

CONSTITUTION

ACT VETERANS' ATHLETIC CLUB INCORPORATED

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PART I – PRELIMINARY

1. Interpretation

- (1) In this constitution, unless a contrary intention appears -
- “club” means the ACT VETERANS’ ATHLETIC CLUB INCORPORATED;
 - “committee” means committee of the club;
 - “financial year” means the year ending on 31 March;
 - “membership year” means the year ending on 31 December;
 - “member” means a member, however described, of the club;
 - “ordinary committee member” means a member of the committee who is not an office-bearer of the club, as referred to in section 14(2);
 - “majority” means that a candidate or motion has received more than half of the valid votes cast.
 - “public officer” means as defined in section 57 of the Act.
 - “secretary” means the person holding office under this constitution as secretary of the club or, where no such person holds that office, the public officer of the club;
 - “the Act” means the Associations Incorporation Act 1991;
 - “the Regulations” means the Associations Incorporation Regulations.
 - “special resolution” means as defined in section 70 of the Act.
- (2) In this constitution –
- (a) a reference to a function includes a reference to a power, authority and duty;
 - (b) a reference to the exercise of a function includes, where the function is a power authority or duty. a reference to the exercise of the power or authority or the performance of the duty; and
 - (c) The provisions of the Legislation Act (2001) 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.

2. Objectives

The objectives of the club shall be to encourage and to promote athletics for men and women 30 years of age and over.

PART II – MEMBERSHIP

3. Membership qualifications

- (1) A person is qualified to be a member if –
- (a) the person is 30 years or more of age;
 - (b) the person has not been expelled and is not currently under suspension in accordance with sections 11 and 12; and
 - (c) the person –
 - (i) has applied for membership in accordance with section 4; or
 - (ii) has been granted life membership of the club in accordance with section 9.
- (2) A member –
- (a) is deemed to have second claim membership if he/she is a current member of another recognised VETERANS’ ATHLETIC CLUB and wishes to continue to represent that state (club); and
 - (b) with second claim membership as per 3.2(a) is entitled to all rights and privileges of a first claim member with the exception of:
 - i) representing the ACTVAC Inc. in Veterans competitions;
 - ii) holding an elected office in the ACTVAC Inc.;
 - iii) voting rights at General Meetings of the club;
 - iv) receiving annual ACTVAC Inc. awards; and
 - v) setting ACTVAC Inc. records.
 - (c) is deemed to be a Day Member if they have completed the necessary Day membership form and paid the Day membership fee set by the ACTVAC committee for the club event concerned. (Day membership is not available for AMA events.) Day members have no voting rights, do not receive a club Newsletter, cannot set ACTVAC club records and cannot receive an award in a club championship event. The ACTVAC committee will determine the number of Day memberships available in a membership year to any individual.
- (3) The patron is a member of the club while holding the office of patron in accordance with section 14.

4. Application for membership

An application by a person for membership of the club –

- (a) shall be made in writing in the form determined by the committee;
- (b) shall be lodged with the secretary, or the secretary's agent; and
- (c) Shall be accompanied by the subscription for the membership year or such lesser amount for part of the year as set out in 8 (3), or by the Day membership fee.

5. Membership entitlements not transferable

A right, privilege or obligation which a person has by reason of being a member of the club –

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates upon cessation of the person's membership.

6. Cessation of membership

A person ceases to be a member of the club if the person –

- (a) dies;
- (b) resigns from membership of the club;
- (c) is expelled from the club;
- (d) fails to renew membership of the club; or
- (e) is a Day member at the end of the day on which the Day membership application was lodged.

7. Resignation of membership

A member -

- (1) is not entitled to resign from membership of the club except in accordance with this section.
- (2) who has paid all amounts payable by the member to the club may resign from membership of the club by giving notice to the secretary of the member's intention to resign.

8. Subscription

The annual subscription of the club -

- (1) will be recommended to the annual general meeting, as part of the budget, by the committee;
- (2) will be approved by a majority of votes at an Annual General meeting called in accordance with sections 23 and 24 and apply to the following membership year.
- (3) is payable before the commencement of the membership year for membership renewals.
- (4) for new members
 1. joining after March but before July will be 3/4 of the annual subscription, rounded up to the nearest dollar
 2. joining after June but before October will be 1/2 the annual subscription, rounded up to the nearest dollar
 3. joining after September will be the annual subscription for the following membership year for which they will receive a membership of the remainder of the current membership year and membership of the following membership year.

9. Life membership

- (1) Before a member can be elected to life membership the member must have had active and continued membership of the club, and have contributed substantially to the progress of the club.
- (2) A member shall be declared a life member upon a special resolution (see subsection 26(2)) nominating the member for life membership being carried.
- (3) A life member shall not be required to pay annual subscriptions and shall be eligible to vote at general meetings.

