

**MILTON - ULLADULLA
DISTRICT TENNIS
ASSOCIATION INC.**

CONSTITUTION

PART 1 PRELIMINARY

1. NAME:

The name of the Association shall be the Milton-Ulladulla District Tennis Association Incorporated.

2. ASSOCIATION COLOURS:

The colours of the Association shall be Blue and White.

3. BOUNDARY:

The boundary covered by the Association shall, in general terms, be south from Sussex Inlet township boundary due west to the western border of Shoalhaven City to the southern border of Shoalhaven City including of Lake Conjola, Milton, Narrawallee, Mollymook, Mollymook Beach, Ulladulla, Kings Point, Burrill Lake, Dolphin Point, Bawley Point and Kioloa.

4. INTERPRETATION:

(1) In these Rules, except in so far as the context or subject-matter otherwise indicates or requires:-

(a) "Association" means the Milton-Ulladulla District Tennis Association Incorporated.

(b) "Member" means Life Member, Ordinary Member or Junior Member.

(c) "Ordinary Member" means a person 18 years of age and over who has been nominated and approved by the Committee in accordance with Rule 7 and paid the prescribed fees as determined from time to time.

- (d) “Junior Member” means a person under the age of 18 years who has been nominated and approved by the Committee in accordance with Rule 7 and paid the prescribed fees as determined from time to time.
 - (e) “Life Member” means a person elected as a Life Member in accordance with Rule 17.
 - (f) “Committee” means the Management Committee of the Association.
 - (g) “Public Officer” means a person appointed to that position by the Committee.
 - (h) “Secretary” means:-
 - the person holding office under these Rules as Secretary of the Association: or
 - where no such person holds that office—a person duly appointed by the Management Committee, from either the Committee itself, or from an Ordinary Member of the Association.
 - (i) “Special General Meeting” means a general meeting of the Association other than Annual General Meeting.
 - (j) Words denoting the masculine gender include the feminine gender and vice versa unless specifically indicated otherwise.
 - (k) “The Act” means the Associations’ Incorporated Act, 1984.
 - (l) “The Regulation” means the Associations’ Incorporation Regulation, 1985.
- (2) In these Rules:-
- (a) a reference to function includes a reference to a power, authority and duty; and
 - (b) a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.

5. **OBJECTS:**

The objects of the Association are:-

- (1) To sponsor, promote and control Tennis Competitions and Tournaments and tennis in general, particularly within the boundaries of the Association;
- (2) To co-operate with other bodies for the purpose of furthering the interest in the game of tennis;
- (3) To purchase, take on lease, exchange, hire or otherwise acquire, and to lease, sell exchange or otherwise deal with land, freehold and/or leasehold;
- (4) To construct tennis courts and/or buildings and to lease or purchase or otherwise acquire, and to lease, sell exchange or otherwise deal with tennis courts, grounds, buildings and accessories thereto;
- (5) To form any club in connection with the Association for the purpose of furthering the social or private comfort of the Membership;
- (6) To borrow, raise and lend money on security or without security in the interests of the Association;
- (7) To settle all questions or disputes or matters relating to tennis which may be submitted for adjudication;
- (8) To affiliate with and accept affiliation from other bodies as may, from time to time be decided upon in the interests of tennis;
- (9) To promote and foster the development of junior tennis;
- (10) To do all such other acts and things whether of a like or different nature to the above and without prejudice to the generality as the Association may think fit in connection with any sports, games and pastimes, and particularly with the game of tennis.

PART II MEMBERSHIP

6. MEMBERSHIP:

- (1) The Association shall consist of Life Members, Ordinary Members and Junior Members. Ordinary Members and Junior Members shall be individuals who have paid the prescribed fees and have been accepted by the Committee in accordance with Rule 8.
- (2) The Association reserves the right to refuse Membership to any person.
- (3) However, the provisions for existing Members under Rules 15 and 16, should be equally applicable to the applicant refused Membership.

7. MEMBERSHIP QUALIFICATIONS:

A person is qualified to be a Member of the Association as provided by Rule 8 below and has been approved for Membership by the Committee of the Association.

