

**Australian Capital Territory
Athletics Association Incorporated**

Constitution

**Adopted by Special General Meeting of the Association
Tuesday 22 May 2007**

AMENDMENTS TO THE CONSTITUTION SUMMARY

| Date | Forum | Description |
|-------------|-------------------------|---|
| 22 May 2007 | Special General Meeting | Adoption of redrafted Constitution document together with adoption of new By-Laws. |
| 27 May 2011 | Annual General Meeting | Deleted clause 6.3 regarding the number of life membership awarded each year. |
| 30 May 2014 | Annual General Meeting | Change to the financial year to the 1st day of May and end on the 30th day of April. This will commence 1 May 2015. |
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ACT ATHLETICS ASSOCIATION INCORPORATED
CONSTITUTION - 22 MAY 2007

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Part 1: Preliminary

1. Name

- 1.1. The name of the Association shall be the Australian Capital Territory Athletics Association Incorporated ("the Association").
- 1.2. The Association may operate under one or more trading names, including Athletics ACT.

2. Objects

The objects of the Association are:

- 2.1. to manage, develop and promote athletics in the ACT and surrounding regions of south eastern New South Wales;
- 2.2. to regulate the conduct of athletics activities and events;
- 2.3. to be affiliated with Athletics Australia ;
- 2.4. to establish and maintain contact with other athletics bodies;
- 2.5. to ensure representation of the ACT in athletics meetings at national, interstate and interclub levels and, where it is appropriate, to include selection of athletes who are resident in New South Wales and registered with Athletics ACT; and
- 2.6. to deal with any other matter deemed to be in the interest of athletics in the ACT.

3. Definitions

In this Constitution unless the context otherwise requires:

"the Act" means the Associations Incorporation Act 1991 (ACT)

"regulations" means regulations under the Act

"the ACT" means the Australian Capital Territory

"AACT" is the acronym of Athletics ACT, a trading name of the ACT Athletics Association Incorporated ("the Association")

“surrounding regions of New South Wales” means regions of south eastern New South Wales surrounding the ACT, for which Canberra is the nearest major centre of athletics competition, coaching or other athletics services

“the Board” means the Board of Directors of the Association

“Director” means an elected or appointed member of the Board

“Executive Officer” means the person appointed to that position, from time to time, by the Board

“the office” means the registered office of the Association

“general meeting” means an annual general meeting or a special general meeting of the Association

“member”, when used generally in this Constitution, means any class of member of the Association

A “special resolution”, in order to be passed, requires a majority vote in favour by three quarters of those members attending and entitled to vote at a general meeting

“By-Law” means any by-law, regulation or policy made by the Board under Clause 25 of this Constitution

“financial year” means the year ending 30 April in any year

4. Jurisdiction

- 4.1. The Association is recognised by ‘Athletics Australia’ as having jurisdiction throughout the Australian Capital Territory and surrounding regions of south eastern New South Wales over the following activities:
- (a) running, including hurdling, steeplechasing, obstacle racing, cross country running, mountain running and road running;
 - (b) walking;
 - (c) shot putting;
 - (d) discus, javelin, hammer and weight throwing;
 - (e) jumping.

- 4.2. The Constitution, Laws and General Rules of 'Athletics Australia', to the extent that they define and regulate amateur status and all matters related to amateur status, apply in respect of the Association, its Officers and Directors, and members of affiliated bodies.

Part 2: Membership of the Association

5. Members of the Association

- 5.1. There shall be the following classes of member:
- (a) Ordinary member
 - (b) Member club, affiliated with the Association
 - (c) Non-competing member (including coach, official or administrator)
 - (d) Associate member
 - (e) Life member
 - (f) Any other class of member as determined by the Association from time to time in a general meeting.
- 5.2. An ordinary member is a person registered with Athletics ACT and who:
- (a) Is resident in the ACT or surrounding regions of New South Wales for whom Canberra is the nearest major centre of athletics competition, coaching or other athletics services; or
 - (b) attends an educational institution in the ACT full time.
- 5.3. A member club is a club within the ACT or surrounding regions of New South Wales:
- (a) that conducts athletics activities;
 - (b) whose individual members are members of the Association according to the categories 5.1 (a) or (c) or (f) and/or 5.1 (e); and
 - (c) is accepted by the Board as an affiliated club of the Association, subject to any resolution at a general meeting.

