



***WESTERN REGION ACADEMY OF SPORT INC.***

***CONSTITUTION***

# Contents

## Part 1 - Preliminary

1	Definitions .....	3
2	Objectives .....	3

## Part 2 - Membership

3	Membership categories .....	4
3	Member's rights .....	4
5	Cessation of membership .....	5
6	Membership entitlements not transferable .....	5
7	Resignation of membership .....	5
8	Register of members .....	5
9	Fees and subscriptions .....	6
10	Members' liabilities .....	6
11	Resolution of disputes .....	6
12	Disciplining of members .....	6
13	Right of appeal of disciplined member .....	7

## Part 3 - The Board

14	Powers of the Board .....	8
15	Composition and membership of Board .....	8
16	Election of Board members .....	8
17	The Executive .....	9
18	Casual vacancies .....	9
19	Removal of Board members .....	10
20	Board meetings and quorum .....	10
21	Delegation by Board to sub-committee .....	11
22	Voting and decisions .....	11

## Part 4 - General meetings

23	Annual general meetings - holding of .....	12
24	Annual general meetings - calling of and business to be transacted .....	12
25	Special general meetings - calling of .....	12
26	Notice .....	12
27	Quorum for general meetings .....	13
28	Chair to preside .....	13
29	Adjournment .....	13
30	Making of decisions .....	14
31	Special resolutions .....	14
32	Voting .....	14
33	Appointment of proxies and representatives .....	14

## Part 5 - Miscellaneous

34	Insurance .....	15
35	Funds - source .....	15
36	Funds - management .....	15
37	Change of name, objects and constitution .....	15
38	Custody of books etc .....	15
39	Inspection of books etc .....	15
40	Service of notices .....	15
41	Financial year .....	16
42	Winding up .....	16
43	Distribution of property on winding up .....	16
44	Alteration of constitution .....	16

## Appendix 1 Application for membership of Academy.

## Part 1 - Preliminary

### 1. Definitions

(1) In this constitution:

**Director-General** means the Director-General of the Department of Services, Technology and Administration

**Academy** or **The Academy** means the Western Region Academy of Sport Inc

The **Act** means the *Associations Incorporation Act 2009*

**Board** means the Board of Management of the Academy and consists of the directors

**Board member** means a member of the Board and includes any person acting in that capacity from time to time appointed in accordance with this constitution, but does not include the Executive Officer

**Constitution** means this Constitution of the Academy

The **Executive** means the Chair, Deputy Chair and Treasurer

**Financial Year** means 1 January to 31 December in any year

**General meeting** means the Annual or any Special General Meeting of the Academy

The **Regulation** means the *Associations Incorporation Regulation 2010*

**Special general meeting** means a general meeting of the Academy other than an Annual general meeting

**Member** means any of the following - Life Member, Honorary Member, Full Member, Squad Staff Member, Squad Member, Satellite Member, Associate Member

(2) In this constitution:

(a) a reference to a function includes a reference to a power, authority and duty, and

(b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(3) 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.

### 2 Objectives

The objectives of the Academy are -

(1) To enhance experiences for talented sports people and provide opportunities for the wider sporting communities in the western region

(2) To be a well managed, professional and effective provider of quality sports services

(3) To foster positive relations that are mutually beneficial to WRAS and key stakeholders

(4) To be a leader and innovator by setting the benchmarks for regional sport

(5) To establish, administer and seek funds to enable WRAS to achieve its objectives

## Part 2 - Membership

### 3. Membership Categories

The members of the Academy shall consist of -

#### (1) Life Members

- (a) The Board may recommend to the annual general meeting that any natural person who has rendered distinguished service to the Academy for a minimum period of five years be appointed as a life member.
- (b) A resolution of the annual general meeting to confer life membership (subject to Clause 3 (1) (a) on the recommendation of the Board) must be a special resolution.
- (c) A person must accept or reject the Club's resolution to confer life membership in writing. Upon written acceptance, the person's details shall be entered upon the Register, and from the time of entry on the Register the person shall be a life member.

#### (2) Honorary Members

The following are entitled to Honorary Membership of the Academy.

- (a) Charles Sturt University - Head of Campus, Bathurst (or his or her representative)  
On acceptance of the honorary members (or their nominated representatives) at the AGM, the person's details shall be entered upon the Register, and from the time of entry on the Register the person shall be an honorary member of the Academy for two calendar years.
- (b) An Organisation, representing local government councils in the western region. On acceptance of the honorary member as their nominated representative at the AGM, that person's details shall be entered upon the Register. From the time of entry on the Register the person shall be an honorary member for one calendar year.