8. NOMINATION FOR MEMBERSHIP:

- (1) A nomination of a person for Ordinary or Junior membership of the Association -
 - (a) shall be made by an Ordinary Member of the Association in writing; and
 - (b) shall be lodged with the Secretary of the Association.
- (2) As soon as practicable after receiving a nomination for membership, the Secretary shall refer the nomination to the Committee which shall determine whether to approve or to reject the nomination.
- (3) Where the Committee determines to approve a nomination for membership, the Secretary shall, as soon as practicable after that determination, notify the

nominee of that approval and request the nominee to pay within the period of 28 days after receipt by the nominee of the notification the sum payable under these Rules by an Ordinary Member or Junior Member as an annual subscription or fee.

- (4) The Secretary shall, on payment by the nominee of the amounts referred to in Clause (3) within the period referred to in that Clause, enter the nominee's name in the Register of Ordinary Members or Junior Members as appropriate and upon the name being so entered, the nominee becomes a Member of the Association.

9. CESSATION OF MEMBERSHIP:

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

- (1) dies;
- (2) resigns that membership;
- (3) is expelled from the Association; or
- (4) at the end of a tennis year fails to renew his membership.

10. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE:

A right, privilege or obligation which a person has by reason of being a Member of the Association is not capable of being transferred or transmuted to another person.

11. RESIGNATION OF MEMBERSHIP:

- (1) The Committee shall record that Membership entitlement will cease upon receipt of a Member's resignation.

- (2) Where a Member of the Association ceased to be a Member pursuant to Clause (1), and in every other case where a Member ceases to hold membership, the Secretary shall make an appropriate entry in the Register of Members recording the date on which the Member ceased to be a Member.

12. REGISTER OF MEMBERS:

- (1) The Secretary of the Association shall establish and maintain a Register of Members of the Association specifying the name and address of each person who is a Member of the Association together with the date on which the person became a Member.
- (2) The Register of Members shall be kept at the principal place of administration of the Association and shall be open for inspection, free of charge, by any Member of the Association at any reasonable hour.

13. SUBSCRIPTIONS, FEES etc:

- (1) An Ordinary Member or a Junior Member of the Association shall, upon admission to membership, pay to the Association an annual subscription determined by the Committee.
- (2) Membership subscriptions shall be annual and shall fall due on 1 July each year and shall run until 30 June the following year. Full payment of subscriptions are due regardless of month of application.
- (3) The Committee shall determine from time to time fees, in addition to the annual subscription, for Ordinary Members and concessional fees for Junior Members.

14. MEMBERS' LIABILITIES:

The liability of a Member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the Member in respect of membership of the Association as required by Rule 13.

15. DISCIPLINING OF MEMBERS:

- (1) Where the Committee is of the opinion that a Member of the Association:-
 - (a) has persistently refused or neglected to comply with a provision or provisions of these rules; or
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the Association, the Committee may, by resolution:-
 - (c) expel the Member from the Association; or
 - (d) suspend the Member from membership of the Association for a specified period.
- (2) A resolution of the Committee under Clause (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 Clause (3), confirms the resolution in accordance with this Rule.
- (3) Where the Committee passes a resolution under Clause (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;
 - (d) Informing the Member that the Member may do either or both of the following:-
 - (i) attend and speak at the meeting;
 - (ii) submit to the Committee at, or prior to the date of that meeting, written representations relating to the resolution.
- (4) At a meeting of the Committee held as referred to in Clause (3), the Committee shall;
- (a) give to the Member an opportunity to make oral representation;
 - (b) give due consideration to any written representations submitted to the Committee by the Member at or prior to the meeting; and
 - (c) by resolution determine whether to confirm or to revoke the resolution.
- (5) Where the Committee confirms a resolution under Clause (4), the Secretary shall, within 7 days after that confirmation, by notice in writing, inform the Member of the fact and of the Member's right of appeal under Rule 16. The Member's response is to be made within a period of 14 days from the date of correspondence served by the Secretary.
- (6) A resolution confirmed by the Committee under Clause 15.(4) does take effect, unless an appeal is lodged under Rule 16.

