



Griffith Touch Association Incorporated



PO Box 1053
GRIFFITH NSW 2680

ABN: 54 023 573 864

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GRIFFITH TOUCH ASSOCIATION INCORPORATED

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ASSOCIATIONS INCORPORATION ACT 1984

OBJECTIONS AND POWERS OF GRIFFITH
TOUCH ASSOCIATION INCORPORATED

PART 1 - PRELIMINARY.

1. A. The name of the Association is GRIFFITH TOUCH ASSOCIATION INCORPORATED.
- B. The objects for which the Association is established are:-
 - (a) To encourage and promote the highest standards of Touch and good sportsmanship;
 - (b) To foster and develop the game of Touch generally and in the Griffith District particularly;
 - (c) To co-ordinate and control the game of Touch in the Griffith district;
 - (d) To co-operate with other organisations in the fostering and control of the game of Touch;
 - (e) To acquire and provide playing fields, materials, equipment and other facilities for the game of Touch;
 - (f) To join with other associations and divisions or regions in the playing of representative games.
- C. The powers of the Association shall be:-
 - (a) To construct, renovate, purchase, lease or otherwise acquire and maintain any property and to sell convey transfer assign charge or mortgage the same;
 - (b) To insure the Association and the property of the Association against any risk loss damage or liability;
 - (c) To borrow money and secure the payment thereof;
 - (d) To employ and dismiss employees;
 - (e) To make donations;
 - (f) To impose and collect subscriptions, fees, levies and any other charges;
 - (g) To expel, suspend, disqualify, fine and impose any other penalty
 - (h) To hear and adjudicate upon appeals;
 - (i) To make rules regulations and by-laws;



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- (j) To appoint and remove sub-committees;
- (k) To affiliate with any organisation and to grant affiliation to any organisation;
- (l) The Association shall have the powers of a natural person;
- (m) To do all such things as are conducive to the attainment of the objects and powers of the Association or any of them.



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RULES OF THE-GRIFFITH TOUCH ASSOCIATION INCORPORATED

PART 1 - PRELIMINARY.

1. Interpretation.

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

"team member" means any team or organisation whether incorporated or unincorporated which is admitted into membership in accordance with these rules.

"ordinary member" means any member who is a real person who has attained the age of eighteen (18) years who has been elected to membership in accordance with Rule 2 hereof.

"junior member" means any person who is a real person who has not attained the age of eighteen (18) who has been elected to membership in accordance with Rule 2 hereof.

"life member" means those persons who have been elected to life membership of the Association in accordance with these rules.

"member" includes team member, ordinary member, junior member and life member.

"the Association" means the Griffith Touch Association Incorporated.

"committee" means the Management Committee of the Association which shall be the governing body of the Association.

"ordinary committee member" means a member of the committee who is not an office-bearer of the association.

"secretary" means -

- (a) the person holding office under these rules as secretary of the Association or
- (b) where no such person holds that office - the public officer of the Association;

"special general meeting" means a general meeting of the Association other than an annual general meeting for which at least 21 days notice is given to members;

"general meeting" means such regular general meeting of the Association not being a special general meeting or annual general meeting;



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"the Act" means the Associations Incorporation Act, 2009;

"the Regulation" means the Associations Incorporation Regulation **2016**.

- (2) Words importing the singular number or plural number shall include the plural number and singular number respectively and words importing the masculine gender shall include the feminine and neuter genders.
- (3) The provisions of the Interpretation Act, 1897, apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.
- (4) 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.

PART II - MEMBERSHIP

Membership qualifications.