The Board may, in its absolute discretion, admit to membership of the Academy, persons in any of the following classes of membership -

- (3) **Full Members** - Any adult who is interested in the further development of western region talented athletes and who desires to have the right to vote at meetings of the Academy
- (4) **Squad staff Members** - this includes coaches, assistant coaches, apprentice coaches, satellite coaches, managers, co-ordinators and any other squad staff member
- (5) **Squad Members** - Athletes, who are members of Academy STEP and ITEP squads
- (6) **Satellite Members** - Athletes who, by invitation, are invited to attend satellite training sessions
- (7) **Associate Members** - Any adult who is interested in the further development of western region talented athletes, but who does not wish to have the right to vote at meetings of the Academy

To be financial members of the Academy Full Members, Squad Staff Members, Squad Members, Satellite Members and Associate Members are required to pay an annual fee, as detailed in the membership form shown at Appendix 1. Upon payment of the prescribed fee (as determined by the Board from time to time) and acceptance of the applicant as a member of the Academy, the details of the applicant shall be entered in the register of members and the applicant shall become a member of the Academy from that time.

### 4. Member's Rights

- (1) Life Members, Honorary Members, Full Members and Squad Staff Members (subject to this constitution) shall be entitled to receive notice of General Meetings and to be present, to debate and to vote at General Meetings.

- (2) Squad Members, Satellite Members and Associate Members have the right to attend general meetings and to debate at those meetings, but are ineligible to vote.

### **5. Cessation of membership**

A person ceases to be a member of the Academy if the person:

- (1) dies, or
- (2) resigns membership, or
- (3) is expelled from the Academy, or
- (4) fails to pay the annual membership fee under clause 9 within 3 months after the fee is due.

### **6. Membership entitlements not transferable**

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

- (1) is not capable of being transferred or transmitted to another person, and
- (2) terminates on cessation of the person's membership.

### **7. Resignation of membership**

- (1) A member of the Academy may resign from membership of the Academy by first giving to the Executive Officer written notice of at least one month (or such other period as the Board may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- (2) If a member of the Academy ceases to be a member under subclause (1), and in every other case where a member ceases to hold membership, the Executive Officer must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

### **8. Register of members**

- (1) The public officer of the Academy must establish and maintain a register of members of the Academy specifying the name and postal or residential address of each person who is a member of the Academy 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 Academy, or
  - (b) if the Academy has no premises, at the Academy's official address.
- (3) The register of members must be open for inspection, free of charge, by any member of the Academy at any reasonable hour subject to privacy legislation and clause 8(5).
- (4) A member of the Academy may obtain a copy of any part of the register (subject to privacy legislation and clause 8(5)) 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 Academy or other material relating to the Academy, or
  - (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

## **9. Fees and subscriptions**

The annual membership fee payable by members to the Academy and the time for and manner of payment shall be as determined by the Board.

## **10. Members' liabilities**

The liability of a member of the Academy to contribute towards the payment of the debts and liabilities of the Academy or the costs, charges and expenses of the winding up of the Academy is limited to the amount, if any, unpaid by the member in respect of membership of the Academy as required by clause 9.

## **11. Disciplining of members**

- (1) A complaint may be made to the Board by any person that a member of the Academy:
  - (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 Academy.
- (2) The Board may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (3) If the Board decides to deal with the complaint, the Board:
  - (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 Board in connection with the complaint, and
  - (c) must take into consideration any submissions made by the member in connection with the complaint.
- (4) The Board may, by resolution, expel the member from the Academy or suspend the member from membership of the Academy 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 board expels or suspends a member, the Executive Officer 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 Board for having taken that action and of the member's right of appeal under clause 13.
- (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 Academy confirms the resolution under clause 12, whichever is the later.

## **12. Resolution of disputes**

- (1) A dispute between a member and another member (in their capacity as members) of the Academy, or a dispute between a member or members and the Academy, should be dealt with as per clause 11.
- (2) If the dispute cannot be settled internally, then it shall be referred to a community justice centre for mediation under the *Community Justice Centres Act 1983*.
- (2) If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.
- (3) The *Commercial Arbitration Act 1984* applies to any such dispute referred to arbitration.

### ***13. Right of appeal of disciplined member***

- (1) A member may appeal to the Academy in writing against a resolution of the Board under clause 11 or 12, within 7 days after notice of the resolution is served on the member, by lodging with the Executive Officer a notice of appeal to that effect.
- (2) The notice of appeal 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) On receipt of a notice of appeal from a member under subclause (1), the Executive Officer must notify the Board which is to convene a general meeting of the Academy to be held within 28 days after the date on which the Executive Officer received the notice.
- (4) At a general meeting of the Academy convened under subclause (3):
  - (a) no business other than the question of the appeal is to be transacted, and
  - (b) the Board and the member must be given the opportunity to state their respective cases verbally or in writing, or both, and
  - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) The appeal is to be determined by a simple majority of votes cast by members of the Academy.