16. RIGHT OF APPEAL OF DISCIPLINED MEMBER:

- (1) A Member may appeal to the Association in General Meeting against a resolution of the Committee which is confirmed under Rule 15.(4), within 14 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 from a Member under Clause (1), the Secretary shall notify the Committee which shall convene a General Meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- (3) At a General Meeting of the Association convened under Clause (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 state their respective cases orally, or in writing, or both; and
 - (c) the Ordinary Members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (4) If at the General Meeting the Association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

17. LIFE MEMBERSHIP:

- (1) At the Annual General Meeting, not more than one Life Member may be elected by secret ballot carried with the support of at least two thirds of all present and entitled to vote.
- (2) Nominations for Life Members, together with supporting evidence documenting the qualifications, tenure and form of distinguished service, for a minimum of ten (10) years, of the person(s) so nominated, shall be forwarded in writing and signed by two Members, to reach the Secretary in time for announcement at the last meeting of the Management Committee prior to the Annual General Meeting.

- (3) Should two or more nominations be received, the Management Committee shall decide by preferential ballot the one nomination which shall be submitted with the nominee's qualifications to the Annual General Meeting for ballot for election as a Life Member. In the event of an equality of votes, all nominations shall be declared lost.
- (4) Life Members shall enjoy free Membership, of annual subscription, and all fees associated with participation in special events. In addition, Life Members shall have free access to social and/or tennis functions organised directly by the Association.

18. ACCEPTANCE OF RULES:

The payment of the prescribed fees shall be deemed to be an acceptance of these Rules and any other By-Laws adopted from time to time by the Association.

PART III THE MANAGEMENT COMMITTEE

19. POWERS OF THE MANAGEMENT COMMITTEE:

The Committee shall be called the Management Committee of the Association and, subject to the Act, the Regulations, and these Rules and to any resolution passed by the Association in General Meeting:-

- (1) shall control and manage the affairs of the Association;
- (2) may exercise all such functions as may be exercised by the Association other than those functions that are required by these Rules to be exercised by a General Meeting of Members of the Association;

- (3) has the power to perform all such acts and do all such things as appear necessary or desirable for the proper management of the affairs of the Association; and
- (4) has the power to establish, amend or delete Association By-Laws. All such By-Laws shall be binding upon all Members and should be recorded, published and circulated as necessary to involved Ordinary Members.

20. CONSTITUTION AND MEMBERSHIP OF THE COMMITTEE:

- (1) Subject in the case of the first Members of the Committee to Section 21 of the Act, the Committee shall consist of:-
 - (a) The Office-Bearers of the Association; and
 - (b) 8 Ordinary Members.
Each of whom shall be elected at the Annual General Meeting of the Association pursuant to Rule 21.
- (2) The Office-Bearers of the Association shall be the President, Vice President, Secretary, Treasurer and Junior Development Officer.
- (3) Each Member of the Committee shall, subject to these rules, hold office until the conclusion of the Annual General Meeting following the date of the Member's election, but is eligible for re-election.
- (4) In the event of a casual vacancy occurring on the Membership of the Committee, the Committee may appoint an Ordinary Member of the Association to fill the vacancy and the Member so appointed shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of the appointment.

- (5) All members of the Committee shall be Members eighteen (18) years of age and over.

21. NOMINATION AND ELECTION OF OFFICE-BEARERS AND MEMBERS OF COMMITTEES:

- (1) Nominations of candidates for election as Office-Bearers of the Association or as Ordinary Members of the Committee:-
 - (a) shall be made in writing, signed by 2 Ordinary Members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) shall be delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the Annual General Meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
- (3) If insufficient further nominations are received any vacant positions remaining on the Committee shall be deemed to be casual vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.

- (6) The ballot for the election of Office-Bearers and Ordinary Members of the Committee shall be conducted at the Annual General Meeting by secret ballot in such usual and proper manner as the Committee may direct.
- (7) Election of the Executive shall take precedence over the election of Ordinary Committee Members.
- (8) Candidates may be nominated for election to more than one position. Once elected, subsequent nominations lapse.

22. EXECUTIVE:

The Executive of the Association shall consist of the President, Secretary and Treasurer.

The Executive shall have the power to decide any matter which in its opinion is one of urgency and shall report its decision and any action taken to the next meeting of the Management Committee for ratification or repeal.

