



CONSTITUTION OF DUBBO NETBALL ASSOCIATION INCORPORATED

Amended: 8 November 2021
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ABN: 984 508 502 77



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1. GENERAL

1.1 DEFINITIONS

For the purposes of this Constitution,

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

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

'Association' means the Dubbo Netball Association Inc.

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

'Club Delegate' means a duly appointed representative of an Affiliated Club of the Association and registered member of Netball NSW.

'Committee' mean those members appointed in accordance with clause 5.1 of this Constitution.

'Executive Committee' is those members elected in accordance with clause 5.4 of this Constitution.

'Independent Member' means any financial member registered directly with Dubbo Netball Association and not involved with any affiliated club or independent team.

'Independent Team' means a single team with not affiliated with any club.

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

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

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

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

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

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

1.2 INTERPRETATION

1.2.1 Where this Constitution conflicts with any other instrument of the Association, this Constitution shall prevail.

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1.2.2 Where ambiguity exists between this Constitution and any other instrument of the Association, the natural interpretation of the Constitution shall prevail.

1.2.3 The Committee shall hold the power to deal with and adjudicate upon all questions and disputes as to the interpretation of the Constitution, rules and associated policies.

1.3 TITLE

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

1.4 TYPE OF ORGANISATION

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

1.5 COLOURS

The Association's colours will be navy, royal blue and sky blue.

1.6 ASSOCIATION LOCATION

The Association office and facilities are currently located at the Nita McGrath Netball Complex.

1.7 BOUNDARIES

The Association's boundaries shall be Dubbo and surrounding areas as yet unaffiliated with New South Wales Netball Association Ltd.

1.8 OBJECT

The objects of the Association are:

1.8.1 to further the interests of its members and promote and control the game of Netball within the boundaries of the Association;

1.8.2 to promote, regulate and control competition matches between Affiliated Clubs and to control all premierships and carnivals of the Association;

1.8.3 to select and manage the Association's representative teams;

1.8.4 to affiliate with and support Netball NSW

1.8.5 to co-operate with other affiliated organisations in New South Wales for the furtherance of Netball; and

1.8.6 adopt and adhere to the Netball NSW Member Protection Policy.

1.9 PATRON

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

2. AFFILIATION WITH NETBALL NSW

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

3. MEMBERSHIP

3.1 ORDINARY MEMBERSHIP

3.1.1 The Association is the controlling body for netball within its boundaries and its authority shall be recognised by all Registered Members who shall adopt and obey this Constitution and the policies of the Association.

3.1.2 The Association may admit to membership, Registered Members as defined by the Constitution or any other relevant policy of Netball NSW.

3.1.3 A person ceases to be a Registered Member of the Association if the person:

- a) dies;
- b) ceases to be financial;
- c) is expelled from the Association in accordance with the Member Protection Policy.

3.1.4 The Executive Committee may reject any application for membership without assigning any reason therefor.

3.2 LIFE MEMBERSHIP

3.2.1 Any person may be elected a Life Member of the Association in recognition of outstanding service.

3.2.2 Candidates for election as Life Member must be nominated by two (2) members of the Executive Committee at least one (1) month before the meeting at which such nomination will be considered.

3.2.3 The nomination must be approved by a majority of at least two thirds (2/3) of members present and voting at an Annual or Special General Meeting.

3.2.4 A Life Member is entitled to attend all DNA Annual, Special and general meetings and provided they are registered, have full voting rights.

3.2.5 A Life Members' registration shall be paid by the Association, provided that the member is actively involved. Membership is to be renewed on Registration day.

3.2.6 A person ceases to be a Life Member of the Association if the person:

- a) dies; or
- b) is expelled from the Association in accordance with the Member Protection Policy.

3.3 MEMBERSHIP FEES AND MISCELLANEOUS FEES

3.3.1 All Registered Members of the Association will be financial members from January to December. Membership to be renewed on Registration day.

- 3.3.2 A Registered Member ceases to be financial if they:
- a) fail to renew their membership; or
 - b) fail to pay to the Association money they owe to the Association within the required timeframe.

