



## **Manly Swimming Club Incorporated**

### **CONSTITUTION**

<b>Adopted or Amended</b>	<b>By Whom</b>	<b>Date</b>
Creation of electronic version		31 <sup>st</sup> September 2015

# **Constitution of the Manly Swimming Club**

## **PART 1. NAME**

The name of the Club shall be the “Manly Swimming Club”, here in after referred to as “the Club”

## **PART 2. OBJECTIVES**

The objectives of the club shall be to:

- 2.1 To promote, teach and encourage the arts of swimming and lifesaving.
- 2.2 To stimulate public opinion in favour of providing proper accommodation and facilities for swimming.
- 2.3 To do such things as are necessary and incidental to attain the objectives if the Club.
- 2.4 To affiliate to the New South Wales Amateur Swimming Association Inc. and the Warringah Amateur Swimming Association. Affiliation to other kindred bodies may be effected from time to time by the committee.

## **PART 3. MEMEBERSHIP**

- 3.1 Subject to this constitution, the membership of the club shall comprise the members of the club together with such other people as the committee admits to membership and any life members appointed to PART 10.
- 3.2 Membership is open to all individuals who accept the objectives and rules of the club provided that any member who has not obtained the age of sixteen (16) years shall not be entitled to vote at any meeting of the club.
- 3.3 Individuals wishing to become members of the club shall apply to the committee for membership.
- 3.4 The committee shall determine whether or not to accept any application for membership. The committee is not required to supply reasons for accepting or rejecting an application for membership.
- 3.5 Where a member is a competitor, then that member shall comply with any provisions relating to ‘eligibility to compete’ as adopted by the New South Wales Amateur Swimming Association Inc. from time to time.

- 3.6 Members who are not ‘eligible to compete’ as provided by the New South Wales Amateur Swimming Association, shall be eligible to participate in the activities of the club other than that of competitors but not in the affairs of the New South Wales Amateur Swimming Association Inc., unless otherwise defined in the Constitution of the New South Wales Amateur Swimming Association Inc., PROVIDED THAT all members as defined in clause 3(d) and 3(e) other than Patron, Vice Patrons and Life Members shall be liable for the annual subscription provided herein.
- 3.7 Members shall pay such fees as are determined by the club at a general meeting. A register of members shall be kept by the Club, showing the name, address and date of commencement of membership for each member. Provision for noting the date of cessation of membership shall also be contained in the register.
- 3.8 Membership shall cease upon resignation, expulsion or failure to pay outstanding membership fees within three (3) months of the due date.
- 3.9 Membership fees will fall due on the 6<sup>th</sup> October each year. The financial year of the Club will run from the 1<sup>st</sup> September to 31<sup>st</sup> August following.

#### PART 4. DISCIPLINING OF MEMBERS

The procedure for disciplining members by suspension, disqualification or expulsion shall be for the Committee:

- 4.1 To charge the defaulting member in writing with the offence.
- 4.2 To cite the member to appear at a meeting of the Committee.
- 4.3 To give fourteen (14) days’ notice of the meeting.
- 4.4 To decide the action to be taken.
- 4.5 To keep proper minutes of the meeting, details of the action taken and to hold in safe custody any documents associated with the matter.
- 4.6 To advise the member charged as to the action decided by the Committee and that the member has the right of appeal to the New South Wales Amateur Swimming Association.
- 4.7 To advise the New South Wales Amateur Swimming Association Inc. of the action taken in disciplining a member.

4.8 To advise the member charged and so dealt with that he has the right of appeal to the New South Wales Amateur Swimming Association as provided in the constitution of that body.