- 5.4. A member of the Association may be a member of not more than one member club that is affiliated with Athletics ACT.
- 5.5. The conditions governing the affiliation of member clubs with the Association shall be maintained in the by-laws of the Association.
- 5.6. A non-competing member is any person in the role of coach, official or administrator, who is not registered for athletics competition, and is admitted to membership of the Association.
- 5.7. An associate member:
 - (a) is an incorporated association that is recognised by the Association as a body whose objectives are consistent with those of the Association; and
 - (b) is accepted as an associate member of the Association by a resolution at a general meeting.
- 5.8. The conditions governing associate membership shall be maintained in the by-laws of the Association.
- 5.9. One representative of each associate member may attend general meetings of the Association as a non-voting delegate. Such delegate may speak to motions at the meeting but may not move, second or vote on motions put at the meeting.
- 5.10. All rights, privileges or obligations which a member has by reason of holding membership of the Association shall not be capable of being transferred and shall terminate upon cessation of membership.

6. Life membership

- 6.1. Life membership of the Association may be conferred on any person who has rendered distinguished service to the Association for a period of at least 20 years in any capacity(ies), including athlete, official, coach or administrator in athletics.
- 6.2. A person may be elected as a life member at an annual general meeting by resolution of a three-quarters majority of those members present and entitled to vote, provided that:
 - (a) a nomination shall have been made in writing by a member to the Board; and

- (b) the nomination shall have received the support of the majority of the members of the Board; and
- (c) the nominee shall have consented to the nomination in writing.

- 6.3. A recipient of life membership shall be awarded a badge of a design approved by the Association.
- 6.4. A life member shall be entitled to free admission to all fixtures and events conducted under the auspices of the Association and has the right to one vote at any general meeting.
- 6.5. Life membership may be revoked by resolution at a general meeting by a four fifths majority of members who are present and entitled to vote, provided written notice of such resolution is provided to all members at least fourteen days prior to the general meeting.

7. Other membership awards

- 7.1. A service merit award may be conferred consistent with the rules in Clause 6 for the conferring of life membership, except that:
 - (a) The minimum period of distinguished service shall be 10 years;
 - (b) There shall be no limit to the number of recipients in a calendar year; and
 - (c) A recipient of a service merit award shall not automatically be entitled to free admission to events conducted under the auspices of the Association.
- 7.2. The Association may establish other awards to members by resolution at a general meeting. Such resolution shall specify the criteria, procedures and authority for the conferring of such awards.

8. Membership enrolment and renewal

- 8.1. An individual person may obtain or renew membership of the Association by either:
 - (a) Application for membership/renewal of membership to a member club and acceptance by the club; or

- (b) Application for membership/renewal of membership directly to the office of the Association and acceptance by the Executive Officer of the Association, subject to Clause 8.6.
- 8.2. In the case of membership under Clause 8.1 (a), the club shall forward the membership details with the applicable membership fee to the Executive Officer in accordance with the by-laws.
- 8.3. Upon acceptance of an application for membership pursuant to Clause 8.1 (b), the Executive Officer shall as soon as possible notify the applicant in writing and request payment of any outstanding membership fees, which shall be paid within 28 days after the receipt of such notice. Upon payment the Executive Officer shall enter the name in the Register of Members and from this time the applicant shall be a member of the Association.
- 8.4. Evidence of club membership shall entitle a club member to participate in any competition for which Association membership is a prerequisite.
- 8.5. The Association office shall maintain an up-to-date and accessible register of Association members and their financial status, for each of the member categories listed in Clause 5.1.
- 8.6. Acceptance of any new application for membership of the Association may be rejected by the Board, subject to any resolution passed by the Association at a general meeting.
- 8.7. If an application for membership is rejected by the Board, previous acceptance in accordance with 8.1 (a) or (b) shall be rendered null and void from the time of such previous acceptance and any competition achievement that is recorded from that time shall be invalidated.

