



Constitution

Ku-ring-gai Netball Association Inc

Adopted 15 June 2021

**KU-RING-GAI NETBALL ASSOCIATION INC.
CONSTITUTION**

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1. GENERAL

a) DEFINITIONS

For the purposes of this Constitution,

'Affiliated Club' means any club (comprising one or more teams) which has paid the prescribed annual affiliation fee to the Association.

'Annual Report' means the report provided annually by the Association at the Annual General Meeting.

'Association' means the Ku-ring-gai Netball Association Inc.

'Boundaries' means the boundaries of the Association as defined in 1(g) of this constitution.

'By Laws' mean the By-Laws of the Association

'Chairperson' means the elected President of the Association or as otherwise required by clause 4 a).

'Club Delegate' means a duly appointed representative of an Affiliated Club of the Association.

'Council' means those members appointed in accordance with clause 5a) of this Constitution.

'Executive Committee' are those members elected in accordance with clause 5d) of this Constitution.

'Instrument' means any document pertaining to the governance of the Association, and includes, but is not limited to, this Constitution, and the associated policies of the Association.

'Life Member' means any member of the Association elected to such membership in accordance with this Constitution.

'Member Protection Policy' means the Netball NSW Member Protection Policy.

'Netball NSW' means the controlling body for Netball in New South Wales.

Non Affiliated Clubs are teams which do not constitute an affiliated team

'President' means the person elected to the position under clause 4 (b)(vi)(f) of this Constitution.

'Public Officer' means the person appointed to that role by the Association in accordance with any relevant policy.

'Register' means the register of members kept in accordance with clause (3d)

'Registered Member' means any financial member or Life Member of the Association.

‘Returning Officer’ means the person appointed to the position as per clause 4 (b) of this Constitution.

‘Rules and By Laws’ means the Rules and By laws set down by the Association from time to time governing all aspects of the organisation, development and conduct of Netball by the association.”

‘Secretary’ means the person elected to the position under clause 4(b) of this Constitution.

‘Senior Member’ means a Registered Member who has attained the age of 18 years.

‘Special Council Meetings’ means a Council Meeting called pursuant to clause 4 (c)

‘The Office Bearers of the Association’ mean the members of the Executive Committee plus those persons elected to the Office Bearer position under clause 4(b)(vii)

‘Vice President’ means the individual appointed by the Executive Committee to act in the role for the year under 5 (d)(i)

b) INTERPRETATION

- i) Where this Constitution conflicts with any other instrument of the Association, this Constitution shall prevail.
- ii) Where ambiguity exists between this Constitution and any other instrument of the Association, the natural interpretation of the Constitution shall prevail.
- iii) The Council shall hold the power to deal with and adjudicate upon all questions and disputes as to the interpretation of the Constitution, rules and associated policies.

c) TITLE

The name of the Association shall be the Ku-ring-gai Netball Association Inc.

d) TYPE OF ORGANISATION

The Association is a ‘not-for-profit’ organisation whose income and property is applied solely towards the promotion of the objects of the Association. No funds or property shall be paid or transferred directly or indirectly by way of dividend or bonus or by way of profit to or amongst the members.

e) COLOURS

The Association’s colours will be Green, Navy, Yellow and White.

f) ASSOCIATION LOCATION

The Association office and facilities are located at Canoon Road, Turramurra.

g) BOUNDARIES

The Association boundaries are defined by the clubs that are the members of the Ku-ring-gai Netball Association.

h) OBJECTS

The objects of the Association are:

- i) to further the interests of its members and promote and control the game of Netball within the boundaries of the Association;
- ii) to promote, regulate and control competition matches between Affiliated Clubs and to control all premierships, carnivals and netball activities of the Association;
- iii) to select and manage the Association's representative teams;
- iv) to affiliate with and support Netball NSW;
- v) to co-operate with other affiliated organisations in New South Wales for the furtherance of Netball; and
- vi) adopt and adhere to the Netball NSW Member Protection Policy.

i) PATRON

The Association Executive Committee may from time to time appoint one or more patrons and may also cancel any such appointment.