23. DUTIES:

- (1) **PRESIDENT:**
It shall be the duty of the President to act as chairperson at all Meetings of the Association. He shall be responsible to uphold the Rules of the Association at all times and to ensure that all bona fide decisions of properly constituted meetings are implemented. It shall also be the responsibility of the President to represent the Association at all meetings and functions which he may, from time to time, be requested to attend.

(2) SECRETARY:

- (a) The Secretary of the Association shall, as soon as practicable after being appointed, lodge notice with the Association of his or her postal address.
- (b) It is the duty of the Secretary to keep minutes of-
 - (i) all appointments of Office-Bearers and Members of the Committee;
 - (ii) the names of Members of the Committee at all Meetings and all attendees at a General Meeting; and
 - (iii) all proceedings at Committee Meetings and General Meetings.
- (c) Minutes of proceedings at a meeting shall be signed by the Chairperson of the meeting. It is the duty of the Secretary to ensure that Minutes of a Meeting are available at the next Meeting.
- (d) It shall be the duty of the Secretary to:-
 - (i) answer all correspondence and communications;
 - (ii) issue notices for all meetings as required;
 - (iii) maintain a Register of Members of the Association;
 - (iv) attend to other duties that may be delegated by the Management Committee, including the maintenance of necessary records.

(3) TREASURER:

It is the duty of the Treasurer of the Association to ensure that:-

- (a) all money due to the Association is collected and received and that all payments authorised by the Association are made;

- (b) correct books and accounts are kept showing the financial affairs of the Association including full details of all receipts and expenditure connected with the activities of the Association;
 - (c) A bank statement, a statement of income and expenditure, and all accounts, certified by the Officer responsible for the expenditure, are submitted for payment at each meeting of the Management Committee;
 - (d) The audited Financial Statement, including receipts and expenditure is prepared and presented to the Annual General Meeting of the Association;
 - (e) Reviews of all fees charged by the Association are submitted and recommended to the Management Committee;
 - (f) Any other duties as may be delegated to him from time to time by the Management Committee are undertaken.
- (4) PUBLIC OFFICER:
- (a) The Committee shall ensure that a person is appointed as Public Officer.
 - (b) The Committee may at any time remove the Public Officer and appoint a new Public Officer provided the person appointed is 18 years of age or older and a resident of New South Wales.
 - (c) The Public Officer shall be deemed to have vacated his position in the following circumstances:-
 - (i) death;
 - (ii) resignation;
 - (iii) removal by the Committee or at a General Meeting;
 - (iv) bankruptcy;
 - (v) mental illness;

- (d) When a vacancy occurs in the position of Public Officer the Committee shall within 14 days notify the Corporate Affairs Commission by the prescribed form and appoint a new Public Officer.
- (e) The Public Officer is required to notify the Corporate Affairs Commission by the prescribed form in the following circumstances:-
 - (i) appointment (within 14 days);
 - (ii) a change of residential address (within 14 days);
 - (iii) a change in the Association's objects or rules (within one month);
 - (iv) a change in the membership of the Committee (within 14 days);
 - (v) a change of the Association's financial affairs (within one month of the Annual General Meeting);
 - (vi) a change in the Association's name (within one month).
- (f) The Public Officer may be an Office-Bearer, Committee Member, or any other person regarded as suitable for the position by the Committee.

5. JUNIOR DEVELOPMENT OFFICER:

- (1) It is the duty of the Junior Development Officer to organise tennis activities and events for Junior Members and if a sub-committee for Junior Members is appointed to ensure that the sub-committee conducts its affairs for the benefit of Junior Members in accordance with Rules and By-Laws of the Association prescribed from time to time.
- (2) The Junior Development Officer shall report in writing to the Management Committee at least once annually of the activities (including financial activities) of Junior Members and any sub-committee appointed to assist in activities for Junior Members.

24. CASUAL VACANCIES:

For the purposes of these Rules, a casual vacancy in the office of a Member of the Committee occurs if the Member:-

- (1) dies;
- (2) ceases to be a Member of the Association;
- (3) becomes an insolvent under administration within the meaning of the Corporations Act;
- (4) resigns office by notice in writing given to the Secretary;
- (5) is removed from office under Rule 25;
- (6) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
- (7) is absent without the consent of the Committee from three consecutive meetings of the Committee.