- 2 A. A team is qualified to be a team member of the Association if
 - (a) the team or organisation is an affiliated and financial member of the Association and provided such team or organisation indicates in writing its desire to become a team member of the Association and undertakes to comply with the rules of the Association and with any body or organisation of which the Association is a member or with which it is affiliated; or
 - (b) is a team or organisation admitted to membership in accordance with these rules - provided that no team or organisation shall be eligible to become elected to membership of the Association unless its Rules or Constitution are consistent with the Rules and By-laws of the Association.
- B. A person is qualified to be an ordinary member of the Association if that person is a natural person who has attained the age of eighteen [18] years, PROVIDED THAT not more than two members of a team shall be eligible to be ordinary members (in addition to any member of the Committee who is also a member of the said team).
- C. A person is qualified to be a junior member of the Association if the person is a natural person who has not attained the age of eighteen (18) years.



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- D. A life member shall be any member who shall be elected as such by a two-thirds majority of those present at the Annual General Meeting of the Association and shall thereafter be entitled to, all privileges (including entitlement to vote and take part in the management of the association) as an ordinary member of the association without paying the annual subscription or any special payment for such life Membership. Provided that no member shall be elected a Life member unless he has been a member for a continuous period of not less than five years and has rendered exceptional service to the Association. Not more than two (2) Life members shall be elected in any one financial year. Nominations for Life Membership with proposers and seconds remarks shall be lodged with the Secretary at least one month before the Annual General Meeting. In the event of there being more than two nominations for Life membership the committee will select the two (2) to be proposed for election by the members at the Annual General Meeting.
- E. All players, coaches and managers registered with or appointed by a team member and all members of the committee of such team member and all players coaches and manages and referees registered with or appointed by the Association shall be honorary members of the Association. Honorary members shall have the right to attend any meeting of the Association but shall not be entitled to vote unless that person is also an ordinary member or life member of the Association.
- F. A junior member shall not be entitled to nominate any person for membership or nominate any other person to stand for the committee of the Association or to vote in any election or any ballot of the election of members of the committee of the Association or to vote at any meeting of the Association.
- G. The Griffith Touch Referees Association shall be affiliated with the Association and shall be entitled to nominate up to ten members of the Griffith Touch Referees Association to be delegates to the Association. The said delegates shall be deemed to be and shall have the same rights as ordinary members of the association. The said delegates shall be admitted without the requirement for nomination and without payment of any fee.

Nomination for membership.

3. (1) A nomination of a person for membership of the Association -
- (a) shall be made by a member of the Association in writing **(including by email or other electronic means, if the committee so determines)** in the form set out in Appendix 1 to these rules; and
 - (b) shall be lodged with the secretary of the Association.



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- (2) A nomination of a team for membership of the Association -
 - (a) shall be made in writing (**including by email or other electronic means, if the committee so determines**) in the form set out in Appendix 2 to these rules; and
 - (b) shall be lodged with the secretary of The Association.
- (3) 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.
- (4) Where the committee determines to approve a nomination for membership, the secretary shall, as soon as practicable after that determination,
 - (a) notify the applicant in writing (including by email or other electronic means, if the committee so determines) that the committee approved or rejected the application (whichever is applicable), and
 - (b) if the committee approved the application, request the applicant to pay (within the period of 28 days after receipt by the applicant of the notification) the sum payable under this constitution by a member as entrance fee and annual subscription.
- (5) The secretary shall, on payment by the nominee of the amounts referred to in sub-clause (4) within the period referred to in that clause, enter the nominee's name in the register of members and, upon the name being so entered, the nominee shall become a member of the Association.

Cessation of membership,

4. A team member or person shall cease to be a member of the Association if that team member or person -
 - (a) resigns that membership; or
 - (b) is expelled from the Association; or
 - (c) in the case of an ordinary or life member if that person dies; or in the case of a team member if that team shall cease to exist.
 - (d) fails to pay his, her or its annual membership fee within a period of 28 days from the date appointed in Rule 8 hereof.



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Membership entitlements not transferable.

5. A right, privilege or obligation which a person or team has by reason of being an ordinary member or team member of the Association -
- (a) is not capable of being transferred or transmitted to another person or team; and
 - (b) terminates upon cessation of the person's or team's membership.

Resignation of membership.