2. AFFILIATION WITH NETBALL NSW

The Association shall affiliate with Netball NSW annually as required under the Netball NSW Constitution and any relevant Netball NSW policies.

3. MEMBERSHIP

Membership of the Association shall be divided into the following categories:

a) ORDINARY MEMBERSHIP

- i) The Association is the controlling body for netball within its boundaries and its authority shall be recognised by all Registered Members who shall adopt and obey this Constitution and the policies of the Association.
- ii) The Association may admit to membership, Registered Members as defined by the Constitution or any other relevant policy of Netball NSW.
- iii) A person ceases to be a Registered Member of the Association if the person:
 - a) dies;
 - b) ceases to be financial under Clause 3 d) ii) below; or
 - c) is expelled from the Association in accordance with the Member Protection Policy.
- iv) The Executive Committee may reject any application for membership without assigning any reason therefore.

b) LIFE MEMBERSHIP

This award is presented at the Annual General Meeting of KNA held in November each year. This award is for Members of KNA in recognition for their excellent and outstanding contribution towards the development of netball in this region and success of KNA.

To be eligible for this award the nominee must have given at least 15 years of voluntary service to KNA in more than one role.

As this is one of the highest awards to be bestowed in KNA it is proposed that a committee be set up consisting of two (2) active life members, KNA President or their nominee and/or one invited member. This committee will be responsible for meeting to consider the nomination/s and make a recommendation to the Executive as to the eligibility of the nominee. The committee will also advise the Executive if a candidate is not successful and why.

- i) Nominations for this award are to be received by 31st July in the year that the request for this award is to be considered.
- ii) The nomination will be sent out to the clubs, as a confidential vote, and must be approved by a majority of at least two thirds (2/3) of all eligible voting members of the Association and clubs affiliated with KNA. This voting will be a postal vote and received back at least two (2) weeks prior to the AGM..
- iii) Voting can be either a postal on an online vote. These votes are to be sent to the Chair of the Committee (Life member) set up to consider the nomination. Address and online contact will be issued at the same time as the nominee details are sent out. In order for votes to be valid they must be received back at least two (2) weeks prior to the AGM.
- iv) If an affirmative vote is returned, the award of Life Membership will be announced and presented at the Annual General Meeting.

Life Members' Criteria

- (a) An Individual Member may be nominated to receive Life Membership of KNA in recognition of not less than fifteen (15) years outstanding service to netball in KNA
- (b) A candidate for election as a Life Member must be nominated in writing by two (2) Senior Individual financial Members of affiliated Clubs, who are at least 18 years of age with such nominations being received by the Chair (Life Member as appointed) of the Awards committee by 31 July each year.
- (c) A committee will be set up each year consisting of two (2) active Life Members, The President or their nominee and/or an invited member to receive and review all nominations received to ensure the nomination meets criteria as defined and, if appropriate, put forward such nomination to the Executive for ratification.

- (d) Once approval for voting to proceed has been given by the Executive, a ballot for the award of Life Membership shall be conducted in accordance with the Election and Voting Policy. If an affirmative vote is returned, the award of Life Membership will be announced and presented at the Annual General Meeting.
- (e) The Committee may only under extraordinary circumstances submit more than one and no more than two names to the Executive for ratification of this award in any one year.

Life Members once Elected

All KNA Life Members will be registered directly with Netball NSW by KNA.

Life Members will be entitled to attend all meetings with full voting rights. KNA will be responsible for the registration and/or membership fees of life members

A person ceases to be a life member of KNA if the person:

- (a) dies, or
- (b) is expelled from KNA in accordance with the Member Protection Policy.

c) HONORARY MEMBERSHIP

- (i) The Council may invite persons to join the Association as Honorary Members for a specific time or purpose as determined by the Council, provided two (2) members of Council nominate such person.
- (ii) An Honorary Member may be admitted to Council, without voting power.
- (iii) Where an application is approved by the Council the Secretary must promptly notify the applicant in writing and details must be entered in the Register.

d) MEMBERSHIP FEES AND MISCELLANEOUS FEES

- i) All Registered Members of the Association will be financial members between 1 January and 31 December of the year in relation to which membership is paid.
- ii) A Registered Member ceases to be financial if they:
 - a) fail to renew their membership; or
 - b) fail to pay to the Association money they owe to the Association within the required timeframe.

e) REGISTER OF MEMBERS

- i) The Secretary of the Association may also hold the position of Public Officer for the Association.