9. Membership fees structure

- 9.1. The membership fees of members, non-competing members, any other approved classes of members, and affiliation fees of member clubs, shall be recommended by the Board and approved by the Association at the annual general meeting or at a separate general meeting. Matters to be approved shall include, but not be limited to:
- (a) the level of fees;
- (b) deadlines for payment of fees;

- (c) the fee structure, including any question of annual, part-year, competition or season-based membership fees.
- 9.2. All relevant details of Association membership fees shall be incorporated in the Association's by-laws, and shall be available to any member on request and through the Association's website.
- 9.3. Life members shall not pay any membership fee.

10. Cessation of membership of the Association

- 10.1. Membership of the Association ceases if:
- (a) an individual member dies;
 - (b) a member who is a body corporate is wound up;
 - (c) a member resigns from membership of the Association;
 - (d) a member is expelled from the Association; or
 - (e) a member fails to renew membership of the Association by failing to pay the annual membership fee by the due date.
- 10.2. All resignations from membership of the Association are to be made in writing to the Executive Officer or to the member's club which shall then notify the Executive Officer.
- 10.3. A member is not entitled to resign from membership of the Association unless the member has paid all amounts payable by the member to the Association.
- 10.4. The resignation of a member shall not entitle the member to a refund of the whole or any portion of the applicable membership fee or any other moneys that may have been paid by the member in accordance with this Constitution or by-laws.

11. Rights and obligations of members of the Association

- 11.1. Any member may attend general meetings of the Association.
- 11.2. Any member may propose or second a motion at a general meeting of the Association.

11.3. This Constitution and any by-laws made under it shall be binding on all members.

12. Disciplining of members

12.1. Where the Board is of the opinion that a member:

- (a) has persistently refused or neglected to comply with a provision of this Constitution; or
- (b) has persistently and wilfully acted in a manner prejudicial to the interests of the Association,

the Board may, by resolution:

- (c) expel the member from the Association; or
- (d) suspend the member from such rights and privileges of membership of the Association as the Board may determine for a specified period.

12.2. A resolution of the Board under Clause 12.1 is of no effect unless the Board, 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 12.3, confirms the resolution in accordance with this rule.

12.3. Where the Board passes a resolution under Clause 12.1, the Executive Officer shall, as soon as practicable, cause a notice in writing to be served on the member:

- (a) setting out the resolution of the Board and the grounds on which it is based;
- (b) stating that the member may address the Board 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; and
- (d) informing the member that he or she may do either or both of the following:
 - (i) attend and speak at that meeting;

- (ii) submit to the Board at or prior to the date of that meeting, written representations relating to the resolution.
- 12.4. Subject to Section 50 of the Act, at a meeting of the Board mentioned in Clause 12.2 of this Constitution, the Board shall:
 - (a) give to the member mentioned in Clause 12.1 an opportunity to make oral representations;
 - (b) give due consideration to any written representations submitted to the Board by that member at or prior to the meeting; and
 - (c) by resolution determine whether to confirm or to revoke the resolution of the Board made under Clause 12.1.
- 12.5. Where the Board confirms a resolution under Clause 12.4, the Executive Officer shall, within 7 days after that confirmation, by notice in writing inform the member of that confirmation and of the member's right of appeal under Clause 13.
- 12.6. A resolution confirmed by the Board under Clause 12.4 does not take effect:
 - (a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
 - (b) where within that period the member exercises the right of appeal, unless and until the Association confirms the resolution in accordance with Clause 12.4.

13. Right of appeal of disciplined member

- 13.1. The disciplined member may appeal to the Association in a general meeting against a resolution of the Board which is confirmed under Clause 12.4, within 7 days after notice of the resolution is served on the member, by lodging with the Executive Officer a notice to that effect.
- 13.2. Upon receipt of a notice under Clause 13.1, the Executive Officer shall notify the Board, which shall convene a general meeting of the Association to be held within 21 days after the date on which the Executive Officer received the notice or as soon as possible after that date.