25. REMOVAL OF COMMITTEE MEMBER:

- (1) At the initiative of the Committee a Special General Meeting may be convened so that the Association may, by resolution, remove any Member of the Committee from the office of Member before the expiration of the Member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the Member so removed.
- (2) Where a Member of the Committee to whom a proposed resolution referred to in Clause (1) relates, makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representation be notified to the Ordinary Members of the Association, the Secretary or the President may send a copy of the representations to each Ordinary Member of the Association or, if they are not so sent, the Member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

26. MEETINGS AND QUORUM:

- (1) The Committee shall meet once monthly at such times and days as are designated by the Committee from time to time.
- (2) Additional meetings of the Committee may be convened by the President or 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 Clause (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) A simple majority of the Committee Members constitutes 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 of 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 same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- (8) At a meeting of the Committee:-
 - (a) the President or, in the President's absence, the Vice-President shall preside; or

- (b) if the President and the Vice-president are absent or unwilling to act such one of the remaining Members of the Committee, as may be chosen by the Members present at the meeting shall preside.
- (9) No Committee Member shall disclose to any person who is not a Member thereof any details of any discussion or individual Member's voting in connection with the business dealt with at any meeting of the Committee.

27. DELEGATION BY COMMITTEE TO SUB-COMMITTEE:

- (1) The Committee may, by instrument in writing, delegate to one or more Sub-Committees (consisting of such Member or Members of the Association 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 duty imposed on the Committee by the Act or by any other law.
- (2) Notwithstanding any delegation under this Rule, the Committee may continue to exercise any function delegated.
- (3) Any action taken by a Sub-Committee acting in the exercise of a delegation under this Rule has the same force as if carried out by the Committee.
- (4) The Committee may, by instrument in writing, revoke wholly or in part any delegation under this Rule.
- (5) A Sub-Committee may meet and adjourn as it thinks proper.

28. VOTING AND DECISIONS:

- (1) Questions arising at a meeting of the Committee or of any Sub-Committee appointed by the Committee shall be determined by a majority of the votes of Members of Committee or Sub-Committee present at the meeting.
- (2) Each Member present at the meeting of the Committee or of any Sub-Committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to a quorum being present the Committee may act notwithstanding any vacancy on the Committee.
- (4) Any action undertaken or decision made by the Committee or by a Sub-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.
- (5) In cases of perceived or apparent conflict of interest on an item for consideration, the relevant Member shall be absent from the immediate precinct at the time a decision or vote is taken.

**PART IV
GENERAL MEETINGS**

29. ANNUAL GENERAL MEETINGS—HOLDING OF:

- (1) With the exception of the first Annual General Meeting of the Association, the Association shall conduct an Annual General Meeting, within a period of six (6) months, after the expiration of each financial year of the Association.

- (2) The Association shall hold its first Annual General Meeting -
 - (a) within the period of 18 months after its incorporation under the Act; and
 - (b) within the period of 2 months after the expiration of the first financial year of the Association.
- (3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Commission under Section 26(3) of the Act.

**30. ANNUAL GENERAL MEETINGS—
CALLING OF BUSINESS AT:**

- (1) 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 Special General Meeting held since that meeting;
 - (b) to receive from the Committee, reports upon the activities of the Association during the last preceding financial year;
 - (c) to elect Office-Bearers of the Association and Ordinary Members of the Committee; and
 - (d) to receive and consider the statement which is required to be submitted to Members pursuant to Section 26(6) of the Act.
- (2) An Annual General Meeting shall be specified as such in the notice convening it.

31. SPECIAL GENERAL MEETINGS—CALLING OF:

- (1) The Committee may, whenever it thinks fit, convene a Special General Meeting of the Association.