- ii) The Association shall establish and maintain a register of members of the Association specifying the name and address of each person who is a Registered Member of the Association, together with the date on which the person became a Registered Member.
- iii) The register of members shall be kept at the principal place of administration of the Association and shall be open for inspection by any Registered Member of the Association at any reasonable hour free of charge however, such inspection shall be limited to viewing the names of Registered Members only.

f) MEMBERS' LIABILITY

The liability of a Registered 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.

g) AFFILIATION OF CLUBS

In order to become affiliated with the Association, clubs must:

- i) Consist of one or more teams comprising Registered Members of Netball NSW.
- ii) Pay an annual affiliation fee as determined by the Council at the Annual General Meeting each year.

h) CLUB DELEGATES

- i) Affiliated Clubs shall each have the right to nominate two Club Delegates to the Council. Club Delegates must be a member of the relevant club.
- ii) The Secretary of each Affiliated Club shall notify the Association's Secretary of the names and addresses of Club Delegates at least seven days prior to the first meeting of Council each year.
- iii) An Affiliated Club has the right to withdraw a Club Delegate and appoint another Club Delegate in their place at any time.
- iv) A vacancy shall be deemed to have occurred in respect of any Club Delegate who has, without leave of Council, failed to attend three consecutive Council meetings.
- v) Any such vacancy shall be filled by a nominee of the Affiliated Club whose Club Delegate has caused the vacancy.
- vi) Where an Affiliated Club does not have a minimum of one club delegate in attendance at any meeting of Council, that club will be liable to a fine which will be set by Council from time to time
- vii) At each meeting all Club Delegates present shall sign on attendance book and shall state the club that they represent at that meeting.
- viii) A Club Delegate may represent one club only at any meeting
- ix) A Club Delegate must be a Senior Member

4. MEETINGS

a) MEETINGS – GENERAL PROCEDURE

- i) The President shall take the chair at all meetings of the Council (ordinary and special) and/or Executive Committee. In the President's absence the chair shall be taken by the Vice President.
- ii) If neither the President nor Vice President is present within thirty minutes of the time fixed for the commencement of the meeting, the members present shall elect a Chairperson.
- iii) A quorum for ordinary Council meetings shall consist of half the total number of the Association's Executive Committee members, at least one half of the Office Bearers; and Club Delegates representing at least one-half of the Affiliated Clubs. A quorum for Executive Committee meetings shall consist of half of the total number of the Executive Committee plus one. All Meetings may take place at venue to be advised or via Electronic means as deemed appropriate.
- iv) If no quorum is present thirty minutes after the time fixed for the commencement of a meeting it shall be adjourned to such time and place as the Chairperson shall decide. The Secretary shall give written notice thereof to each Office Bearer, Life Member and to the Secretary of each Affiliated Club.
- v) The accidental omission to give any member the required notice shall not invalidate a meeting or any of the business of the meeting.
- vi) Questions arising at an ordinary meeting of the Council, Executive Committee or any sub-committee are to be determined by a simple majority of votes cast by eligible members. Each eligible member shall have one vote to be taken in such a manner as the Chairperson shall direct, except that a secret ballot shall be taken if any member requests it.
- vii) In the case of an equality of votes, the President (or the person otherwise presiding) shall, in addition, have a casting vote.
- viii) There shall be no voting by proxy at any meeting of the Association.

b) ANNUAL GENERAL MEETING

- i) An Annual General Meeting of the Association shall be held in the month of November of each year.
- ii) All Registered Members may attend but voting shall be restricted to Senior Members who are members of the Executive Committee, Office Bearer, Life Members, and two nominated Club Delegates from each Affiliated Club.
- iii) Not less than twenty-one days' written notice of the Annual General Meeting of the Association shall be given to each member of the Executive Committee, Office Bearer, Life Member, Patron, Delegate and the Secretary of each Affiliated Club.
- iv) A copy of the Association's Annual Report and where possible, the audited balance

sheet shall accompany such notice

- v) A quorum for an Annual General Meeting shall consist of half the total number of the Association's Executive Committee members and at least one half Office Bearers, and delegates from at least half of all Clubs.