- 13.3. Subject to Section 50 of the Act, at a general meeting of the Association convened under Clause 13.2 of this Constitution:
- (a) no business other than the question of the appeal shall be transacted;
 - (b) the Board and the member shall be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - (c) the members present shall vote by secret ballot on the question of whether the resolution made under Clause 12.4 should be confirmed or revoked.
- 13.4. If the meeting passes a special resolution in favour of the confirmation of the resolution made under Clause 12.4, that resolution is confirmed.
- 13.5. Upon completion of the appeal procedures in accordance with Clause 13, a disciplined member may submit an appeal to Athletics Australia in accordance with the Constitution and By-Laws of Athletics Australia, and subject to any decision of Athletics Australia whether to hear such an appeal.

Part 3: Governance of the Association

14. Summary

- 14.1. The Board of Directors shall control and manage the business of the Association, subject to the Act, the Regulations, this Constitution and any resolution passed by the Association at a general meeting.
- 14.2. The Association shall be under the overall control of the members, exercised through annual general meetings and other general meetings.
- 14.3. A range of positions and committees shall be filled by annual election and/or appointment to manage the activities of the Association, as set out in Clause 24.

15. Officers of the Association

- 15.1. The Officers of the Association shall be:
- (a) the Patron;
 - (b) the President;

- (c) the Finance Director;
- (d) the Public Officer.

16. Board of Directors

- 16.1. The Board, subject to the Act, the Regulations, this Constitution and any resolution passed by the Association in a general meeting:
- (a) shall control and manage the business and affairs of the Association;
 - (b) may exercise all such functions as may be determined by the Association other than those functions that are required by these rules to be exercised by the Association in a general meeting;
 - (c) may perform all such acts and do all things as appear to the Board to be necessary or desirable for the proper management of the affairs of the Association;
 - (d) may determine any question of interpretation of this Constitution or by-laws made under it, or may refer any such question to Athletics Australia for its determination, or may make recommendations on any such question to the Association at a general meeting;
 - (e) may co-opt or invite to participate in its deliberations, but without a vote, for such period as it deems fit, any person or persons whose assistance it considers to be of advantage to the Association;
 - (f) may create such other offices or positions as it deems necessary, and may elect or appoint such persons as it sees fit to specific offices or positions; and
 - (g) may make by-laws in accordance with Clause 25 where necessary to give effect to this Constitution.
- 16.2. Unless the Board makes another appointment, the Executive Officer shall be the Public Officer as required by the Act.
- 16.3. The Board must produce, and make available to members of the Association at the end of each quarter, a report of the activities of the Association during the previous three months.

17. Composition of the Board and conduct of meetings

- 17.1. The Athletics ACT Board will comprise the following positions:
- (a) a President;
 - (b) a Finance Director;
 - (c) four (4) elected Directors; and
 - (d) up to two (2) Board-appointed Directors;
- 17.2. The Executive Officer is a non-voting ex-officio member of the Board.
- 17.3. In addition to the powers and responsibilities of the Board listed in Clause 16.1, the particular roles and duties of the Board members are as follows:
- (a) The President shall:
 - (i) be the co-ordinator of the activities of all the Directors;
 - (ii) be chairperson of all of the meetings of the Board at which he/she is present and willing to act;
 - (iii) be responsible for the public image of the Association and shall generally represent the Association in the public domain.
 - (b) Consistent with the requirements of Clause 27, the Finance Director shall be responsible for:
 - (i) custody and maintenance of accounts and all financial records of the Association;
 - (ii) preparation of financial reports, program budgets and annual budgets for presentation at meetings of the Board and at general meetings;
 - (iii) preparation of the Association's financial records for audit.
 - (c) The members of the Board generally shall be responsible for tasks agreed to between them in carrying out the responsibilities of the Board.
- 17.4. The President, Finance Director and Executive Officer shall form the Executive of the Association.