Membership fees shall be determined by the Executive Committee after NSWNA Ltd fees have been determined.

3.4 REGISTER OF MEMBERS

- 3.4.1 The Secretary of the Association may also hold the position of Public Officer for the Association.
- 3.4.2 The Association shall establish and maintain a register of members of the Association specifying the name and address of each person who is a Registered Member of the Association, together with the date on which the person became a Registered Member.
- 3.4.3 The register of members shall be kept at the principal place of administration of the Association and shall be open for inspection by any Registered Member of the Association at any reasonable hour; however, such inspection shall be limited to viewing the names of Registered Members only.

3.5 MEMBERS' LIABILITY

The liability of a Registered Member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of the membership of the Association.

3.6 AFFILIATION OF CLUBS

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

- 3.6.1 Consist of one or more teams comprising Registered Members of Netball NSW.
- 3.6.2 Pay an annual bond as determined by the Committee.
- 3.6.3 Complete the annual affiliation form.

3.7 CLUB DELEGATES

- 3.7.1 Affiliated Clubs shall each have the right to nominate up to three club delegates. Clubs with 10 or less teams may have any one of three delegates attend meeting. Clubs with over 10 teams may have any two of three delegates attend meetings. Club Delegates must be a financial member of the relevant club.
- 3.7.2 The secretary of each Affiliated Club shall notify the Association's Secretary of the names and addresses of Club Delegates at least 7 days prior to the first General Meeting each year.

- 3.7.3 An Affiliated Club has the right to withdraw a Club Delegate and appoint another Club Delegate at any time. The Affiliated Club must notify the Association of the change in writing 7 days prior to any Association meeting.
- 3.7.4 Affiliated Clubs are entitled to one (1) vote for up to ten (10) teams, over ten (10) teams two (2) votes.
- 3.7.5 Delegates must be eighteen (18) years or over.
- 3.7.6 At each meeting, Club Delegates present shall sign an attendance record and shall state the club that she or he represents at that meeting.
- 3.7.7 A Club Delegate may represent one club only at any meeting.
- 3.7.8 Clubs are required to have delegate representation at all general and special general meetings or submit a written apology.
- 3.7.9 Club delegate representation at general meetings must be above 50% attendance for the calendar year for clubs to maintain their voting rights.

4. MEETINGS

4.1 MEETINGS – GENERAL PROCEDURE

Oral or written notice of meeting, including agenda shall be given by Secretary to each member at least 48 hours before the time of appointed meeting.

- 4.1.1 The President shall take the chair at all meetings of the Committee and/or Executive Committee, but if not present within fifteen minutes of the fixed time for the commencement of the meeting, the Vice President will take the chair.
- 4.1.2 If neither the President nor Vice President is present within fifteen minutes of the time fixed for the commencement of the meeting, the members present shall elect a Chairperson.
- 4.1.3 A quorum for general meetings shall consist of half (1/2) the total number of the Association's Executive Committee members plus one, and Club Delegates representing at least one-quarter (1/4) of the Affiliated Clubs.
- 4.1.4 If no quorum is present fifteen minutes after the time fixed for the commencement of a meeting it shall be adjourned to such time and place as the Chairperson shall decide. The Secretary shall give oral and/or written notice thereof to each Office Bearer, Life Member and to the Secretary of each Affiliated Club.
- 4.1.5 The accidental omission to give any member the required notice shall not invalidate a meeting or any of the business of the meeting.
- 4.1.6 Questions arising at an ordinary meeting of the Committee, Executive Committee or any sub-committee are to be determined by a simple majority of votes cast by eligible members. Each eligible member shall have one vote to be taken in such a manner as the Chairperson shall direct, except that a secret ballot shall be taken if any member requests it.