- vi) The business of the Annual General Meeting shall be:
 - a) Confirmation of the minutes of the previous Annual General Meeting;
 - b) Consideration and adoption of the Annual Report and audited balance sheet;
 - c) Appointment of an auditor for the following year;
 - d) Appointment of a Returning Officer (where appropriate)
 - e) Set fees for the coming year –may be set at the next General meeting
 - f) Election of Executive Committee Member positions President, Treasurer and Secretary and at least minimum of two (2) and a maximum of four (4) additional Executive committee
 - g) Election of Office Bearers.

- vii) The following Office Bearers positions shall be elected
 - a) Club Coaching Convenor
 - b) Fixtures Convenor
 - c) Grading Convenor
 - d) Grounds Convenor
 - e) Junior Registrar
 - f) Junior Rep Selection Convenor -may be elected at a Special General Meeting
 - g) Night Comp Co-ordinator
 - h) Rep Liaison Officer –may be elected at a Special General Meeting
 - i) Senior registrar
 - j) Senior Rep Selection Convenor –may be elected at a Special General Meeting
 - k) Umpires Convenor

- viii) The following Sub-Committees shall be **elected** each year:
 - a. Coaching Committee
 - b. Grading Committee
 - c. Grounds Committee
 - d. Rep Appointments Panel may be elected at a Special General Meeting
 - e. Rep Liaison Committee may be elected at a Special General Meeting
 - f. Special Events Committee
 - g. Umpires Committee.

- ix) The following additional sub-committees will be **appointed** each year:
 - a) Fixtures Committee
 - b) Representative Committee
 - c) Wet Weather Committee.
 - d) Senior Rep Selection Committee.

- x) Nominations for election signed by two Senior Members and with the written consent of the nominee shall be lodged with the Returning Officer or Association Secretary at least twenty-eight days prior to the meeting at which the elections are to be held.
- xi) Qualifications should accompany each nomination.
- xii) To be eligible for nomination as an Executive member or an Office Bearer a nominee must be a Registered Member of both Netball NSW and the Association.
- xiii) Current Executive Committee members and Office Bearers shall be eligible for re-election.
- xiv) The President of the Association shall not hold the position of President of an Affiliated Club.
- xv) No person should be elected to more than one position as an Office Bearer.
- xvi) Not more than two of the members of the Executive Committee shall be members of any one Affiliated Club.
- xvii) Executive Committee members and Office Bearers elected at the Annual General Meeting shall assume office at the conclusion of the Annual General Meeting and shall hold office for the ensuing year, unless they are removed or resign in the interim.
- xviii) Persons elected by The Council at the June Special General Meeting shall assume office immediately and hold office until the next June Special General Meeting.
- xix) An Executive committee member or an Office Bearer may resign their position by providing written notice of their intention to do so to the Association Secretary. The Council shall, at its next meeting, by resolution appoint a replacement to hold the position for the remainder of the resigned person's term of office.

c) SPECIAL COUNCIL MEETINGS

- i) Special Council Meetings shall be called by the Secretary:
 - a) at the direction of the President;
 - b) upon receipt of a requisition signed by not less than one quarter of the members of Council.
- ii) All Registered Members may attend but voting shall be restricted to Senior Members who are members of the Executive , Office Bearers, Life Members and two nominated Club Delegates from each Affiliated Club.
- iii) Not less than twenty-one days' written notice shall be given to members of Council and to the Secretary of each Affiliated Club, specifying the time and location of a Special Council meeting and the nature of the business to be considered.
- iv) A quorum for a Special Council meeting shall consist of half the total number of the Association's Executive Committee members, Office Bearers and Club Delegates

representing Affiliated Clubs.