6. (1) A member of the Association is not entitled to resign that membership except in accordance with this rule.
- (2) A member of the Association who has paid all amounts payable by the member to the Association in respect of the member's membership may resign from membership of the Association by first giving notice (being not less than 1 month or not less than such other period as the committee may determine) in writing to the secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.
- (3) Where a member of the Association ceases to be a member pursuant to clause (2), 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.

Register of members.

7. (1) The public officer of the Association shall establish and maintain a register of members of the Association specifying the name and address of each person or team who is a member of the Association together with the date on which the person or team 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.
- (3) The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.
- (4) A member of the association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.



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- (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 association or other material relating to the association, or
 - (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.
- (7) If the register of members is kept in electronic form:
 - (a) it must be convertible into hard copy, and
 - (b) the requirements in subclauses (2) and (3) apply as if a reference to the register of members is a reference to a current hard copy of the register of members.

Fees subscriptions.

8. (1) A member of the Association shall, upon admission to membership, pay to the Association such admission fee as is determined by the committee.
- (2) In addition to any amount payable by the member under subclause (1), a member of the association must pay to the association an annual membership fee of \$2 or, if some other amount is determined by the committee, that other amount:
 - (a) except as provided by paragraph (b), before the first day of the financial year of the association in each calendar year, or
 - (b) if the member becomes a member on or after the first day of the financial year of the association in any calendar year—on becoming a member and before the first day of the financial year of the association in each succeeding calendar year.

Members' liabilities.

9. The liability of a member of the Association to contribute toward 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 8.



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Disciplining of members.

10. (1) If any member shall wilfully refuse or neglect to comply with provisions of the Rules or By-laws of the Association or shall be guilty of any conduct which in the opinion of the Committee or Sub-Committee is unbecoming of a member or prejudicial to the interest of the Association the Committee or Sub-Committee shall have power to discipline, reprimand, fine, suspend and expel such member from the Association. Provided that at least seven days before the meeting of the Committee or Sub-Committee at which a resolution to reprimand and/or fine and/or suspend and/or expel such member or any combination thereof is put the member shall have had notice in writing (including by email or other electronic means, if the committee so determines) of such meeting and of what is alleged against him and that he shall at such meeting before the passing of such resolution have had an opportunity giving orally or in writing any explanation or defence he may think fit and provided further that no member shall be expelled from the Association unless the resolution for his expulsion is passed by a majority of two-thirds of those Committee or Sub-Committee Members present and voting.
- (2) In addition thereto any member who is guilty of a breach of playing rules or rules of the game of Touch may be dealt with by the Committee which Committee shall also have the power to discipline, reprimand and/or fine and/or suspend and/or expel any such member in the manner as hereinbefore written. The Committee may delegate its powers hereunder to a Judiciary Committee which shall be a Sub-Committee for the purposes of these Rules.

Right of appeal of disciplined member.

11. (1) A member may appeal to the Association in general meeting against a resolution of the committee which is passed under Rule 10(1), within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) The notice 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) 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.
- (4) At a general meeting of the Association convened under clause (1)
- (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



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- (c) the members present shall vote on the question of whether the resolution should be confirmed, revoked or varied.
- (d) Voting shall be conducted on a show of hands unless the meeting resolves by ordinary majority to conduct a secret ballot.
- (5) Any member dealt with by a sub-committee pursuant to Rule 10 (2) may appeal to the committee provided he lodge with the Secretary within 7 days after such decision is made a notice to that effect. Such appeal shall be heard by the committee as soon as practicable thereafter but in any event within 14 days from the date of lodgement of such appeal.
- (6) In addition thereto any member may exercise any right to appeal that is available to him or such other body controlling Touch in New South Wales with which the Association is affiliated in accordance with the Rules, Constitution, Articles of Association and By-Laws of such bodies.
- (7) In every instance where an appeal has been lodged against a decision, that decision shall be given effect pending determination of the appeal unless the chairman of the body to whom the appeal has been brought shall otherwise determine. In each instance such chairman shall make known to the member and the body his reasons for such determination prior to the hearing of the appeal

PART III - THE COMMITTEE

Powers of the committee.