## **Part 3 - The Board**

### **14. Powers of the Board**

Subject to the Act, the Regulation and this constitution and to any resolution passed by the Academy in general meeting, the Board:

- (1) is to control and manage the affairs of the Academy, and
- (2) may exercise all such functions as may be exercised by the Academy, other than those functions that are required by this constitution to be exercised by a general meeting of members of the Academy, and
- (3) has power to perform all such acts and do all such things as appear to the Board to be necessary or desirable for the proper management of the affairs of the Academy.

### **15. Composition and membership of Board**

Any adult member of the Academy, who is interested in the further development of western region talented athletes, shall be eligible for nomination to the Board

- (1) The Board shall comprise of:
  - (a) The following honorary members -
    - i) a representative of Charles Sturt University.
    - ii) a representative of a Regional Organisation of Councils in the western region.
  - (b) Elected Members  
Five (5) persons elected by the membership at an Annual General Meeting of the Academy.
- (2) The total number of Board members is to be seven (7).
- (3) The Executive of the Academy are as follows:
  - (a) the Chair
  - (b) the Deputy-chair, and
  - (c) the Treasurer
- (4) Board Member rotation
  - (a) elected Members shall hold office for a period of two (2) years
  - (b) three members shall be elected in even calendar years.
  - (c) two members shall be elected in odd calendar years.
  - (d) the elected and honorary members shall elect the Executive at the first Board Meeting following the Annual General Meeting.
- (5) Election of members of the Board of Management shall be determined by a simple majority.
- (6) Each member of the Board is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the term of the member's election, but is eligible for re-election.

### **16. Election of Board members**

- (1) Nominations of candidates for election to the Board of the Academy
  - (a) must be made in writing on the prescribed form, signed by the applicant and seconded by 2 other adult members of the Academy



- (b) must be received at least 7 days prior to the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the Board, the candidates nominated are taken to be elected and further nominations are to be received from the floor at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the Board 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 the Board is to be conducted at the annual general meeting in such usual and proper manner as the Board may direct.
- (7) A person nominated as a candidate for election to the Board must be an existing member of the Academy. Any person elected to the Board who is not already a full member, must become a full member at the conclusion of the AGM.

### ***17. The Executive shall comprise***

- (1) The Chair
  - (a) the Board shall elect from amongst its members a person to fill the position of Chair.
  - (b) minutes of proceedings at a meeting or Executive meetings shall be signed by the Chair of the meeting or by the Chair of the next succeeding meeting.
  - (c) the Chair shall supervise and accept reports from the Executive Officer as set out in the employment contract and job description of the Executive Officer.
  - (d) the outgoing Chair will conduct the Annual General Meeting at which the Academy will elect new Board Members.

#### (2) Deputy Chair

The Board shall elect from amongst its members a person to fill the position of Deputy Chair. If the Chair is unable or unwilling to fulfil any of the duties herein set out, the Deputy Chair will from time to time fulfil the Chair's duties for any necessary period.

#### (3) Treasurer

The Board shall elect a member of the Board of the Academy to the position of Treasurer. In the absence of an appointee, the Executive Officer shall act as Treasurer.

It is the duty of the Treasurer of the Academy, if appointed, to ensure that

- (a) all money due to the Academy is collected and received and that all payments authorised by the Academy are made; and
- (b) correct books and accounts are kept showing the financial affairs of the Academy including full details of all receipts and expenditure connected with the activities of the Academy.

### ***18. Casual vacancies***

- (1) In the event of a casual vacancy occurring in the membership of the Board, the Board may appoint a member of the Academy to fill the vacancy. The member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting following the term covered from the

date of the appointment. (ie. the period that would apply in accordance with rule 14.6, had the member been elected at an annual general meeting. A member so appointed, under this rule, is eligible for re-election.

A person appointed to fill a casual vacancy to the Board must be an existing member of the Academy. Any person appointed under clause 1 (a) to the Board must become a full member prior to participating in a Board meeting.