5. ORGANISATIONAL STRUCTURE

a) COUNCIL

- i) The Council shall consist of:
 - a) the Executive Committee Members
 - b) the Office Bearers of the Association
 - c) Life Members;
 - d) two Delegates from each Affiliated Club who are Senior Members of that club
- ii) The Council shall meet at least three (3) times each year on dates to be fixed by the Council.
- iii) Not less than seven days' written notice shall be given specifying the time and place of the meeting of Council, and any special business to be dealt with.
- iv) Order of business at Council meetings shall be:
 - a) Apologies;
 - b) Confirmation of Minutes;
 - c) Business Arising from Minutes;
 - d) Notices of Motion;
 - e) Elections;
 - f) Correspondence and business arising;
 - g) Reports:
 - Executive Committee;
 - Treasurer;
 - Umpires Convenor;
 - Coaching Convenor;
 - Representative Convenor;
 - Other Officer Bearers Reports;
 - Sub-Committees;
 - Delegates to other organisations;
 - Any other reports;
 - General business.
- v) Association delegates to other organisations are to submit a report to the Secretary of all meetings/functions attended on behalf of the Association within twenty-eight days of such meeting/function.

b) POWERS OF COUNCIL

- i) The Council shall be responsible for the execution of the objects of the Association and without in any way limiting this responsibility shall have power:
 - a) to control and manage the affairs of the Association;
 - b) to fix fees payable by members and to enforce payment thereof;

- c) to control the funds of the Association and for that purpose to open and operate banking accounts; to invest funds in any manner authorised by law for the investment of trust funds; to acquire real and personal property of all descriptions and to sell or otherwise dispose of it; to borrow money on behalf of the Association and to give security therefore; to enter into guarantees of indebtedness on behalf of any Affiliated Club; and, generally, to carry out and attend to all such matters as shall be necessary for the proper management and control of the property of the Association;
- d) to empower the Executive Committee to take action in accordance with the Netball NSW Member Protection Policy or relevant Association policies against any Affiliated Club or Registered Member
- e) to appoint second delegate and two proxy delegates to represent the Association on the Council of Netball NSW
- f) to appoint any delegate or delegates to represent the Association for any purpose with such powers as may be thought fit;
- g) to ensure that the Administration Officer of the Association forwards to Netball NSW, on or before April 1 in each year, the names and addresses of existing members of Netball NSW together with the names and addresses of new applicants for Netball NSW membership, who have paid their annual membership fee specifying the class of those members;
- h) to submit supplementary names and addresses of new members of Netball NSW., be forwarded monthly to Netball NSW specifying the class of those members;
- i) upon receipt by Netball NSW of those names, grant to those persons listed in clause g) and h) membership for the relevant calendar year.

c) INCOME AND PROPERTY

- i) **Application**
The Associations income and property must be applied solely towards promoting the Association's Objects and the Association's income and property must not be applied for the profit or gain of its individual members.
- ii) **No distribution**
No part of the Association's income or property may be paid, transferred or distributed, directly or indirectly, by way of dividend, bonus, fee or otherwise, to any of the Members of the Association.

- iii) Exception
This clause does not prohibit making a payment approved by the Council of the Association for out of pocket expenses incurred by an Office Bearer in performing a duty as an Office Bearer of the Association.