- 17.5. At the first Annual General Meeting of the Association under this Constitution:
- (a) the President shall be elected for two years;
 - (b) the Finance Director shall be elected for one year;
 - (c) two (2) of the four (4) Directors shall be elected for two years; and
 - (d) the remaining two (2) Directors shall be elected for one year.
- 17.6. At subsequent annual general meetings, elections shall be conducted for Director positions upon the expiry of their terms of office. Subsequent terms of office shall be a period of two years. All members of the Association, with the exception of associate members and member clubs, are eligible for election, subject to Clause 17.7, and all Board members, including the President and Finance Director, shall be eligible for re-election.
- 17.7. A person who is ineligible to hold office under Section 63 of the Act, or is a minor, or is a person under any legal disability, is not eligible to be a Director.
- 17.8. The Board may appoint up to two additional members as Directors with full voting rights in accordance with Clause 17.14. Such appointed Directors shall hold office until the next annual general meeting, unless the appointment is earlier revoked by the Board. The Board may re-appoint such Directors for one or more successive terms ending at each subsequent annual general meeting
- 17.9. If a casual vacancy shall occur in the membership of the Board, the Directors shall have power at any time to fill such casual vacancy.
- 17.10. Where a Director has been appointed by the Board to fill a casual vacancy, that Director shall hold office for the term of the position and shall be eligible for re-election.
- 17.11. Where practicable, at any one time, the number of members of the Board registered with the same member club should not exceed two;
- 17.12. The Board may from time to time appoint committees from its members to consider and report on any matter the Board may refer to such committees.
- 17.13. In the President's absence the meeting shall appoint one of their number to Chair the meeting.

- 17.14. All resolutions at a Board meeting may be passed by a simple majority of those present and voting. The chair shall have a deliberative and, in the event of votes being equal, a casting vote.
- 17.15. Four members of the Board shall be a quorum for meetings of the Board.
- 17.16. The Board shall meet at such times and places as it shall determine but in any event at least 6 times in each year.

18. Resignation or removal of Directors

- 18.1. A Director may be removed by special resolution of the members in a general meeting.
- 18.2. A Director may resign from the Board by providing notice of the resignation to the President or Executive Officer.
- 18.3. A Director shall be deemed to have vacated his or her office and a vacancy in the membership of the Board shall have occurred if the Director:
- (a) is removed from office in accordance with Clause 18.1;
 - (b) dies;
 - (c) ceases to be a member of the Association;
 - (d) resigns from office
 - (e) is found to be ineligible to hold office under Section 63 of the Act;
 - (f) is under a legal disability; or
 - (g) is absent without the leave of the Board from all meetings of the Board during a period of six months.

19. Annual general meeting of the Association

- 19.1. The Association shall in each financial year hold an annual general meeting.
- 19.2. The annual general meeting shall be held on such day as the Board determines but shall not be held later than five months after the end of the financial year.
- 19.3. In addition to any other business that may be transacted at an annual general meeting, the ordinary business of the annual general meeting shall include:
 - (a) confirmation of the minutes of the last preceding annual general meeting;
 - (b) confirmation of the minutes of any special general meeting held since the last preceding annual general meeting;
 - (c) receiving and consideration of reports from the Board and the Auditor on the affairs of the Association during the last preceding financial year, as required by the Act;
 - (d) election of the Directors of the Board, in accordance with Clauses 17.5 and 17.6;
 - (e) election of the Association officers and members of Association committees;
 - (f) election of two Association delegates to the ACT Olympic Council;
 - (g) election of life members;
 - (h) any other elections as required; and
 - (i) appointment of an auditor if the previous auditor has either resigned or terminated his or her appointment in any other way.

20. General meetings of the Association

- 20.1. The Executive Officer shall convene a general meeting if requested to by:
 - (a) the Board;

