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.

38. MAKING OF DECISIONS

- (1) A question arising at a General Meeting of the Association is to be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, 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.
- (2) At a General Meeting of the Association, a poll may be demanded by the Chairperson or by at least three (3) Members present in person at the meeting.
- (3) If a secret ballot (poll) is demanded at a General Meeting, the poll is to be taken: (See also Rule 39.)
 - (a) immediately in the case of a poll which relates to the election of the Chairperson of the meeting or to the question of an adjournment; or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the Chairperson directs

and the resolution of the poll on the matter must be deemed to be the resolution of the meeting on the matter.

39. SPECIAL RESOLUTION

A resolution of the Association is a special resolution:

- (1) If it is passed by a majority which comprises at least three-quarters of such Members of the Association as, being entitled under this constitution so to do, vote in person at a General Meeting of which at least twenty-one (21) days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with this constitution; or
- (2) where it is made to appear to the Director-General that it is not practicable for the resolution to be passed in the manner specified in paragraph (a) if the resolution is passed in a manner specified by the Director General.

40. VOTING

- (1) A member must be 18 years of age or older to be entitled to vote.
- (2) On any question arising at a General Meeting of the Association, a Member has one vote only.
- (3) All votes must be given personally. There will be no proxy votes accepted.
- (4) 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.
- (5) 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.
- (6) A secret ballot shall be taken on any resolution if so ordered by the Chairperson, on his own initiative or if a resolution to that effect is passed by the meeting.
- (7) A secret ballot shall be conducted for any contested position in any election. The voting for all candidates must be recorded in the minutes.
- (8) The President or other person presiding shall be the Returning Officer for all ballots and shall have the sole power to appoint scrutineers.
- (9) It shall be the responsibility of the scrutineers appointed for any ballot to issue, collect and count the ballot papers, tabulate the voting and submit the tabulated results, together with the ballot papers to the Chairperson. The Chairperson, acting as Returning Officer, must, after having satisfied himself as to the correctness of the tabulations, announce the result of the ballot and the number of votes counted.
- (10) The Chairperson acting as Returning Officer in any ballot shall be responsible for destroying the ballot papers.

PART V MISCELLANEOUS

41. INTERPRETATION OF THE COMPETITION RULES

The Management Committee will be the authority to interpret the Rules.

42. IGNORANCE OF THE RULES

A plea of ignorance of the Rules shall not be considered as an excuse.

43. AMENDMENT TO CONSTITUTION & BY-LAWS

The Association may create, rescind or amend the Constitution and its By-laws in General or Annual General Meeting, by special resolution. Such new rules, rescissions or amendments may be introduced by the Committee and/or a Member, and must be given to the Secretary in writing with twenty-eight (28) days' notice prior to the meeting.

44. INSURANCE

The Association may effect and maintain insurance.

45. FUNDS – Source

- (1) The funds of the Association are to be derived from membership fees, donations and, subject to any resolution passed by the Association in General Meeting, such other sources as the Committee determines.
- (2) All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank account.
- (3) The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

46. FUNDS – Management

- (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.
- (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. Only one member of a family may be signatory to Association funds. Where necessary, elect replacement/s from the remaining Office Bearers
- (3) No liability or expenditure must be incurred in excess of \$50.00 without the sanction of the Executive or the Committee.
- (4) The Committee must cause true accounts to be kept of the monies received and expended, and the accounts of the Association must be closed annually at the 31st August or at such other financial year end which may be determined by the Committee from time to time.
- (5) The Committee must cause to be prepared a statement of the accounts of the Association up to the end of the financial year and must submit it, with the Auditor's Report thereon, to the Annual General Meeting of the Association.
- (6) An Auditor shall be appointed at each Annual General Meeting to hold office until the next Annual General Meeting. If such an appointment is not made, the Committee shall appoint an Auditor of the Association for the current year.
- (7) The Committee shall cause the Auditor to have access to all books, accounts, vouchers, securities and documents of the Association, and to be furnished with such information and explanation by themselves or any other officers as may be necessary for the performance of his duties as Auditor.

47. DISTRIBUTION OF PROPERTY ON WINDING UP OF AN ASSOCIATION

- (1) Subject to the Act and the Regulations, in a winding up of the association, any surplus property of the association is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.
- (2) In this clause, a reference to the surplus property of an association is a reference to that property of the association remaining after satisfaction of the debts and liabilities of the association and the costs, charges and expenses of the winding up of the association.

Note. Section 65 of the Act provides for distribution of surplus property on the winding up of an association.

48. 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.

49. INSPECTION OF BOOKS, etc

The records, books and other documents of the Association must be open to inspection, free of charge, by a Member of the Association at any reasonable hour with 7 days prior written notice.

50. SERVICE OF NOTICES

- (1) For the purpose of this constitution, a notice may be served on or given to a person:
 - (a) by delivering it to the person personally, or
 - (b) by sending it by pre-paid post to the address of the person, or
 - (c) 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.
- (2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
 - (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - (b) 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
 - (c) 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.

51. NOTIFICATION TO MEMBERS

The official bulletin of the association is the Association's official website. The publication of particular notices to members in the official bulletin of the Association is to be considered as sufficient notification. All matters placed under the notice of the person considered by the Committee to be the Captain of a team is to be considered as notice to all members of such team.

52. PECUNIARY INTEREST

Matters of pecuniary interest to any Member shall be discussed in their absence.

53. CORRESPONDENCE

All correspondence be addressed to the Secretary who, in turn, must refer the business contained therein to the next Committee meeting.

54. DELEGATES TO AFFILIATED BODIES

Delegates to affiliated bodies shall be appointed by the Committee.

55. FINANCIAL YEAR

The financial year of the association is 1st September to 31st August.

56. **TENNIS YEAR**

The Association's tennis year must commence on the first day of July and must conclude on the last day of June the following year.

57. **MATTERS NOT COVERED**

Any matters not specifically covered by this constitution are to be dealt with by the Committee and its decision shall be final.

Ends.....

REVIEWED 15/ 08/2010
ADOPTED AGM 17/11/2010