d) EXECUTIVE COMMITTEE

- i) The Executive Committee shall consist of the following voting members:
President;
Vice-President;
Secretary;
Treasurer;
plus up to 3 additional Executive Committee members .
The Executive Committee shall appoint one of their numbers to act as Vice President of the Association for the year.
- ii) Regular Executive Committee meetings shall be held on dates determined by the Executive Committee at the first Executive Committee meeting after the Annual General Meeting. A minimum of four (4) meetings must be held.
 - 1. The immediate past president may be invited to attend any Executive Committee Meetings for one (1) year without voting rights
 - 2. The Administration Officer and the Minute Secretary will be invited to attend all Executive Committee Meetings but will not have any voting rights,
 - 3. The minutes of each Executive Meeting and correspondence list shall be made available for distribution to each Club Secretary and all Council Delegates and for publication on the Association Website
- iii) Should it be necessary to call additional meetings, all Executive Committee members shall be notified at least forty-eight hours prior to the meeting being held.
- iv) Should a quorum of the Executive Committee be present, an emergency meeting may be convened at any time.
- v) Any member of the Executive Committee who, without leave of the Executive Committee, has failed to attend three consecutive meetings shall be deemed to have resigned and shall be replaced in accordance with this Constitution.
- vi) The first duty of a member of the Executive Committee shall be an Association function as opposed to a club function.

e) DUTIES OF EXECUTIVE COMMITTEE

- i) The Executive Committee shall exercise the functions and powers of the Council between meetings of the Council and its decisions shall be subject to ratification by the Council at the next meeting.
- ii) Ensure the presentation of a financial report to all Council meetings and make recommendations to Council on matters of finance and policy.
- iii) The Executive Committee is empowered by Council to take appropriate action under the Member Protection Policy pursuant to this Constitution against any Affiliated Club or Registered Member of the Association. Any decision taken under the Member Protection Policy is not subject to ratification by Council.

f) PUBLIC OFFICER

- i) The Secretary or some other person nominated by the Executive Committee shall act as Public Officer for the Association.
- ii) The Public Officer may attend and speak at any meetings of the Association but shall not be entitled to vote unless otherwise having the right to do so.

6. ADMINISTRATION

a) FINANCE

- i) The funds of the Association shall be derived from annual Membership fees, other fees and donations, levies and, subject to any resolution passed by the Association in a Council, Special Council or Annual General Meeting, such other sources as the Executive Committee determines.
- ii) The main banking accounts of the Association shall be kept at a financial institution approved by the Council and all cheques operating on the accounts shall be signed by any two of the President, Secretary, Treasurer or Nominated Executive Committee Member.
- iii) The Financial Year of the Association shall commence on 1st October and end 30th September of the ensuing year
- iv) The current financial institution statements shall be tabled at each meeting of Council, together with a written financial report.
- v) The books of the Association shall be audited each year by a qualified person who is not a member of the Association.
- xi) An audited balance sheet shall be presented to each Annual General Meeting.
- xii) All Netball NSW fees shall be paid by the due date

b) EMPLOYEES

The Executive Committee may appoint and determine the terms of employment of employees to the Association. An employee shall not be a member of the Association's Executive Committee.

c) CUSTODY OF BOOKS

Except as otherwise provided by these rules, all records, books and other documents relating to the Association shall be kept under the custody or control of the Public Officer .

d) INSPECTION OF RECORDS

Any Registered Member may inspect the books of account and minute book of the Association to the extent permitted by law at any reasonable time.

e) EFFECT OF, AND ALTERING, THIS CONSTITUTION

i) Effect of Constitution

This Constitution will have effect as a contract:

- (a) between the Association and each Affiliated Club of the Association;
- (b) between the Association and each Member;
- (c) between a Member and each other Member,

pursuant to which each Member agrees to accept the provisions of this Constitution, and comply with those provisions, so far as they apply to that Member.

ii) Altering the Constitution

This Constitution and the By Laws of the Association may be altered by special resolution passed by at least three quarters (75%) of the votes cast at an Annual General Meeting or Special Council Meeting of the Association of which not less than twenty-one days' written notice specifying the resolution/s to be proposed has been given.

Any alteration made to the Constitution of the Association shall be forwarded to Netball NSW within twenty-eight days of the meeting at which such alteration was made.

f) DISSOLUTION OF THE ASSOCIATION

The Association shall not be dissolved except by special resolution passed by a majority of at least three quarters (75%) of the votes cast at a Special Council meeting of the Association of which not less than twenty-one days' written notice specifying the resolution to be proposed had been given.

In dissolution of the Association, any property whatsoever remaining after the determination and settlement of all debts and liabilities shall be paid or transferred to Netball NSW to be used for the promotion of Netball