- (b) any five members of the Association;
 - (c) pursuant to Clause 13 (Right of appeal by disciplined member).
- 20.2. All requests shall be made in writing and shall state the business to be considered at the general meeting.
- 20.3. The Executive Officer shall convene the meeting within 28 days of receiving the request.
- 20.4. The business of a general meeting may include:
- (a) general items of business;
 - (b) confirmation of the minutes of the last preceding annual general meeting;
 - (c) consideration and approval of the Association's budget for the forthcoming financial year;
 - (d) dismissal of one or more Directors;
 - (e) removal of the existing auditor and appointment of a new auditor;
 - (f) amendment or alteration of the Constitution;
 - (g) absolving the Board or any Director of a breach of duty;
 - (h) considering appeals on disciplinary matters; and
 - (i) winding up the Association.
- 20.5. A general meeting may consider any other item of business and may give directions or make recommendations to the Board.
- 20.6. If for any reason a general meeting is not held as required by this Constitution, any five Members may call a general meeting.
- 20.7. The Executive Officer shall, at least 21 days before the date fixed for a general meeting, notify in writing all members of the date, time, location and nature of the business to be conducted at the meeting.
- 20.8. The annual general meeting shall be specified as such in the notice convening it.
- 20.9. No new members shall be accepted by the Association from the time that notice of a general meeting is given until the conclusion of the

general meeting.

- 20.10. Business other than that included in the notice of the general meeting shall be considered only if written notice of the business is given to the Executive Officer at least 14 days prior to the meeting.
- 20.11. Any member wishing to move a motion at a general meeting shall lodge a copy of the motion, seconded by any other member, except an associate member, with the Executive Officer not less than 14 days prior to the date of the general meeting.
- 20.12. The chair at all general meetings shall be the President of the Board and in the absence of the President, the members present shall elect a chair.
- 20.13. The chair at a general meeting may, with the consent of the meeting, adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting at which the adjournment was approved.
- 20.14. Where a meeting is adjourned, notice of the date, time and venue of the adjourned meeting shall be given to members within 48 hours following the adjournment.

21. Quorums at general meetings of the Association

- 21.1. No business shall be transacted at any Association general meeting unless a quorum is present at the time for which the meeting was called.
- 21.2. A quorum for Association general meetings shall be not less than 12 eligible voting members.
- 21.3. If within half an hour after the time appointed for a meeting a quorum is not present, the meeting:
 - (a) if convened on the request of the members, shall be dissolved; or
 - (b) in any other case the chair shall adjourn the meeting and set a date, time and place for a reconvened meeting to be held within 21 days of the adjournment.
- 21.4. If at the adjourned meeting a quorum is not present within half an hour after the time appointed for commencement of the meeting, the members present shall constitute a quorum.

22. Voting at general meetings of the Association

- 22.1. All votes at a general meeting shall be determined by a simple majority except those matters requiring a special resolution, unless otherwise provided for by this Constitution.
- 22.2. If a vote on a resolution is tied then the resolution is lost.
- 22.3. All members are entitled to vote at general meetings on the following basis:
- (a) Each ordinary member, non-competing member and life member shall have one vote;
 - (b) Each member club may be represented by one delegate who shall have one vote;
 - (c) The voting rights of any other class of member that is established under sub-Clause 5.1 (f) shall be determined at the general meeting establishing such class of member.
- 22.4. 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 for which the proxy is appointed. The notice appointing the proxy shall be in the form set out in Appendix 1 to this Constitution.
- 22.5. No member is entitled to vote at any general meeting of the Association unless all money due and payable by the member to the Association has been paid.

23. Elections

- 23.1. A nomination for election as a Director on the Board or other position shall be in writing signed by two members of the Association nominating and seconding, respectively, signed by the nominee and lodged with the Executive Officer not less than 14 days prior to the Annual General Meeting.
- 23.2. The election of all Directors shall take place at the Annual General Meeting and shall be by a ballot. The Chair shall appoint scrutineers to supervise the taking of the ballot. Each member entitled to vote shall indicate on the ballot paper the name of the candidate he or she most prefers. Such votes shall then be counted and the candidate

who receives the most formal votes, shall be elected to office. In the first year of this Constitution, the first two elected Directors shall hold a two-year term and the next two elected Directors shall hold a one-year term.