10. Member's liability

The liability of a member to contribute towards the payment of debts and liabilities of the

club or the costs, charges and expenses of the winding up of the club is limited to the amount, if any, unpaid by the member in respect of membership of the club as required by section 8

11. Disciplining of members

- (1) Where the committee is of the opinion that a member –
 - (a) has persistently refused or neglected to comply with a provision of this constitution; or
 - (b) has persistently and willfully acted in a manner prejudicial to the interests of the club.the committee may, by resolution –
 - (c) expel the member from the club; or
 - (d) suspend the member from such rights and privileges of membership of the club as the committee may determine for a specified period.
- (2) A resolution of the committee under subsection 11(1) is of no effect unless the committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under subsection 11(3) confirms the resolution in accordance with this section.
- (3) Where the committee passes a resolution under subsection 11(1), the secretary shall, as soon as practicable, cause a notice in writing to be served on the member –
 - (a) setting out the resolution of the committee and the grounds on which it is based;
 - (b) stating that the member may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that the member may do either or both of the following:
 - (i) attend and speak at that meeting;
 - (ii) submit to the committee at or prior to the date of that meeting written representations relating to the resolution.
- (4) Subject to section 50 of the Act, at a meeting of the committee mentioned in subsection 11(3) the committee shall –
 - (a) give to the member mentioned in subsection 11(1) an opportunity to make oral representations;
 - (b) give due consideration to any written representations submitted to the committee by that member at or prior to the meeting; and
 - (c) by resolution determine whether to confirm or to revoke the resolution of the committee made under subsection 11(1).
- (5) Where the committee confirms a resolution under subsection 11(4), the secretary shall, within 7 days after that confirmation, by notice in writing inform the member of that confirmation and of the member's right of appeal under section 12.
- (6) A resolution confirmed by the committee under subsection 11(4) does not take effect –
 - (a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
 - (b) where within that period the member exercises the right of appeal, unless and until the club confirms the resolution in accordance with subsection 12(4).

12. Right of appeal of disciplined member

- (1) A member may appeal to the club in general meeting against a resolution of the committee which is confirmed under subsection 11(4), within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) Upon receipt of a notice under subsection 12(1), the secretary shall notify the committee which shall convene a general meeting of the club to be held within 21 days after the date on which the secretary received the notice or as soon as possible after that date.
- (3) Subject to section 50 of the Act, at a general meeting of the club convened under subsection 12(2) –

- (a) no business other than the question of the appeal shall be transacted;
 - (b) the committee and the member shall be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - (c) the members present shall vote by secret ballot on the question of whether the resolution made under subsection 11(4) is confirmed.
- (4) If the meeting passes a special resolution by simple majority in favour of the confirmation of the resolution made under subsection 11(4), that resolution is confirmed.

PART III - THE COMMITTEE

13. Powers of the committee

The committee, subject to the Act, the Regulations, this constitution, and to any resolution passed by the club in general meetings –

- (a) shall control and manage the affairs of the club;
- (b) may exercise all such functions as may be exercised by the club other than those functions that are required by this constitution to be exercised by the club in general meetings;
- (c) has the 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 club; and
- (d) has the power to make rules not inconsistent with this constitution.

14. Constitution and membership

- (1) The committee shall consist of –
 - (a) the office-bearers of the club with the exception of the patron the public officer if the latter is not the secretary; and
 - (b) at least 2 and not more than 6 ordinary members of the club; each of whom shall be elected pursuant to section 15 or appointed in accordance with subsection 14(4).
- (2) The office-bearers of the club shall be –
 - (a) the patron;
 - (b) the president;
 - (c) the vice-president;
 - (d) the treasurer;
 - (e) the secretary; and
 - (f) the public officer.
- (3) Each member of the committee shall, subject to this constitution, hold office until all committee positions are declared vacant, and a call for nominations is made at the annual general meeting following the date of the member's election, and are eligible for re-election.
- (4) In the event of a vacancy in the ordinary membership of the committee, the committee may appoint a member of the club to fill the vacancy.
- (5) In the event of a vacancy in the office bearers of the committee, the committee shall convene a general meeting of the club to elect a member of the club to fill the vacancy.
- (6) The member appointed under subsection 14(4) or elected under subsection 14(5) shall hold office, subject to this constitution, until the conclusion of the annual general meeting following the date of the appointment or election.