- 4.1.7 In the case of an equality of votes, the President (or the person otherwise presiding) shall, in addition to his/her vote, have a casting vote.
- 4.1.8 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.
- 4.1.9
- a) Adjournment, the chairperson of a general meeting at which a quorum is present may, with 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 which the adjournment took place.
 - b) Where a general meeting is adjourned for fourteen (14) days or more, the Secretary shall give written or oral notice of the adjourned meeting to each member of the Association stating place, date and time of the meeting and the nature of business to be transacted at the meeting.
 - c) Except as provided in subclauses (a) and (b), notice of an adjournment of a general meeting or the business to be transacted at an adjourned meeting is not required to be given.
- 4.1.10 The association may hold an electronic ballot (as the committee determines) to determine any issue or proposal (other than an appeal). An electronic ballot is to be conducted in accordance with Schedule 3 of the Associations Incorporation Regulation.

4.2 ANNUAL GENERAL MEETING

- 4.2.1 An Annual General Meeting of the Association shall be held in November of each year on a date nominated by the Association Executive Committee.
- 4.2.2 Not less than twenty-one days' written notice of the Annual General Meeting of the Association shall be given specifying time and place of the meeting.
- 4.2.3 All Registered Members may attend but voting shall be restricted to Office Bearers, Life Members, Independent Members and nominated Club Delegates from each Affiliated Club.
- 4.2.4 A quorum for an Annual General Meeting shall consist of fifteen (15) financial members eligible to vote.
- 4.2.5 The business of the Annual General Meeting shall be:
- a) Confirmation of the minutes of the previous Annual General Meeting;
 - b) Consideration and adoption of the Annual Report and audited balance sheet;
 - c) Appointment of an auditor for the following year;
 - d) Such other business as the meeting thinks fit;
 - e) Election of Office Bearers.

The following Office Bearers shall be elected and shall form the Executive Committee:

President; Executive;	Position 1 (Senior)
Vice President;	Executive Position 2 (Senior)
Vice President - ICAG;	Executive Position 3 (Senior)
<i>(Identified position to be held by an indigenous member from ICAG)</i>	
Secretary;	Executive Position 4 (Senior)
Treasurer;	Executive Position 5 (Senior)
Umpires Convenor;	Executive Position 6
Coaching Convenor;	Executive Position 7
Registrar;	Executive Position 8
Representative Convenor;	Executive Position 9

The following Committee members may also be elected:

Minute Secretary;
Recorder;
Sponsorship Coordinator;
Facilities Manager;
General committee up to eight (8) members;

The following non-voting Office Bearers may also be elected:

Sports Council Delegate;
Member Protection Information Officer;
Net Set Go Coordinator;
Publicity Officer (incorporates technology and social media)
Umpire Development Officer

- 4.2.6 Nominations of candidates for election as office bearers of the Association or as an ordinary members of the committee to be elected at each Annual General Meeting, shall be accepted in writing signed by two (2) financial members and with written and signed consent of the nominee. Nominations are to be submitted to the secretary by the advertised closing date.
- 4.2.7 In the event that no written nominations are received for a position, nominations will be accepted from the floor at the AGM. Each nomination must be moved and seconded from the floor and accepted by the nominee.
- 4.2.8 The President of the Association shall not hold the position of President of an affiliated club.
- 4.2.9 The Presidents of Affiliated Clubs should not hold a Senior Executive position of the Association. (as per clause 4.2.6)
- 4.2.10 A member cannot nominate or be nominated for a Senior Executive position (as per clause 4.2.6) if they have not been an Association committee member for the previous 12 months. The Association Executive Committee may vary this clause in extenuating circumstances.
- 4.2.11 Where possible, no person shall be elected to more than one position as an Office Bearer.

4.2.12 Office Bearers elected at the Annual General Meeting shall assume office at the conclusion of the Annual General Meeting and shall hold office for the ensuing year, unless they are removed or resign in the interim.

4.3 SPECIAL MEETINGS

4.3.1 The Committee may, whenever it thinks fit, convene a special general meeting of the Association

- a) at the direction of the President;
- b) upon receipt of a requisition signed by not less than 5 percent of the members of Committee.

4.3.2 Not less than twenty-one days' written notice shall be given to members of Committee and to the Secretary of each Affiliated Club, specifying the time and location of a Special meeting and the nature of the business to be considered.

