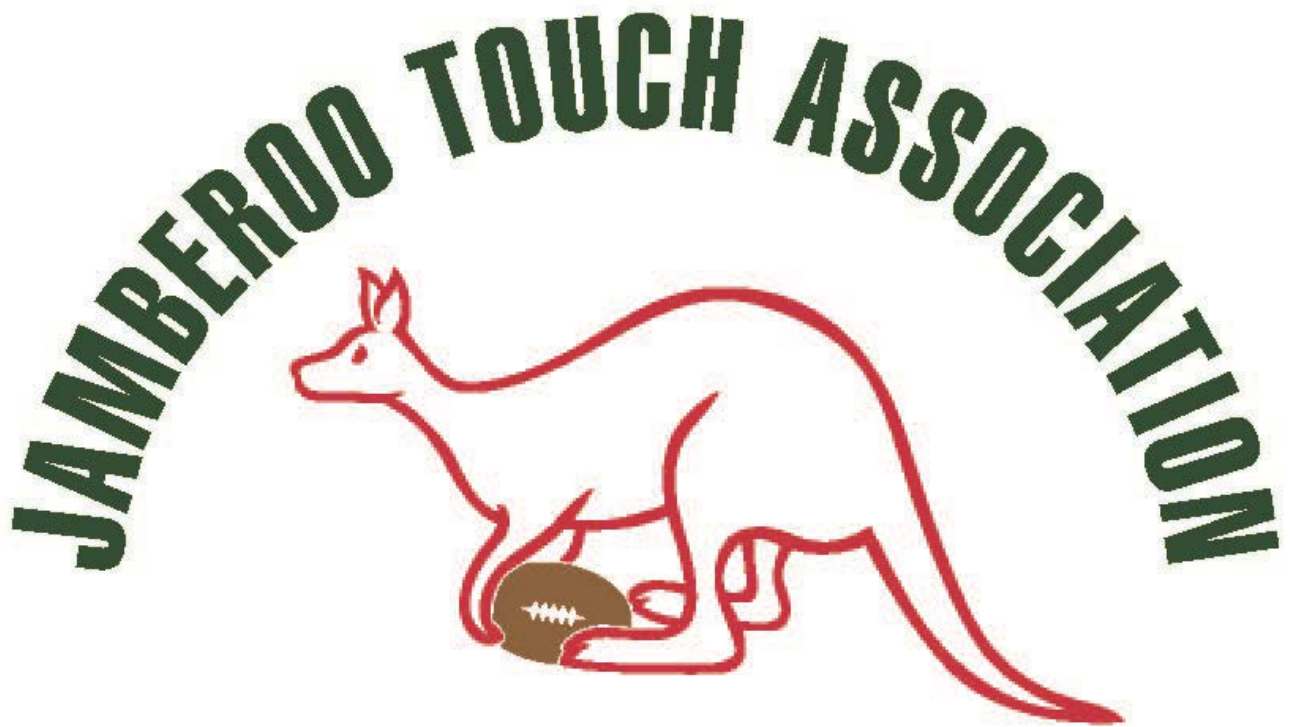


The  
Constitution  
Of



September 2018

# Jamberoo Touch Incorporated Constitution

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## 1. TITLE

The name of this association shall be Jamberoo Touch Incorporated, referred to in this constitution as the "Jamberoo Touch Association".

## 2. AIM AND OBJECTS

To organise and govern competitions for the playing of the sport of Touch Football for members of the Jamberoo Touch Association drawn generally from Jamberoo and its surrounding regions.

The functions of the Jamberoo Touch Association are:

- a. To act as a not for profit organisation with the sourcing and investment of funds for the sole purpose of realising the aims of the Jamberoo Touch Association, and
- b. To promote, organise and conduct touch football competition to be held in Jamberoo over summer and winter seasons.

## 3. MEMBERSHIP

The membership categories for Jamberoo touch Association shall be:

- a. Playing Members
- b. Committee Members
- c. Life members, and
- d. Honorary members.

### 1. Playing Member

- a. A playing member will be eligible to play in the current competition and enjoy any benefits associated.
- b. A member will remain a member until such time as the current competition finishes on the Grand Final Day, or as determined that the competition has ended by the Committee. They may still be deemed to be a financial member until all claims, insurances, disputes, disciplinary actions or similar are completed by all parties. The Jamberoo Touch Committee will make the final decision when any such matters are resolved and membership ceases.
- c. A playing member will pay the prescribed playing fee for each competition as set out by the Jamberoo Touch Association Committee.
- d. Playing Members have no voting rights, but may speak at meetings in matters relating to their area of knowledge.