- (2) The Secretary shall at any time by direction of the President of the Committee or upon receiving a requisition in writing signed by not less than seven Ordinary Members, stating the purpose for which the meeting is required, forthwith call a Special General Meeting.
- (3) A requisition of Ordinary Members for a Special General Meeting:
 - (a) shall state the purpose or purposes of the Meeting;
 - (b) shall be signed by the Ordinary Members making the requisitions;
 - (c) shall be lodged with the Secretary; and
 - (d) may consist of several documents in a similar form, each signed by one or more of the Ordinary Members making the requisition.
- (4) If the Committee fails to convene a Special General Meeting to be held within 1 month after the date on which a requisition of Members for the Meeting is lodged with the Secretary, any one or more of the Ordinary Members who made the requisition may convene a Special General Meeting to be held no later than 3 months after that date.
- (5) A Special General Meeting convened by an Ordinary Member or Ordinary Members as referred to in Clause (4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the Committee and any Ordinary Member who thereby incurs expense is entitled to be reimbursed by the Association for any reasonable expense so incurred.

32. NOTICE:

- (1) At least 14 days' notice of all general meetings and notices of motions shall be given to Ordinary Members.

- (2) In the case of General Meetings where a special resolution is to be proposed, notice of the resolution shall be given to Ordinary Members at least 21 days before the meeting.
- (3) No resolution other than that specified in the notice convening a General Meeting shall be transacted at the meeting. However, other business may be transacted at such a forum.

33. PROCEDURE:

- (1) Twelve (12) Ordinary Members present in person (being Ordinary Members entitled under these Rules to vote at a General Meeting) constitute a quorum for the transaction of the business of a General Meeting.
- (2) No item of business shall be transacted at a General Meeting unless a quorum of Ordinary Members entitled under these Rules to vote is present during the time the meeting is considering that item.
- (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 Ordinary Members shall be dissolved and in any other case shall stand adjourned to the same day in the following week. The delayed meeting will be held at the same place unless another location is specified at the time of the adjournment and duly communicated to Ordinary Members.

34. PRESIDING MEMBER:

- (1) The President or, in the President's absence, the Vice-President, shall preside as chairperson at each General Meeting of the Association.

- (2) If the President and the Vice-President are absent from a General Meeting or unwilling to act, the Ordinary Members present shall elect one of their number to preside as chairperson at the Meeting.

35. ADJOURNMENT:

- (1) The Chairperson of a General Meeting at which a quorum is present may, with the consent of the majority of Ordinary Members present at the Meeting, adjourn the Meeting to another place and time, but no business shall be transacted at the 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, stating the place, date and time of the Meeting and the nature of the business to be transacted at the Meeting.
- (3) Except as provided in Clauses (1) and (2), notice of an adjournment of the General Meeting or of the business to be transacted at an adjourned Meeting is not required to be given.
- (4) Only those present at the original Meeting are eligible to attend the adjourned Meeting.

36. MAKING OF DECISIONS:

- (1) A motion arising at a General Meeting of the Association shall be determined on a 'show of hands' and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairperson that a resolution has, on a show of hands, been carried unanimously or carried by a particular majority or lost.

- (2) At a General Meeting of the Association, a poll may be demanded by the chairperson or by not less than 3 Members present in person or by proxy at the Meeting.
- (3) Where a poll is demanded at a General Meeting, the poll shall be taken immediately.

37. SPECIAL RESOLUTION:

- (1) A special resolution must be passed by a General Meeting of the Association to effect the following changes:
 - (a) a change of the Association's name;
 - (b) a change of the Association's Rules;
 - (c) a change of the Association's objects;
 - (d) an amalgamation with another Incorporated Association;
 - (e) to voluntarily wind up the Association and distribute its property;
 - (f) to apply for registration as a Company or a Co-operative.
- (2) A special resolution shall be passed in the following manner:
 - (a) notice must be given to Ordinary Members that a General Meeting is to be held to consider a special resolution;
 - (b) the notice must give details of the proposed special resolution and give at least 21 days' notice of the Meeting;
 - (c) a quorum must be present at the Meeting;
 - (d) at least three-quarters of those present must vote in favour of the resolution;
 - (e) In situations where it is not possible or practicable for a resolution to be passed as described above, a request may be made to the Department of Fair

Trading for permission to pass the resolution in some other way.

38. VOTING:

- (1) Upon any question arising at a General Meeting of the Association an Ordinary Member has one 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 Chairperson of the Meeting is entitled to exercise a second or casting vote.
- (4) An Ordinary Member is not entitled to vote at any General Meeting of the Association, unless the Annual Subscription has been paid.
- (5) A vote by proxy shall not be recognised.