4.3.3 A quorum for a Special Committee meeting shall consist of at least eight (8) affiliated members including at least half of the Association's Executive Committee. No business shall be transacted unless a quorum is present.

4.3.4 The only business to be discussed, is that, for which the meeting was called.

5. **ORGANISATIONAL STRUCTURE**

5.1 COMMITTEE

5.1.1 The Committee shall consist of:

- a) the Office Bearers of the Association;
- b) Life Members;
- c) up to eight (8) ordinary general committee members;
- d) up two Delegates from each Affiliated Club who are Members of that club.

5.1.2 The Committee shall meet monthly during the netball season.

5.1.3 Order of business at Committee meetings shall be:

- a) Apologies;
- b) Confirmation of Minutes;
- c) Business Arising from Minutes;
- d) Notices of Motion;
- e) Elections; (where necessary)
- f) Correspondence and business arising;
- g) Reports:
Treasurer;
Registrar;

Umpires Convenor;
Coaching Convenor;
Representative Convenor;
Other Officer Bearers Reports;
Sub-Committees;
Delegates to other organisations;
Any other reports;
General business.

- 5.1.4 Association delegates to other organisations are to submit a report to the Secretary of all meetings/functions attended on behalf of the Association within twenty-eight days of such meeting/function being called.

5.2 POWERS OF COMMITTEE

- 5.2.1 The Committee shall be responsible for the execution of the objects of the Association and without in any way limiting this responsibility shall have power:

- a) to control and manage the affairs of the Association;
- b) to fix fees payable by members;
- c) to control the funds of the Association and for that purpose to open and operate banking accounts; to invest funds in any manner authorised by law for the investment of trust funds; to acquire real and personal property of all descriptions and to sell or otherwise dispose of it; to borrow money on behalf of the Association and to give security therefore; to enter into guarantees of indebtedness on behalf of any Affiliated Club; and, generally, to carry out and attend to all such matters as shall be necessary for the proper management and control of the property of the Association;
- d) to empower the Executive Committee to take action in accordance with the Netball NSW Member Protection Policy or relevant Association policies against any Affiliated Club or Registered Member;
- e) to appoint any delegate or delegates to represent the Association for any purpose with such powers as may be thought fit;
- f) to ensure that the Registrar of the Association forwards to Netball NSW, on or before April 1 in each year, the names and addresses of existing members of Netball NSW together with the names and addresses of new applicants for Netball NSW membership, who have paid their annual membership fee specifying the class of those members;
- g) to submit supplementary names and addresses of new members of Netball NSW, be forwarded monthly to Netball NSW specifying the class of those members;
- h) upon receipt by Netball NSW of those names, grant to those persons listed in clause g) and h) membership for the relevant calendar year.

- i) No more than three members of the Executive Committee shall be members of the same affiliated club.
- j) A member holding an Executive position 1 to 9 as listed in Clause 4.2.6 cannot hold another Executive position.
- k) Casual vacancy in the office of a member of the committee occurs when the member:
 - a) dies;
 - b) resigns that membership;
 - c) is expelled from the Association;
 - d) is absent without consent of the Committee from three (3) consecutive meetings of the Committee.

The committee shall at its next meeting, by resolution appoint a replacement to hold the position for the remainder year.

5.3 INCOME AND PROPERTY

5.3.1 Application

The Associations income and property must be applied solely towards promoting the Association's objectives and the Association's income and property must not be applied for the profit or gain of its individual members.

5.3.2 No distribution

No part of the Association's income or property may be paid, transferred or distributed, directly or indirectly, by way of dividend, bonus, fee or otherwise, to any of the Members of the Association.

5.3.3 Exception

This clause does not prohibit making a payment approved by the Committee of the Association:

- a) for out-of-pocket expenses incurred by an Office Bearer in performing a duty as an Office Bearer of the Association.

5.4 EXECUTIVE COMMITTEE

5.4.1 Quorum for an Executive meeting is half the total number of Executive Members plus one.

5.4.2 Any member of the Executive Committee who, without leave of the Executive Committee, has failed to attend three consecutive meetings shall be deemed to have resigned and shall be replaced in accordance with this Constitution.