### 2. Committee Members

- a. Committee members will be voted in at an AGM each year, as set down under the rules for an AGM
- b. These members will remain elected until the next AGM unless any action outlined in Section 3 - Membership, rule 6. or Section 4 - Management, rule 6. occurs.
- c. A Committee Member does not need to be a playing member, and is not required to pay a fee.
- d. Committee Members have voting rights at committee meetings, AGM's and any special general meetings

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3. Life Members
  - a. Life member rules are set out in section 11. Life Membership
  - b. Life Members have voting rights at committee meetings, AGM's and any special general meetings
4. Honorary members
  - a. Honorary Members shall be those persons deemed to be such by resolution of the Committee from time to time and this status will normally be awarded only to those individuals who have rendered notable service or support to the Jamberoo Touch Association.
  - b. Honorary Members have no voting rights, but may speak at any meeting in matters relating to their area of knowledge.
5. No person shall be denied membership of the Jamberoo Touch Association for reasons of race, religion or political persuasion.
6. Membership of the Jamberoo Touch Association ceases upon:
  - a. death, (except Life Membership)
  - b. non payment of the prescribed fees within three months after the fees were due,
  - c. expulsion from the Jamberoo Touch Association.  
or
  - d. rules set out for each membership category
7. A right, privilege or obligation which a person has by reason of being a member of the Jamberoo Touch Association:
  - a. is not capable of being transferred or transmitted to another person, and
  - b. terminates on cessation of the person's membership.

#### **4. MANAGEMENT**

1. The Jamberoo Touch Association shall be managed by a Management Committee, herein after called "the Committee", comprising a President, a Vice-President, a Secretary, a Treasurer, a Registrar, and a Referees Director, herein after called "Officers Bearers" and such number of Committee Members as decided at any General Meeting.
2. A committee member may hold up to two offices (other than both the president and the vice-president offices).
3. Each member of the committee is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election. There is no maximum number of terms a member can hold office in the same position.
4. Officer Bearers and Committee Members shall be elected annually and any person associated with Jamberoo Touch Association shall be eligible to stand for election.
5. A Public Officer shall be appointed in accordance with the requirements of the *Associations Incorporation Act 2009*.

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6. For the purpose of these rules, the office of an officer of the Jamberoo Touch Association or of an ordinary member of the Committee becomes vacant if the officer or member:
  - a. dies, or
  - b. ceases to be a member of the Jamberoo Touch Association, or
  - c. becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
  - d. resigns the office in writing given to the Secretary, or
  - e. is removed by a vote of the members at a general meeting, or
  - f. becomes a mentally incapacitated person, or
  - g. is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than three months, or
  - h. is prohibited from being a director of a company under part 2D.6 of the *Corporations Act 2001* of the Commonwealth.
7. A casual vacancy on the Committee may be filled by action of the Committee and the member so appointed is to hold office, subject to this constitution, until the conclusion of the next annual general meeting.
8. Any member of the Committee who is absent without apology from three (3) consecutive meetings may be required by resolution of the Committee to relinquish his/her position

### **5. ELECTION OF THE COMMITTEE**

1. An Annual General Meeting for the election of Officers Bearers and committee members shall be held within six (6) months after the close of the Jamberoo Touch Association's financial year.
2. Members elected shall take office from the date of the Annual General Meeting.
3. Nominations for positions on the Committee for the ensuing year shall be lodged with the Secretary prior to the Annual General Meeting. These positions shall be filled by ballot, if necessary, at the Annual General Meeting.
4. Voting shall be by show of hands or by ballot as decided by members. The candidate receiving the greatest number of votes of members present and voting in the election for each office or Committee position shall be declared elected.
5. Where there is an equal division of votes, the position shall be determined by the drawing of lots.
6. If insufficient nominations are received to fill all vacancies, the candidates nominated shall be deemed elected and further nominations shall be received at the Annual General Meeting.
7. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed elected.
8. If the number of nominations received is more than the number of vacancies to be filled, an election shall be held.
9. The secretary shall maintain a register of committee members, such register to contain such particulars as necessary to meet the requirements of the *Associations Incorporation Act* and *Associations Incorporation Regulation*.