15. Election of committee members

- (1) Nomination of candidates for election as office-bearers of the club or as ordinary committee members shall be called and received at the annual general meeting.
- (2) If insufficient nominations are received, any vacant positions remaining on the committee shall be deemed to be vacancies.
- (3) If the number of nominations received is equal to the number of vacancies to be filled, the persons shall be taken to be elected.
- (4) If the number of nominations received exceeds the number of vacancies to be filled, a

ballot shall be held.

- (5) The ballot for the election of office-bearers and ordinary committee members shall be completed at the annual general meeting in such manner as the committee may direct.
- (6) All voting shall be determined by a majority vote. Where there are more than two candidates for office bearer positions or more than two options, optional, preferential ballots will be held to achieve the majority vote. Committee members shall be elected in a block, with successful candidates being those receiving the highest number of votes.:
- (7) A person is not eligible to simultaneously hold more than 1 position on the committee.

16. Secretary

- (1) The secretary shall keep minutes of –
 - (a) all elections and appointments of office-bearers and ordinary committee members:
 - (b) the names of members of the committee present at a committee meeting or a general meeting; and
 - (c) all proceedings at committee meetings and general meetings.
- (2) Minutes of proceedings at a meeting shall be signed by the person presiding at the meeting or by a person presiding at the next meeting.

17. Treasurer

The treasurer of the club shall –

- (a) collect and receive all moneys due to the club and make payments authorised by the club;
- (b) keep correct accounts and books showing the financial affairs of the club with full details of all receipts and expenditure connected with the activities of the club; and
- (c) prepare, and present a budget for the succeeding year at an annual general meeting..

18. Vacancies

For the purposes of this constitution, a vacancy in the office of a member of the committee occurs if the member -:

- (a) dies;
- (b) ceases to be a member of the club;
- (c) resigns from office;
- (d) is removed from office pursuant to section 19;
- (e) becomes an insolvent under administration within the meaning of the Corporations Law;
- (f) suffers from mental or physical incapacity;
- (g) is disqualified from office under subsection 63(1) of the Act; or
- (h) is absent without the consent of the committee members from 3 consecutive meetings of the committee.

19. Removal of committee members

The club in general meeting may by resolution, subject to section 50 of the Act, remove any member of the committee from the office of member of the committee before the expiration of the member's term of office.

20. Committee meetings and quorum

- (1) The committee shall meet at least 5 times in each calendar year at such place and time as the committee may determine
- (2) Additional meetings of the committee may be convened by any member of the committee.
- (3) Oral or written notice of a meeting of the committee shall be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subsection (3) shall specify the general nature of the

business to be transacted at the meeting and no business other than that business shall be transacted at the meeting. except business which the committee members present at the meeting unanimously agree to treat as urgent business.

- (5) Any 5 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (6) No business shall be transacted by the committee unless a quorum is present and if within half an hour after the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and at the same hour of the day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting shall be dissolved.
- (8) At meetings of the committee -
 - (a) the president or in the absence of the president, the vice-president shall preside; or
 - (b) the president and the vice-president are absent, 1 of the remaining members of the committee may be chosen by the members present to preside.

21. Delegation by committee to sub-committee

- (1) The committee may, by instruction in writing, delegate to 1 or more sub-committees (consisting of such member or members of the club as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than –
 - (a) this power of delegation; and
 - (b) a function which is a function imposed on the committee by the Act, by any other law of the Territory, or by resolution of the club in general meeting.
 - (2) A function, the exercise of which has been delegated to a sub-committee under this section may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the 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 in the instrument of delegation.
 - (4) Notwithstanding any delegation under this section, the committee may continue to exercise any function delegated.
 - (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this section has the same force and effect as it would have if it had been done or suffered by the committee.
 - (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this section.
- (7) A sub-committee may meet and adjourn as it thinks proper.

22. Voting and decisions

- (1) Questions arising at the meeting of the committee or any sub-committee appointed by the committee shall be determined by a simple 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 of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to 1 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 subsection 20(5), the committee may act notwithstanding any vacancy on the committee.
- (4) Any act or thing suffered, or purporting to have been done or suffered, by the committee or by any sub-committee appointed by the committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

PART IV - GENERAL MEETINGS

23. Annual general meetings - holding of

- (1) The club shall, at least once in each calendar year and within the period of 2 months after the expiration of each financial year of the club, convene an annual general meeting of its members.
- (2) Subsection (1) has effect subject to the powers of the Registrar of Incorporated Associations under section 120 of the Act in relation to extensions of time.