5.4.3 Should a quorum of the Executive be present, an emergency meeting may be convened at any time.

5.5 DUTIES OF EXECUTIVE COMMITTEE

5.5.1 The Executive Committee shall exercise the functions and powers of the Committee between meetings of the Committee and its decisions shall be subject to ratification by the Committee at the next meeting.

- 5.5.2 Ensure the presentation of a financial report to all Committee meetings and make recommendations to Committee on matters of finance and policy.
- 5.5.3 The Executive Committee is empowered by Committee to take appropriate action under the Member Protection Policy pursuant to this Constitution against any Affiliated Club or Registered Member of the Association. Any decision taken under the Member Protection Policy is not subject to ratification by Committee

6. ADMINISTRATION

6.1 FINANCE

- 6.1.1 The funds of the Association shall be derived from annual Membership fees, other fees and donations, levies and, subject to any resolution passed by the Association in a Committee, Special Committee or Annual General Meeting, such other sources as the Committee determines.
- 6.1.2 The General account of the Association shall be kept at a financial institution approved by the Committee and all cheques, electronic banking and other negotiable instruments on the account must be signed by any two of the President, Vice President/s, Secretary or Treasurer.
- 6.1.3 The banking accounts of the Representative Teams shall be kept at a financial institution approved by the Committee and all cheques, electronic banking and other negotiable instruments on the account must be signed by any two of the President, Vice President/s, Treasurer or Representative Convenor.
- 6.1.4 The banking accounts of the Canteen shall be kept at a financial institution approved by the Committee and all cheques, electronic banking and other negotiable instruments on the account must be signed by any two of the President, Vice President/s, Treasurer or Canteen Manager.
- 6.1.5 All money received by the Association shall be deposited as soon as practicable and without deduction to the credit of the Association's bank account/s.
- 6.1.6 The Financial Year of the Association shall commence on October 1 and end 30 September.
- 6.1.7 The current bank statements shall be tabled at each meeting of Committee together with a written financial report including reconciliation of accounts.
- 6.1.8 The books of the Association shall be audited each year by a qualified person who is not a member of the Association.
- 6.1.9 An audited balance sheet shall be presented to each Annual General Meeting.
- 6.1.10 All Netball NSW fees shall be paid by the due date.
- 6.1.11 The financial records of the association must be kept for a minimum of five (5) years.

6.1.12 The records of all accounts may be kept electronically but a hard copy may be made available to members upon written request.

6.2 EMPLOYEES

The Executive Committee may appoint and determine the terms of employment of employees to the Association.

6.3 CUSTODY OF BOOKS

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

6.4 INSPECTION OF RECORDS

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

6.5 EFFECT OF, AND ALTERING, THIS CONSTITUTION

6.5.1 Effect of Constitution

This Constitution will have effect as a contract:

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

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

6.5.2 Altering the Constitution

This Constitution may be altered by special resolution passed by at least two thirds of members present and entitled to vote, voting at an Annual General Meeting or Special Meeting of the Association for which not less than twenty-one days' written notice specifying the resolution/s to be proposed has been given.

Any alteration made to the Constitution of the Association shall be forwarded to Netball NSW and Fair Trading with appropriate form, within twenty-eight days of the meeting at which such alteration was made.

Alterations to Competition Rules

Alterations to competition rules can be made at a general meeting if the resolution is passed by two thirds majority of the voting members present.

Notice of motion of proposed alterations shall be announced at the general meeting prior to the meeting which shall decide the motion.

6.6 DISSOLUTION OF THE ASSOCIATION

The Association shall not be dissolved except by special resolution passed by a majority of at least two thirds of the members present and entitled to vote, voting at a Special General Meeting for which not less than twenty-one days' written notice specifying the resolution to be proposed had been given.

On dissolution of the Association, any property whatsoever remaining after the determination and settlement of all debts and liabilities shall be used to foster netball in the local area.

7. POLICIES OF THE ASSOCIATION

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