12. The committee, subject to the Act, the Regulation and these rules and to any resolution passed by the Association in general meeting -
- (a) shall control and manage the affairs of the Association;
 - (b) 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; and
 - (c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the Association
 - (d) may from time to time make, alter or repeal all such by-laws as it may deem necessary or expedient for the proper conduct and management of the association.



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- (e) may form such sub-committees and appoint persons to serve on such sub-committees as may be desirable and appropriate to exercise all its duties and to delegate to such sub-committees such powers as the Committee itself may exercise provided however that any decision or any sub-committee so formed shall be subject to rectification or review by the Committee at any time without notice by ordinary resolution.

Composition and membership.

13. (1) The Committee shall consist of -
- (a) President;
 - (b) Vice President;
 - (c) Secretary;
 - (d) Treasurer;
 - (e) A minimum of three to a maximum of fourteen Committee persons.
- (2) 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.
- (3) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a 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.

Election of Committee.

14. (1) Nominations of candidates for election as members of the committee:
- (a) shall be made in writing, signed by 2 members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and shall be delivered to the secretary prior to the commencement of the annual general meeting at which the election is to take place.
- OR
- (b) at the time nominations are called for during the course of the annual general meeting provided such nomination is moved by two members of the association and the candidate either orally if he be in attendance at the meeting or in writing if he not be in attendance at the meeting indicates his consent to nomination.



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- (2) 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.
- (3) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- (4) The ballot for the election of office-bearers and ordinary members of the committee shall be conducted at the annual general meeting in such usual and proper manner as the committee may direct.
- (5) If insufficient nominations are received the persons nominated shall be deemed to be elected and any vacant positions remaining on the committee shall be deemed to be casual vacancies.
- (6) A person nominated as a candidate for election as an office-bearer or as an ordinary committee member of the association must be a member of the association.

Secretary.

15. (1) The secretary of the Association shall, as soon as practicable after being appointed as secretary, lodge notice with the Association of his or her address.
- (2) It is the duty of the secretary to keep minutes of:-
 - (a) all appointments of **office bearers &** members of the committee;
 - (b) the names of members of the committee present at a committee meeting or a general meeting; and
 - (c) all proceedings at committee meetings and general meetings,
- (3) The Committee may by ordinary resolution delegate to the Administrator any function which would normally be performed by the Secretary.
- (4) Minutes of proceedings at a meeting shall be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
- (5) The signature of the chairperson may be transmitted by electronic means for the purposes of subclause (3).



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Treasurer.

16. 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.

Casual vacancies.

17. (1) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
- (2) For the purposes of these rules, a casual vacancy in the office of a member of the committee occurs if the member:-
- (a) dies;
 - (b) ceases to be a member of the Association;
 - (c) becomes an insolvent under administration within the meaning of the Companies (New South Wales) Code;
 - (d) resigns office by notice in writing given to the secretary;
 - (e) is removed from office under Rule 18;
 - (f) 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
 - (g) is absent without the consent of the committee from three consecutive committee meetings.
 - (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.



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Removal of member.

18. (1) The Association in general meeting 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 representation in writing to the secretary or president (not exceeding a reasonable length and requests that the representations be notified to the members of the Association, the secretary or the president may send a copy of the representations to each 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.

Meetings and quorum.

19. (1) The committee shall meet together for the despatch of business and adjourn at such times and such places and at such frequency the committee may determine.
- (2) Additional meetings of the committee may be convened at any time by the president or by any five members of the committee, notice of which 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.
- (3) Notice of a meeting given under clause (2) 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 agree to treat as urgent business.
- (4) One half of the members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (5) 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 at which meeting **one half of** the members of the committee shall constitute a quorum.
- (6) 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.