#### PART 5. MANAGEMENT – BY COMMITTEE

- 5.1 The club shall have its affairs controlled and managed by the committee comprising the office bearers and up to eight (8) other members.
- 5.2 The office bearers shall consist of a President, Senior Vice President, Secretary, Treasurer and Race Secretary.
- 5.3 The office bearers and the other members of the Committee shall be elected at each Annual General Meeting. Any casual vacancy occurring in the committee may be filled by a member appointed by the Committee. Where insufficient nominations are received, any vacant positions remaining on the Committee shall be deemed to be casual vacancies.
- 5.4 Each member of the Committee shall hold office from the date of their election or appointment until the conclusion of the next Annual General Meeting.
- 5.5 Retired Committee Members are eligible for re-election; however the President will hold office for a minimum of three (3) years consecutively.
- 5.6 The Committee shall meet as often as necessary to conduct the business of the Club and not less than on three (3) occasions in the twelve (12) month period following any Annual General Meeting.
- 5.7 The quorum for meeting of the Committee shall be five (5) Committee Members elected at the previous Annual General Meeting or appointed under the provisions relating to casual vacancies.
- 5.8 Notice of Committee meetings shall be given at the previous Committee meeting or by such other means as the Committee may decide.
- 5.9 A member of the Committee shall cease to hold office upon resignation in writing; removal as a member of the Club; or absence from three (3) successive Committee meeting without providing reasonable justification for those absences to the satisfaction of the Committee.
- 5.10 The Committee may function validly provided its number is not reduced below a quorum. No business shall be transacted 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 shall be dissolved.

- 5.11 Questions arising at any meeting of the Committee shall be decided by the majority of votes of those present and eligible to vote. In case of an equality of votes, the person appointed to chair the meeting shall have a second casting vote.

## PART 6. GENERAL MEETINGS

- 6.1 The Club shall convene the Annual General Meeting of the members of the Club at least once in each Club year and within the period up to 31<sup>st</sup> October after the expiration of each financial year of the Club.
- 6.2 The Annual General Meeting shall receive for adoption from the Committee a recommendation indicating the names of persons who having been invited, have agreed to grant their patronage to the Club for the ensuing Club year for the positions of a Patron and up to eight (8) Vice Patrons.
- 6.3 At least fourteen (14) days' notice of all general meeting and notices of motion shall be given to members by such means as may be determined by the Committee. In the case of general meeting where a special resolution is to be proposed, notice of the resolution shall be given to the members at least twenty-one (21) days before the meeting.
- 6.4 No business other than that specified in the notice convening a general meeting shall be transacted at the meeting. In the case of the Annual General Meeting, the following business shall be transacted whether specified or not:
- i. Confirmation of the minutes of the last Annual General Meeting and any recent special general meetings.
  - ii. Receipt of the Committee's report upon the activities of the Club in the last Club financial year.
  - iii. Election of office bearers and up to eight (8) other members of the Committee.
  - iv. Receipt and consideration of a statement from the Committee which is not misleading and gives a true and fair view for the last Club financial year;
    1. Income and expenditure
    2. Assets and liabilities
    3. Mortgages, charges and other securities
    4. Trust priorities.
- 6.5 The quorum for a general meeting shall be eight (8) members eligible to vote.
- 6.6 Voting at general meetings shall be by a show of hands unless a secret ballot is demanded. Decisions shall be made by a simple majority vote except for those

matters which must be decided by special resolution where three quarters majority of the members present and eligible to vote is required.

- 6.7 All votes shall be given personally and there shall be no voting by proxy.
- 6.8 In the case of an equality of votes, the person appointed to chair the general meeting shall have a second casting vote.
- 6.9 Nominations of candidates for election as office bearers or other Committee members may be made at the Annual General Meeting.
- 6.10 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 adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting was adjourned, at the same place.
- 6.11 If at the adjourned meeting a quorum is not present within an hour after the time appointed for the commencement of the meeting, the members' present being not less than eight shall constitute a quorum.

## PART 7. OFFICE BEARERS

- 7.1 The President or, in the President's absence, the Senior Vice President, shall act as Chairman at each general meeting and Committee meeting of the Club.
- 7.2 If the President and Senior Vice President are absent from a meeting or unwilling to act, the members present at the meeting shall elect one of their number to act as Chairman.
- 7.3 The Secretary shall keep, or cause to be kept, the records of business of the Club including the rules, register of members, minutes of all general and Committee meetings and a file of correspondence. These records shall be available for inspection by any member and shall be held in the custody of the Secretary.
- 7.4 The Treasurer shall ensure that all monies received by the Club is paid into an account in the Clubs name. Payments shall be made through a petty cash system or by cheque signed by two (2) signatories authorised by the Committee. Major or unusual expenditures shall be authorised in advance by the Committee or a general meeting.

7.5 The Treasurer shall ensure that correct books and accounts be kept showing the financial affairs of the Club. These records shall be available for inspection by any member and shall be held in the custody of the Treasurer.

#### PART 8. SPECIAL RESOLUTIONS

8.1 A special resolution may be passed by a general meeting of the Club to effect the following:

- i. To change the name of the Club;
- ii. The change the constitution of the Club;
- iii. To change the objectives of the Club;
- iv. To make or amend by-laws of the Club;
- v. To amalgamate with another swimming club;
- vi. To voluntarily wind up the Club and distribute the property of the Club

8.2 A special resolution shall be passed in the following manner:

- i. A notice must be sent to all members advising that a general meeting is to be held to consider a special resolution.
- ii. A quorum must be present at the meeting.
- iii. At least three quarters majority of those present and eligible to vote must vote in favour of the resolution.

8.3 A special resolution to change the Club's name, constitution or objectives shall be of no effect until such times as it has been approved by the New South Wales Amateur Swimming Association Inc., or such body or corporation as may succeed that organisation.

#### PART 9. MISCELLANEOUS

9.1 The club shall effect and maintain insurance as required together with any other insurance which may be required by law or regarded as necessary by the Club.

9.2 The funds of the Club shall be derived from the fees of members, donations, grants and such other sources approved by the Club.

9.3 The Common Seal of the Club shall be kept in the custody of the Secretary and shall only be affixed to a document with the approval of the Committee. The stamping of the Common Seal shall be witnessed by the signatures of two (2) members of the Committee.

- 9.4 The Club shall affiliate with and remain affiliated with the New South Wales Amateur Swimming Association, or such body or corporation as may succeed that organisation and shall to the extent permissible by the Constitution, comply with any lawful and reasonable direction of that Association.
- 9.5 The Club may at any time pass a special resolution determining how any surplus property is to be distributed in the event that the Club should be wound up.
- 9.6 The colours of the Club shall be light blue, red and dark blue provided that the badged of the Club shall be:



#### PART 10. LIFE MEMBERS

- 10.1 At any Annual General Meeting of the Club, any person or persons may be elected a Life Member of the Club in recognition of special services rendered over a period of not less than ten (10) years to the sport of swimming.
- 10.2 Each nominee shall be recommended to the Committee for consideration and if approved by the Committee, be submitted for election at the Annual General Meeting of the Club, and carried by a three quarter majority of those present and eligible to vote.
- 10.3 A Life Member shall be entitled to attend and speak to any motion at all meetings of the Club and shall have such other privileges as may be decided upon from time to time by the Club. A Life Member is entitled to election to office or the Committee with full voting power.

#### PART 11. BY – LAWS

- 11.1 A General Meeting may from time to time make such by – laws as may be necessary for the purposes of attaining the objectives of this Club.

- 11.2 A General Meeting may from time to time, make, amend or repeal any by – law made pursuant to this clause and such action shall take effect immediately or at such later time as the general meeting shall determine.
- 11.3 A by – law made pursuant to this clause shall not be inconsistent with this constitution nor inconsistent with any rule adopted or recognised by the New South Wales Amateur Swimming Association Inc. or any such other body corporation as may succeed that organisation, unless the Association has given its prior written approval to the by – law.

## PART 12. CLUB RULES

- 12.1 The committee may from time to time make such Club rules as may be necessary and convenient for the purposes of attaining the objectives of the club.
- 12.2 The Committee may adopt wholly or in part by reference, any rules relating to the conduct of swimming or swimming competitions.
- 12.3 The Committee may from time to time, vary, amend or repeal any Club Rules made pursuant to this clause.
- 12.4 A Club Rule made pursuant to this clause shall take effect from the date that it is made or such later date as the Committee shall decide and shall be laid before the next Annual General Meeting of the Club and the General Meeting may disallow the Club Rule whereupon it shall cease to have effect from the date of that meeting.
- 12.5 A Club Rule made pursuant to his clause shall not be inconsistent with this constitution nor inconsistent with any rules adopted or recognised by the New South Wales Amateur Swimming Association Inc., or such body or corporation as may succeed that organisation, unless that Association has given its prior written approval to the Club Rule.