24. Annual general meetings - calling of and business at

- (1) The annual general meeting, of the club shall, subject to the Act, and sections 23(1) and (2) above, be convened on such date and at such place and time as the committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be –
 - (a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
 - (b) to receive from the committee reports on the activities of the club during the last preceding financial year;
 - (c) to elect members of the committee, including office-bearers; and
 - (d) to receive and consider the statement of accounts and the reports that are required to be submitted to members pursuant to subsection 73(1) of the Act.
- (3) An annual general meeting shall be specified as such in the notice convening it in accordance with section 26.
- (4) An annual general meeting shall be conducted in accordance with the provisions of this Part.

25. General meetings - calling of

- (1) The committee may, whenever it thinks fit, convene a general meeting of the club.
- (2) The committee shall, on the requisition in writing of not less than 20 members, convene a general meeting of the club.
- (3) A requisition of members for a general meeting –
 - (a) shall state the purpose or purposes of the meeting;
 - (b) shall be signed by, the members making the requisition;
 - (c) shall be lodged with the secretary; and
 - (d) may consist of several documents in a similar form, each signed by 1 or more of the members making the requisition.
- (4) If the committee fails to convene a general meeting within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any 1 or more of the members who made the requisition may convene a meeting to be held not more than 3 months after that date.
- (5) A general meeting convened by a member or members referred to in subsection (4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who thereby incurs expense is entitled to be reimbursed by the club for any reasonable expense so incurred.

26. Notice

- (1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the club, the secretary shall, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by prepaid post to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the club, the secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member in the manner provided in subsection 26(1) specifying, in addition to the matter

required under that subsection. the intention to propose the resolution as a special resolution.

- (3) No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to subsection 24(2).
- (4) A member desiring to bring any business before a general meeting shall give notice in writing of that business to the secretary who shall include that notice from the member.

27. General meetings - procedure and quorum

- (1) No item of business shall 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) 20 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 if convened upon the requisition of the members shall be dissolved and in any other case shall 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 not less than 10) shall constitute a quorum.

28. Presiding member

- (1) The president, or in the absence of the president, the vice-president, shall preside at each general meeting of the club.
- (2) If the president and the vice-president are absent from the general meeting, the members present shall elect 1 of their number to preside at the meeting.

29. Adjournment

- (1) The person presiding at 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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a general meeting is adjourned for 14 days or more, the secretary shall give written or oral notice of the adjourned meeting to each member of the club 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 subsections 29(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.

30. Making of decisions

- (1) A question arising at a general meeting of the club shall be determined on a show of hands and unless a poll is demanded, a declaration by the person presiding 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 club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) Where a poll is demanded at a general meeting, the poll shall be taken –
 - (a) immediately in the case of a poll which relates to the election of the person to

- preside at 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 person presiding directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

31. Voting

- (1) Subject to subsection 31(3). upon any question arising at a general meeting of the club a member has 1 vote only.
- (2) All votes shall be given personally.
- (3) In the case of an equality of votes on a question at a general meeting, the person presiding is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at any general meeting of the club unless all money due and payable by the member to the club has been paid.
- (5) Members of the club are not entitled to vote by proxy at general meetings.
- (6) A member with second claim membership is not entitled to vote at any general meeting of the club (see subsection 3(2)(b)).

PART V – MISCELLANEOUS

32. Funds - source

- (1) The funds of the club shall be derived from annual subscriptions of members, donations and. subject to any resolution passed by the club in general meeting and subject to section 114 of the Act, such other sources as the committee determines.
- (2) All money received by the club shall be deposited as soon as practicable and without deduction to the club's bank account.
- (3) The club shall, as soon as practicable after receiving any money, issue an appropriate receipt.

33. Funds - management

- (1) Subject to any resolution passed by the club in general meeting, the funds of the club shall be used in pursuance of the objects of the club in such a manner as the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the committee, being members of the committee authorised to do so by the committee.

34. Alteration of objects and constitution

Neither the objects of the club referred to in section 29 of the Act nor this constitution shall be altered except in accordance with the Act.

35. Common seal

- (1) The common seal of the club shall be kept in the custody of the secretary.
- (2) The common seal shall not be affixed to any instrument except by the authority of the committee and signatures of two members of the committee shall attest the affixing of the common seal.

36. Custody of books

Subject to this Act, the Regulations and this constitution, the secretary shall keep in their control all records. and other documents relating to the club.

37. Inspection of books

The records, books and other documents of the club shall be open to inspection at a place in the Territory, free of charge. by a member of the club at any reasonable hour and at the giving of reasonable notice.

38. Service of notices

- (1) For the purpose of this constitution, a notice may be served by or on behalf of the club

upon any member at the member's address shown in the register of members.

- (2) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of this constitution to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

39. Surplus property

On the dissolution or the completion of the winding up of the club, any surplus property of the club shall be transferred to the ACT Athletic Association Incorporated.