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- (7) 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.
- (8) Appointment of association members as committee members to constitute quorum
- (1) If at any time the number of committee members is less than the number required to constitute a quorum for a committee meeting, the existing committee members may appoint a sufficient number of members of the association as committee members to enable the quorum to be constituted.
 - (2) A member of the committee so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
 - (3) This clause does not apply to the filling of a casual vacancy to which clause 18 applies.
- (9) Use of technology at committee meetings
- (1) A committee meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.
 - (2) A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Delegation by committee to sub-committee.

20. (1) The committee may delegate to one or more sub-committees (consisting of such members or non-members of the Association as the committee thinks fit) the exercise of such of the powers and functions of the committee as the committee thinks fit 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) A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.



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- (3) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified by the committee.
- (4) Notwithstanding any delegation under this rule, the committee may continue to exercise any function delegated.
- (5) Any act of thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may **in writing** revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn as it thinks proper.

Voting and decisions.

21. (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 the committee or sub-committee present at the meeting.
- (2) Each member 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 rule 19, the committee may act notwithstanding any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting, to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

PART IV - GENERAL MEETINGS.

Annual general meetings - holding of.

22. (1) The association must hold its first annual general meeting within 18 months after its registration under the Act.
- (2) The association must hold its annual general meetings:
 - (a) within 6 months after the close of the association's financial year, or
 - (b) within any later time that may be allowed or prescribed under section 37 (2) (b) of the Act.



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Annual general meetings - calling of and business at.

23. (1) The annual general meeting of the Association shall, subject to the Act and to rule 22, be convened on such date and at such place and time as the committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be -
- (a) to confirm the minutes of the last preceding annual general meeting and of any 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 &** members of the committee; and
 - (d) to receive and consider the **financial** statement which is required to be submitted to members pursuant to the Act
- (3) An annual general meeting shall be specified as such in the notice convening it.

General Meetings.

24. (1) General Meetings of the Association shall take place at such times and at such places as the committee shall from time to time determine.
- (2) Business at such general meetings shall include:
- (i) confirmation of minutes of preceding general meeting or any special general meeting held since the previous general meeting.
 - (ii) to receive correspondence not previously dealt with by the committee.
 - (iii) to receive reports from members of the committee and any sub-committees.
 - (iv) general business.



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Special general meetings - calling of.

25. (1) The committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (2) The committee, shall on the requisition in writing of not less than **5** per cent of the total number of ordinary members or team members, convene a special general meeting of the Association.
- (3) A requisition by members or team members for a special general meeting -
- (a) shall state the purpose of the meeting;
 - (b) shall be signed by the members making the requisition;
 - (c) shall be lodged with the secretary; and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition
- (4) If the committee 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 secretary, 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 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 member who thereby incurs expense is entitled to be reimbursed by the Association for any expense so incurred.
- (6) For the purposes of subclause (3):
- (a) a requisition may be in electronic form, and
 - (b) a signature may be transmitted, and a requisition may be lodged, by electronic means.

Notice.

26. (1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the secretary shall, at least fourteen days before the date fixed for the holding of the general meeting give to each member notice specifying the place, date and time of the meeting and the general nature of the business proposed to be transacted at the meeting. The notice shall, at the discretion of the Committee, be by prepaid post or by advertisement in a local newspaper.



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- (2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member in the manner provided in clause (1) specifying, in addition to the matter required under clause (1), the intention to propose the resolution as a special resolution.

Note. A special resolution must be passed in accordance with section 39 of the Act.

- (3) No business other than that specified in the notice convening a special general meeting or annual general meeting shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to rule 26(2).
- (4) A member desiring to bring any business before a general meeting shall give notice in writing of that business to the secretary prior to the commencement of the meeting.

QUORUM

27. (1) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Ten per centum of members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, five per centum of the members present shall constitute a quorum.



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Presiding member.

28. (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 members present shall elect one of their number to preside as chairperson at the meeting.

Adjournment.