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### **6. POWERS OF THE COMMITTEE**

1. The Committee, subject to the *Associations Incorporation Act*, the *Associations Incorporation Regulation* and this constitution and to any resolution passed by the Jamberoo Touch Association in general meeting;
  - a. is to control and manage the affairs of the Jamberoo Touch Association, and
  - b. may exercise all functions as may be exercised by the Jamberoo Touch Association, other than those functions which are required by these rules to be exercised by a general meeting of the members of the Jamberoo Touch Association, and
  - c. has the power to perform all such acts and do such things as appear to the committee to be necessary or desirable for the proper management of the Jamberoo Touch Association, and
  - d. may utilise and/or employ the goods or services of any person or firm considered necessary for the efficient conduct of the Jamberoo Touch Association, and
  - e. shall determine nomination fees for competitions conducted by the Jamberoo Touch Association.
2. The Committee shall make such rules as it deems necessary for the conduct of Jamberoo Touch Association events and for the general running of the Jamberoo Touch Association, always provided that such rules do not conflict with this constitution.
3. The Committee may delegate to one or more sub-committees (consisting of such members of the Jamberoo Touch Association as the Committee thinks fit) such functions as are specified in the resolution forming the Sub-Committee.

### **7. DUTIES OF OFFICE BEARERS**

1. The President;
  - Shall chair all meetings;
  - Shall represent the Jamberoo Touch Association between meetings;
  - Shall have a casting vote on matters on which a vote is tied; and
  - Shall have the authority to call special general meetings of the Jamberoo Touch Association.
2. The Vice-President;
  - Shall assist the President as required;
  - Shall chair meetings in the absence of or at the request of the President; and
  - Shall represent the Jamberoo Touch Association in situations where the President is unavailable.
3. The Secretary;
  - Shall be responsible for the recording, safekeeping and production of all minutes of meetings;
  - Shall ensure that the minutes of all meetings are signed by the chairperson of the meeting at which the minutes are confirmed;
  - Shall be responsible for producing outgoing correspondence and the safekeeping of all relevant correspondence and records; and
  - Shall keep and maintain all administrative records, have custody of all books, documents, securities etc. of the Jamberoo Touch Association.

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### **4. The Treasurer;**

- Shall ensure that all money due to the Jamberoo Touch Association is collected and received and that all payments authorised by the Jamberoo Touch Association are made;
- Shall ensure that correct books and accounts are kept showing the financial affairs of the Jamberoo Touch Association, including full details of all receipts and expenditure connected with the activities of the association.
- Shall prepare the relevant financial statements and budgets for presentation at the annual general meeting, special meetings and committee meetings of the Jamberoo Touch Association.

### **5. The Registrar:**

- Shall be responsible for all matters relating to the Registration of teams and players.

### **6. The Referees Director:**

- Shall be responsible for ensuring that adequate referees are available to control the games conducted by the Jamberoo Touch Association; and
- Shall be responsible for the organising of the training required to provide the skills necessary to referee Touch.

## **8. RESOLUTION OF INTERNAL DISPUTES**

1. A dispute between a member and another member (in their capacity as members) of the Jamberoo Touch Association, or a dispute between a member or members and the Jamberoo Touch Association, are to be referred to a community justice centre for mediation under the *Community Justice Centres Act 1983*.
2. If a dispute is not resolved by mediation within three months of the referral to a community justice centre, the dispute is to be referred to arbitration.
3. The *Commercial Arbitration Act 1984* applies to any such dispute referred to arbitration.

## **9. MEETINGS**

### **A. Annual General Meetings**

1. The Jamberoo Touch Association shall hold an Annual General Meeting each year at an appropriate venue and within six (6) months after the close of the Jamberoo Touch Association's financial year, such venue and date to be determined by the committee.
2. Notice of the date, place and time of the holding of the Annual General Meeting shall be given on the Jamberoo Touch Association's website at least twenty one days prior to the meeting. The annual general meeting shall be specified as such in any notice given.