- 23.3. Elections of other positions are not required to be by secret ballot.
- 23.4. If two or more candidates receive an equal number of votes in favour of their election to an office they shall decide the issue by drawing lots.
- 23.5. A candidate shall be deemed not to have nominated for election for any position if he/she subsequently withdraws his or her nomination.
- 23.6. If there be fewer nominations for election than vacancies, or an equal number of nominations and vacancies, the members nominated shall be declared elected at the Annual General Meeting and nominations for any remaining vacant positions may be called orally at the Annual General Meeting and any ballot necessary shall be conducted in accordance with the foregoing provisions. In the first year of this Constitution, the Board shall determine which Directors will serve two and one-year terms.

24. Annually appointed committees and positions

- 24.1. Subject to any resolution passed by the Association at a general meeting, the Board may from time to time establish positions of officers and committees to manage the essential and ongoing activities of the Association, and shall determine their roles, functions, and, in the case of committees, their size and structure.
- 24.2. Elections of members of the Association to fill these officer and committee positions shall be held at each annual general meeting, but the Board may from time to time appoint members to fill any vacancies in both existing and newly established positions and committees. Members appointed by the Board shall hold office until the next annual general meeting and are eligible for re-election.
- 24.3. The occupants of such officer and committee positions shall not be members of the Executive of the Association, but the President and the Finance Director shall be ex-officio members of all such committees.
- 24.4. The officers and committees shall report:
 - (a) to the Board through the Executive Officer in accordance with reporting arrangements determined by the Board;

(b) in writing to each annual general meeting.

24.5. Full details of these positions shall be incorporated in the by-laws of the Association.

25. By-laws

25.1. Subject to the Act and the Regulations, the Board may make, amend or rescind any by-laws on any matter it sees fit, which may be necessary or expedient or convenient for the proper conduct and management of the Association.

25.2. Any by-laws made by the Board shall remain in force until rescinded or amended.

25.3. A by-law shall not be inconsistent with or repeal anything contained in this Constitution.

25.4. All by-laws shall be consistent with the Constitution, Laws and General Rules of 'Athletics Australia';

25.5. Any by-law may be set aside or amended by a resolution passed at a general meeting.

25.6. The Board shall ensure that the by-laws are maintained up-to-date and made accessible to any member on request and via the Association's website. The by-laws document shall include an index to show the date and a summary of each addition to or alteration of the by-laws.

25.7. The matters set out in by-laws may include, but shall not be limited to, the following:

- Management of membership processing, registration procedures and documentation
- List of member clubs and associate members; detailed arrangements and rules relating to their affiliation to the Association
- Rules for first and second claim club membership
- Membership fees and membership fees structure, subject to the requirements of Clause 9
- Revenue raising
- Detailed listing and explanation of the powers of the Association and their practical application
- The scope and details of the Association's competition and other relevant activities
- Association-sanctioned athletics meetings and associated rules
- Any delegation of powers by the Board

- Responsibilities and functions of office bearers and committees
- Association awards, subject to the requirements of Clauses 6 and 7
- Rules relating to competition records at all levels
- Competition uniforms, descriptions, rules on wearing, and related matters
- Association colours, badges, flag, blazer and related matters

Part 4: Financial management of the Association

26. Financial year

The financial year of the Association shall commence each year on the 1st day of May and end on the 30th day of April.

27. Financial management

- 27.1. The Board will ensure that the Association complies with all financial requirements and obligations set out in the Act.
- 27.2. Subject to any resolution passed by the Association in a general meeting, the funds of the Association shall be used in pursuance of the objects of the Association in such manner as the Board determines.
- 27.3. All expenditure, or proposals to commit the Association to expenditure, except expenditure under the Petty Cash arrangements, shall be approved by any two members of the Board or by one member of the Board and by an employee of the Association authorised by the Board to do so.
- 27.4. The Executive Officer is authorised to hold a Petty Cash float and make payments from this float as necessary.
- 27.5. The method of payment of liabilities includes, but is not limited to, cheques, bills of exchange, promissory notes, other negotiable instruments and electronic means such as direct credit and Bpay.
- 27.6. The Board shall prepare annually a draft budget for the forthcoming financial year, and present it to a general meeting for approval by no later than 31 October in each year.