29. (1) The chairperson 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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a general meeting is adjourned for 14 days or more, the secretary shall give notice of the adjourned meeting to each member of the Association stating the place, date and time of the meeting and the general nature of the business to be transacted at the meeting.
- (3) Except as provided in clauses (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.

Making decisions.

30. (1) A question arising at a general meeting of the association is to be determined by:
- (a) a show of hands or, if the meeting is one to which clause 37 applies, any appropriate corresponding method that the committee may determine, or
- (b) 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—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 association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.



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- (3) Subclause (2) applies to a method determined by the committee under subclause (1) (a) in the same way as it applies to a show of hands.
- (4) 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.

Special resolution.

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

Voting.

32. (1) Upon any question arising at a general meeting of the Association.
 - (a) an ordinary member has one vote;
 - (b) a life member has one vote;
 - (c) a team member has two votes, one vote each to be exercised by two persons authorised by the team member.
- (2) 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.
- (3) A member is not entitled to vote at any meeting of the Association unless all money due and payable by the member to the Association has been paid.
- (4) Proxy votes not permitted
Proxy voting must not be undertaken at or in respect of a general meeting.
Note. Schedule 1 to the Act provides that an association's constitution is to address whether members of the association are entitled to vote by proxy at general meetings.
- (5) Postal or electronic ballots
 - (1) The association may hold a postal or electronic ballot (as the committee determines) to determine any issue or proposal (other than an appeal under clause 12).
 - (2) A postal or electronic ballot is to be conducted in accordance with Schedule 3 to the Regulation.



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- (6) Use of technology at general meetings
- (1) A general meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the association's members a reasonable opportunity to participate.
 - (2) A member of an association who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

PART V - MISCELLANEOUS

Insurance.

33. (1) The Association shall effect and maintain insurance.
- (2) In addition to the insurance required under clause (1), the Association may effect and maintain other insurance.

Funds - source.

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

Funds - management.

35. (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 two committee members being any two of the President, Vice President, Secretary, Treasurer.



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Alteration of objects and rules.

36. (1) Change of name, objects and constitution
An application for registration of a change in the association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.
- (2) The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the Association.

Association is Non Profit.

37. Subject to the Act and the Regulation, the association must apply its funds and assets solely in pursuance of the objects of the association and must not conduct its affairs so as to provide a pecuniary gain for any of its members.
Note. Section 5 of the Act defines pecuniary gain for the purpose of this clause.

Custody of books.

38. Except as otherwise provided by these rules, the public officer shall keep in his or her custody or under his or her control all records, books and other documents relating to the Association.

Inspection of books.

39. Except as otherwise provided by this constitution, all records, books and other documents relating to the association must be kept in New South Wales:
- (a) at the main premises of the association, in the custody of the public officer or a member of the association (as the committee determines), or
 - (b) if the association has no premises, at the association's official address, in the custody of the public officer.

Service of notices.

40. (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 pre-paid post 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



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- (b) in the case of a notice sent by pre-paid post, 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.

Patrons.

41. The Association may elect such Patrons as the Association may from time to time desire which Patron shall hold office for as long as the Association may determine. Patrons shall be entitled to attend all meetings of the Association but shall not be entitled to vote thereat.

Winding up.

42. (1) Subject to the Act and the Regulations, in a winding up of the association, any surplus property of the association is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.
- (2) In this clause, a reference to the surplus property of an association is a reference to that property of the association remaining after satisfaction of the debts and liabilities of the association and the costs, charges and expenses of the winding up of the association.
- Note. Section 65 of the Act provides for distribution of surplus property on the winding up of an association.

Financial year.

- 43 The financial year of the association is:
- (a) the period of time commencing on the date of incorporation of the association and ending on the following 30 June, and
 - (b) each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 July and ending on the following 30 June.

Notes.

1. Schedule 1 to the Act provides that an association's constitution is to address the association's financial year.
2. Clause 19 of the Regulation contains a substitute clause 47 for certain associations incorporated under the *Associations Incorporation Act 1984*.