**PART V
MISCELLANEOUS**

39. INSURANCE:

The Association shall effect and maintain insurance as is required under the Associations Incorporation Act together with any other insurance which may be required by law or regarded as necessary by the Association.

40. FUNDS—SOURCE:

- (1) The funds of the Association shall be derived from subscriptions of Members, competition fees, donations and such other sources as the Committee determines.
- (2) All money received by the Association shall be deposited as soon as practicable and without deduction.
- (3) The Association shall, as soon as practicable after receiving any money, issue an appropriate receipt.

FUNDS—GENERAL:

- (1) Subject to any resolution passed by the Association in General Meeting, the funds of the Association shall be used in pursuance of the objects of the Association in such manner as the Committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 Members authorised to do so by the Committee.

41. FUNDS—MANAGEMENT:

- (1) All monies of the Association shall be banked and/or invested in the name of the Association. All payments shall be authorised in writing by any two of the President, Secretary or Treasurer provided always that no more than one family member of the immediate family shall be signatories to Association funds. Where necessary, the Committee shall elect replacement/s from the remaining Office-Bearers to be signatory/ies to Association funds.
- (2) No liability or expenditure shall be incurred without the sanction of the Executive or the Committee.
- (3) The Committee shall cause true accounts to be kept of the monies received and expended, and the accounts of the Association shall be closed annually at the 30th June.
- (4) The Committee shall cause to be prepared a statement of the accounts of the Association up to the end of the financial year, and shall submit it, with the Auditor's report thereon to the Annual General Meeting of the Association.
- (5) An Auditor shall be appointed at each Annual General Meeting to hold office until the next Annual General Meeting. If such an appointment is not made, the Committee shall appoint an Auditor of the Association.

- (6) No Member of the Committee or employee of the Association shall be qualified for appointment or to act as Auditor of the Association.
- (7) The Committee shall cause the Auditor to have access to all books, accounts, vouchers, securities and documents of the Association, and to be furnished with such information and explanation by themselves or any other officers as may be necessary for the performance of his duties as Auditor.

43. COMMON SEAL:

- (1) The common seal of the Association shall be kept in the custody of the Public Officer.
- (2) The common seal shall not be affixed to any instrument except by the authority of the Committee and the signatures either of 2 Members of the Committee or of one Member of the Committee and of the Public Officer or Secretary.

44. CUSTODY OF BOOKS:

Except as otherwise provided by these Rules, the Secretary shall keep in his or her custody or under his or her control all records, books and other documents relating to the Association. The Public Officer shall have access to such documentation at all times.

45. INSPECTION OF BOOKS:

The records, books and other documents of the Association shall be open to inspection, free of charge, by a Member of the Association after reasonable notice.

46. SERVICE OF NOTICE:

For the purpose of these Rules, a notice may be served by or on behalf of the Association upon any Member

either personally or by sending it by post to the 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 be proved, be deemed for the purposes of these Rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

47. SURPLUS PROPERTY:

- (1) At a General Meeting of the Association, the Association shall pass a special resolution nominating an Incorporated Association as the Association in which it is to vest its surplus property pursuant to Section 53(2) of the Act in the event of the winding up or the cancellation of the Incorporation of the Association.
- (2) The Incorporated Association so nominated shall be one which fulfils the requirements specified in Section 53(2) (a)-(c) of the Associations' Incorporation Act, 1984.

48. TENNIS YEAR:

The Association's tennis year shall commence on the first day of January and conclude on the last day of December that year.

49. ALTERATION OF OBJECTS AND RULES:

The Statement of Objects and these Rules may be altered, rescinded or added to only by a special resolution of the Association.

50. INTERPRETATION OF RULES:

The Executive shall be the authority to interpret the Rules.

51. IGNORANCE OF RULES:

A plea of ignorance of the Rules of the Association shall not be accepted.

52. SANCTION OF EVENTS:

Any tournament to be introduced by this Association and its Members shall not be open to the public or Members of other Clubs in Association without first obtaining the consent of the Management Committee.

53. OBTAINING CONSTITUTION:

A copy of the Constitution shall be issued to each Committee Member and one copy shall be in each clubhouse. Members may obtain a copy from the Secretary on request.