28. Audit

- 28.1. The auditor shall be a person who is not a Director, office bearer, committee member or the Public Officer of the Association.
- 28.2. The auditor shall be appointed in accordance with the provisions of the Act. An auditor so appointed shall hold office until he or she either resigns, or is removed.
- 28.3. An auditor may be removed only by a special resolution passed at a general meeting.
- 28.4. If the position of auditor is vacant or becomes vacant for any reason, the Board shall appoint a temporary auditor who shall have all the powers and duties of the auditor.
- 28.5. The temporary auditor shall hold office until the conclusion of the next annual general meeting.
- 28.6. The auditor shall have all duties or powers prescribed by the Act.

Part 5: Miscellaneous

29. Seal of the Association

- 29.1. Subject to any decision of the Board or a general meeting, the seal of the Association shall be in the form of a rubber stamp, inscribed with the name of the Association encircling the word 'Seal'.
- 29.2. The seal of the Association shall not be affixed to any instrument except by the authority of the Board and the affixing thereof shall be attested by the signatures of two members of the Board or such other persons as the Board may appoint for the purpose and that attestation is sufficient for all purposes that the seal was affixed by authority of Board.
- 29.3. The seal shall remain in the custody of the Executive Officer.

30. Members' liability

The liability of a member to contribute towards the payment of 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.

31. Service of notices

- 31.1. For this Constitution, a notice may be served by or on behalf of the Association on any member, either personally, electronically, or sending it by post to the member at the member's address shown in the register of members.
- 31.2. The principles set down in Clauses 31.1 and 31.2 shall be equally valid in the case of a document served by a person or body on the Association.

32. Surplus property

- 32.1. At the first general meeting following adoption of this Constitution, the Association shall pass a special resolution nominating:
- (a) Another association for the purposes of the Act, Section 92 (1) (a);
or
 - (b) a fund, authority or institution for the purposes of the Act, Section 92 (1) (b)
- in which it is to vest its surplus property in the event of the dissolution or winding up of the Association.
- 32.2. An association nominated under Clause 32.1 (a) must fulfil the requirements specified in Section 92 (2) of the Act.

33. Custody and inspection of books and documents

- 33.1. The records, books and other documents of the Association shall:
- (a) remain in the custody of the Executive Officer; and
 - (b) be open to inspection at the Association office, free of charge, by any member of the Association during office hours.

34. Alteration of the Constitution

- 34.1. Alteration of this Constitution may be made only by a special resolution at a general meeting, whether or not called specifically for the purpose, and passed by at least three quarters of those members present and entitled to vote.

- 34.2. Notice of a proposed alteration shall be given in writing to the Association at least 28 days prior to the general meeting at which the proposed alteration is to be moved.
- 34.3. At least 21 days notice of the general meeting, accompanied by notice of intention to propose the resolution as a special resolution, shall be given to the members of the Association.
- 34.4. The motion to alter this Constitution:
 - (a) may include rescinding of, or adding to, the whole Constitution or any part thereof,
 - (b) shall be in specific terms; and
 - (c) shall refer to the Clause, paragraph or sub-paragraph concerned.
- 34.5. Upon approval of a resolution to alter this Constitution, the Board shall, not later than one month after the approval, lodge with the Registrar – General a notice setting out the particulars of the alteration, including a declaration by at least two members of the Board that a special resolution referred to in Clause 34.1 was duly passed by the Association. Alteration of this Constitution shall have no effect until the requirements of the Act have been complied with.

Appendix 1

Form of appointment of proxy

(see Clause 22.4)

Note: A proxy vote may not be given to a person who is not a member of the Association

I,
(full name)

of
(address)

a member of ACT Athletics Association Incorporated

appoint

.....
(full name of proxy)

of
(address)

a member of ACT Athletics Association Incorporated, as my proxy to vote for me on my behalf at the Annual General Meeting / general meeting (delete as appropriate) of the Association to be held on

..... and
at any adjournment of that meeting.

* My proxy is authorised to vote in favour of / against (delete as appropriate) the resolution (insert details).

.....
(Signature of member appointing proxy)

Date

(* To be inserted if desired)

Note: A proxy vote may not be given to a person who is not a member of the Association

Appendix 2

AMENDMENTS TO THE CONSTITUTION DETAILS