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3. The order of the business to be transacted at the Annual General Meeting shall be:
  - a. Apologies.
  - b. Minutes from the previous Annual General Meeting.
  - c. Minutes of any special general meeting held since the last annual general meeting.
  - d. Annual Reports.
  - e. Financial Report.
  - f. Elections of Office Bearers and Committee.
  - g. Notices of Motion for Amendment of Constitution.
  - h. Notices of Motion.
  - i. Appointment of Auditor (optional).
  - j. General Business of which notice has been given.
  - k. Consideration of any financial statement or report required to be submitted to members under the *Associations Incorporation Act 2009*.
4. Financial voting members present at the meeting shall have one vote each. In the case of a deadlock, the Chairman shall have a casting vote in addition to his/her deliberative vote.
5. Proxy voting must not be undertaken at or in respect of an annual general meeting.
6. Postal voting is allowed by eligible voting members

### **B. Special Meeting of the Jamberoo Touch Association**

1. The committee may, whenever it thinks fit, convene a special general meeting of the Jamberoo Touch Association. Special general meeting means a general meeting of the Jamberoo Touch Association other than an annual general meeting.
2. The committee shall, on the requisition in writing of at least five (5) per cent of the total number of members, convene a special general meeting of the Jamberoo Touch Association.
3. A requisition of members for a special general meeting:
  - a. must state the purpose or purposes of the meeting, and
  - b. must be signed by the members making the requisition, and
  - c. must be lodged with the 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 with one month after the date on which a requisition of members for the meeting is lodged with the secretary, any one of the members who made the requisition may convene a special general meeting to be held not later than three months after that date.
5. A special general meeting convened by a member or members as referred to above must be convened as nearly as practicable in the same manner as general meetings are convened by the committee.
6. The procedure for the giving of notice for special general meetings shall be the same as for annual general meetings provided that
  - a. the notice shall specify the nature of the business to be transacted, and
  - b. notice of the meeting shall be provided in writing to the members signing a requisition for such a meeting.

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7. A member desiring to bring any business before a general meeting is to give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.
8. A member of the Committee may be removed from office at a General Meeting of the Jamberoo Touch Association if a majority of members present at the meeting vote in favour of removing the member. Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why removal from office should not be effected. A member of the Committee has no right of appeal against the member's removal from office under this section.
9. No business other than that specified in the notice convening a general meeting is to be transacted at that general meeting.
10. Financial members present at the meeting shall have one vote each. In the case of a deadlock, the Chairman shall have a casting vote in addition to his/her deliberative vote.
11. Proxy voting must not be undertaken at or in respect of a general meeting.
12. Postal voting is allowed by eligible voting members

### **C. Management Committee**

1. The Committee shall hold such meetings as the Committee shall decide and shall meet at least once in each three month period.
2. The Secretary shall give members a minimum of two days notice of the meeting, such notice to be orally, by mail, electronically or any other method approved by the Committee.
3. Voting at a committee meeting shall be by a show of hands, each member having one vote.
4. Where there is an equal division of votes at a Committee Meeting, the Chairman shall have a casting vote in addition to a deliberative vote.
5. The minutes of each Committee Meeting, when confirmed at the following meeting, must be signed by the Chairman of the meeting verifying their accuracy.
6. The Committee shall exercise general control and management of the Jamberoo Touch Association's affairs between meetings.
7. Any member of the Jamberoo Touch Association may attend Committee meetings and may, with the consent of the Chairperson, speak on an issue but shall not have a right to vote.
8. The committee may by resolution require the removal of any non-committee member from a committee meeting when the confidentiality of the matter under consideration makes such action appropriate.



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**10. QUORUMS**

1. A quorum for meetings of the Committee shall be four (4) members.
2. A quorum for general meetings (the Annual General Meeting or a Special General Meeting) shall be eight (8) members.
3. No business shall be transacted at any meeting unless a quorum of members is present at the time when the meeting is to commence.
4. In the event of a quorum not being present 20 minutes after the time laid down for the commencement of the meeting, the meeting will lapse and be reconvened at a time and place as determined by the Chairman.

**11. LIFE MEMBERSHIP**

1. Life Membership may be conferred upon a member who has rendered outstanding service to the Jamberoo Touch Association.
2. Nominations shall be submitted in writing to the Committee for consideration, and if approved, referred to the next General Meeting of the Jamberoo Touch Association for confirmation.
3. Life Members shall not be required to pay membership subscriptions but shall enjoy all other privileges of membership.
4. The maximum number of Life Members may be as decided by members at any General Meeting.