- (2) A casual vacancy in the office of a member of the Board occurs if the member:
- (a) dies, or
  - (b) ceases to be a member of the Academy, or
  - (c) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
  - (d) resigns office by notice in writing given to the Executive Officer, or
  - (e) is removed from office under clause 19, or
  - (f) becomes a mentally incapacitated person, or
  - (g) is absent without the consent of the Board from 3 consecutive meetings of the Board, or
  - (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
  - (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

## **19. Removal of Board members**

- (1) The Academy in a general meeting may by resolution remove any member of the Board before the expiration of the Board member's term of office in accordance with any of the conditions of Clause 18.2 and may by resolution appoint another person to hold office until the expiration of the term of office of the Board member so removed.
- (2) If a member of the Board to whom a proposed resolution referred to in subclause (1) relates, makes representations in writing to the Executive Officer or Chair (not exceeding a reasonable length) and requests that the representations be notified to the members of the Academy, the Executive Officer or Chair may send a copy of the representations to each member of the Academy or, if the representations are not so sent, the Board member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

## **20. Board meetings and quorum**

- (1) The Board must meet at least 3 times in each period of 12 months at such place and time as the Board may determine.
- (2) Additional meetings of the Board may be convened by the Chair or by any three members of the Board.
- (3) Oral or written notice of a meeting of the Board must be given by the Executive Officer to each member of the Board at least 48 hours (or such other period as may be unanimously agreed on by the members of the Board) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subclause (3) must specify the general nature of the business to be transacted at the meeting. That business is to be transacted at the meeting, which may also include business that the Board members present at the meeting unanimously agree to treat as urgent business.

- (5) Any 4 members of the Board constitute a quorum for the transaction of the business of a meeting of the Board.
- (6) No business shall be transacted by the Board 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 stands adjourned to a place, time and date to be determined by the Chairperson.
- (7) 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.
- (8) At a meeting of the Board:
  - (a) the Chair or, in the Chair's absence, the Deputy Chair is to preside, or
  - (b) if the Chair and the Deputy Chair are absent or unwilling to act, such one of the remaining members of the Board may be chosen by the Board members present at the meeting to preside.

## **21. Delegation by Board to sub-committee**

- (1) The Board may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the Academy as the Board thinks fit) the exercise of such of the functions of the sub-committee as are specified in the instrument, other than:
  - (a) this power of delegation, and
  - (b) a function which is a duty imposed on the Board by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this clause 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 clause 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) Despite any delegation under this clause, the Board 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 clause has the same force and effect as it would have if it had been done or suffered by the Board.
- (6) The Board may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- (7) A sub-committee may meet and adjourn as it thinks proper.

## **22. Voting and decisions**

- (1) Questions arising at a meeting of the Board or of any sub-committee appointed by the Board are to be determined by a majority of the votes of members of the Board or sub-committee present at the meeting.
- (2) Each member present at a meeting of the Board or of any sub-committee appointed by the Board (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 20 (5), the Board may act despite any vacancy on the Board.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Board or by a sub-committee appointed by the Board, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Board or sub-committee.

## **Part 4 - General meetings**

### ***23. Annual general meetings - holding of***

The Academy must hold its annual general meeting:

- (a) within 6 months after the close of the Academy's financial year, or
- (b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.

### ***24. Annual general meetings - calling of and business to be transacted***

- (1) The annual general meeting of the Academy is, subject to the Act and to clause 23, to be convened on such date and at such place and time as the Board 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 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 Board reports on the activities of the Academy during the last preceding financial year,
  - (c) to accept the nominated Honorary members as Board members (in accordance with Clause 3(2)) and
  - (d) to elect the Board of the Academy (in accordance with Clause 15 and 16),
  - (e) to receive and consider any financial statement or report required to be submitted to members under the Act.
- (3) An annual general meeting must be specified as such in the notice convening it.

### ***25. Special general meetings - calling of***

- (1) The Board may, whenever it thinks fit, convene a special general meeting of the Academy.
- (2) The Board must, on the requisition in writing of at least 5 eligible voting members, convene a special general meeting of the Academy.
- (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 Executive Officer, 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 Board fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the Executive Officer, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by a member or members must be convened as nearly as is practicable in the same manner as general meetings are convened by the Board.

## **26. Notice**

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Academy, the Executive Officer must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member 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 Academy, the Executive Officer must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under subclause (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 clause 24 (2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the Executive Officer who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

## **27. Quorum for general meetings**

- (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 members present (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 3) are to constitute a quorum.

## **28. Chair to preside**

The Chair of the Board, shall subject to this constitution, preside as Chair at every General meeting, except:

- (a) in relation to any election for which the Chairperson is a nominee: or
- (b) where a Conflict of Interest exists

The Chair or, in the Chair's absence, the Deputy Chair is to preside, or if the Chair and the Deputy Chair are absent or unwilling to act, such one of the remaining members of the Board may be elected by the Board members present at the meeting to preside.