**12. DISCIPLINARY ACTION**

1. The Committee shall have the power to suspend or expel any member or members (including a team) for
  - a. failure to act in accordance with this Constitution, or
  - b. failure to comply with rules of competition, or
  - c. failure to abide by the Code of Conduct, or
  - d. any conduct or misconduct prejudicial to the interests or welfare of the Jamberoo Touch Association, its administration and/or its representatives.
2. Any member reporting any misconduct by another member shall do so in writing, and the author of such correspondence shall, if requested by that person, be kept confidential by the Committee. No action is to be taken unless complaints are in writing and signed.
3. The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
4. Any member subject to disciplinary action shall be advised, in advance of any hearing, of the allegations against the member and shall be permitted to present his or her defence to the Committee before any decision is made.
5. The Committee shall notify the member(s) in writing of its decision and the reason for any suspension or expulsion. In the case of suspension, the term of the suspension must be stated

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6. The member is to be notified of his or her right of appeal and the process for doing so.
7. The member must notify the Secretary in writing within seven (7) days of the date of the suspension or expulsion notice of his or her intention to appeal.
8. If an appeal is duly notified, the committee shall convene a special general meeting for the sole purpose of hearing the appeal within one month and notify the member of the date, time and place.
9. The membership of such a member may be terminated at a General Meeting of the Jamberoo Touch Association if a majority of members present at the meeting vote in favour of removing the member.
10. Before a vote of members is taken about termination of membership, the member must be given a full and fair opportunity to show cause why there should not be a termination of membership. The member(s) is not to be present when the vote is taken.
11. If after considering all representations made by the member, the meeting decides to terminate the membership, the Secretary must give the member written notice of the decision within seven days thereof.
12. Any member that is expelled or suspended shall not be entitled to a refund of any fees or other monies paid to the Jamberoo Touch Association.

### **13. SOURCE OF FUNDS**

1. The funds of the Jamberoo Touch Association are to be derived from team nomination fees, donations, the sale of raffle tickets, interest earned on investments and such other sources as the committee determines.
2. All money received by the Jamberoo Touch Association shall be deposited as soon as practicable and without deduction to the credit of the Jamberoo Touch Association's bank or other authorised deposit-taking institution account.
3. The Jamberoo Touch Association must, as soon as practical after receiving any money, issue an appropriate receipt if requested.

### **14. MANAGEMENT OF FUNDS**

1. Subject to any resolution passed by the Jamberoo Touch Association in general meeting, the funds of the Jamberoo Touch Association are to be used in pursuance of the objects of the Jamberoo Touch Association in such manner as the committee determines.
2. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two members of the committee or employees of the Jamberoo Touch Association, being members or employees authorised to do so by the committee.

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### **15. CUSTODY OF BOOKS**

Except as otherwise provided by this constitution, 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 Jamberoo Touch Association.

### **16. INSPECTION OF BOOKS**

1. The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour with reasonable notice given:
  - a. records, books and other financial documents of the association,
  - b. this constitution,
  - c. minutes of all committee meetings and general meetings of the association.

### **17. FINANCIAL YEAR**

The financial year of the Jamberoo Touch Association is each period of twelve months after the expiration of the previous financial year of the Jamberoo Touch Association, commencing on 1 September and ending on the following 31 August.

### **18. AMENDMENT OF CONSTITUTION**

The clauses of this Constitution may be amended at an Annual or Special General Meeting of the Jamberoo Touch Association, a quorum being present, by the affirmative vote of not less than three quarters of the members present and voting, notice of such proposed amendment(s) having been notified to members at least twenty one days before such meeting.

### **19. WINDING UP OF THE JAMBEROO TOUCH ASSOCIATION**

1. The Jamberoo Touch Association shall be wound up in the event of the following:
  - a. that there be no meeting held within a period of two (2) years, and
  - b. upon a resolution at an extraordinary general meeting duly convened in accordance with this Constitution.
2. The liability of a member to contribute towards the payment of the debts and liabilities of the Jamberoo Touch Association or the costs, charges and expenses of winding up of the Jamberoo Touch Association is limited to the amount, if any, personally owed by the member to the Jamberoo Touch Association.
3. Upon dissolution the assets and all profits, if any, after payment of all expenses and liabilities shall be conveyed to another association having similar objects to this Jamberoo Touch Association or to a recognised charity, such choice to be decided upon the vote of a majority of the members at the above Special Meeting.