## **29. Adjournment**

- (1) The Chair 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 14 days or more, the Executive Officer must give written or verbal notice of the adjourned meeting to each member of the Academy 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 subclauses (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 Academy is to be determined by either:
  - (a) a show of hands,
  - (b) verbally, or
  - (c) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot.
- (2) If the question is to be determined by a show of hands, 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 Academy, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

### ***31. Special resolutions***

A special resolution may only be passed by the Academy in accordance with section 39 of the Act.

### ***32. Voting***

- (1) On any question arising at a general meeting of the Academy an eligible voting member has one vote only.
- (2) In the case of an equality of votes on a question at a general meeting, the chair of the meeting is entitled to exercise a second or casting vote.
- (3) An eligible voting member is not entitled to vote at any general meeting of the Academy unless all money due and payable by the member to the Academy has been paid.

### ***33. Appointment of proxies and representatives***

- (1) Each member shall be entitled to appoint another member as proxy by notice given to the Executive Officer no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) Honorary members shall be entitled to appoint a representative by notice given to the Executive Officer no later than 24 hours before the time of the meeting the representative will attend for the first time.
  - (a) The representative may act on behalf of the member and address the meeting and vote with regard to all matters that the member is entitled to do so.
  - (b) The representative is not entitled to any rights, privileges or obligations other than with respect to sub-clause 33. (2) (a)

## **Part 5 - Miscellaneous**

### **34. Insurance**

The Academy shall effect and maintain insurance.

### **35. Funds - source**

- (1) The funds of the Academy are to be derived from entrance fees and annual subscriptions of members, donations, grants and, subject to any resolution passed by the Academy in general meeting, such other sources as the Board determines.
- (2) All money received by the Academy must be deposited as soon as practicable and without deduction to the credit of the Academy's authorised financial institution's account.
- (3) The Academy must, as soon as practicable after receiving any money, issue an appropriate receipt.

### **36. Funds - management**

- (1) Subject to any resolution passed by the Board, the funds of the Academy are to be used in pursuance of the objects of the Academy in such manner as the Board determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the Board or employees of the Academy, authorised to do so by the Board.

### **37. Change of name, objects and constitution**

An application to the Director-General for registration of a change in the Academy's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a Board member.

### **38. Custody of books etc**

Except as otherwise provided by this constitution, the Executive Officer must keep in his or her custody or under his or her control all records, books and other documents relating to the Academy.

### **39. Inspection of books etc**

- (1) The following documents must be open to inspection, free of charge, by a member of the Academy at any reasonable hour:
  - (a) records, books and other financial documents of the Academy,
  - (b) this constitution,
  - (c) minutes of all Board meetings and general meetings of the Academy.
- (2) A member of the Academy may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee as agreed to from time to time by the Board.

### **40. 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 registered mail 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, 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.

#### ***41. Financial year***

The financial year of the Academy is each period of 12 months after the expiration of the previous financial year of the Academy, commencing on 1 January and ending on the following 31 December.

#### ***42. Winding up***

Subject to this Constitution the Academy may be wound up in accordance with the Act. The liability of the Members of the Academy is limited (see Section 10)

#### ***43. Distribution of property on winding up***

If upon winding up or dissolution of the Academy there remains, after satisfaction of all its debts and liabilities, any assets or property, they shall not be paid to or distributed among the Members. Instead, the assets or property shall be given or transferred to another organisation(s) that has Objects similar to those of the Academy. The organisation(s) must prohibit the distribution of its income and property among its Members to an extent at least as great as that imposed on the Academy by this Constitution. The organisation(s) is to be determined by the Members in a general meeting at or before the time of dissolution. If this does not occur, the decision is to be made by a judge of the Supreme Court of New South Wales or other court as may have or acquire jurisdiction in the matter.

#### ***44. Alteration of constitution***

This Constitution shall not be altered except by Special Resolution.





# MEMBERSHIP APPLICATION

## Your Details

Title:  Miss  Ms  Mrs  Mr  Dr

First Name:  Surname:

Address:

Town:  Postcode:

Phone (H):  Phone (W):

Phone (M):  Fax:

Email:

## Type of Membership

- Life Member No annual subscription required
- Honorary Member No annual subscription required
- CSU representative  Councils representative
- Full Member \$22
- Associate Member \$2.20
- Squad Staff \$22
- Squad Athlete A \$22 fee is included in your yearly athlete levy. You only need to fill out this form and return with your registration pack
- Satellite Athlete A \$22 fee is included in your satellite levy. You only need to fill out this form and return with your athlete profile

## Your declaration

I am pleased to register as a member of the Western Region Academy of Sport

Signature:

Date:

Paid:  
Receipt No:  
Date: