



GRAFTON NETBALL ASSOCIATION INC.

CONSTITUTION

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1. GENERAL

1.1 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 by the Association at the Annual General Meeting.

'Association' means the Grafton Netball Association Inc.

'Chairperson' means the President of the Association or as otherwise required by clause 4.1 of this Constitution.

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

'Council' means those members elected in accordance with clause 5.1 of this Constitution.

'Executive Committee' means those members elected in accordance with clause 5.4 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 Clause 3.2 in this Constitution.

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

'Netball NSW' means the governing body for netball in NSW.

'Patron' means a person who supports (either financially or otherwise) Grafton Netball Association, but who is not a registered Member.

'President' means the person elected to the position under clause 4.2 of this Constitution.

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

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

'Returning Officer' means the person appointed to the position as per clause 5 of this Constitution.

'Secretary' means the person elected to the position under clause 4.2 of this Constitution.

'Senior Member' means a registered member who has attained the age of 18 years.

'The Office Bearers of the Association' means the members of the Executive Committee and other committee members.

'Vice President' means the person elected to the position under clause 4.2 of this Constitution.

1. GENERAL (cntd)

1.2 INTERPRETATION

- 1.2.1 Where this Constitution conflicts with any other instrument of the Association, this Constitution shall prevail.
- 1.2.2 Where ambiguity exists between this Constitution and any other instrument of the Association, the natural interpretation of the Constitution shall prevail.
- 1.2.3 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 instruments.

1.3 TITLE

The name of the Association shall be Grafton Netball Association Inc.

1.4 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 dividends or bonuses, or by way of profit to, or amongst the members.

1.5 COLOURS

The Association's colours will be purple, green, and white.

1.6 ASSOCIATION LOCATION

The Association office and facilities are located at Westward Park, Bacon Street, Grafton.

1.7 OBJECTS

The objects of the Association are:

- 1.7.1 To further the interests of its members and promote and control the game of netball within the boundaries of the Association.
- 1.7.2 To promote, regulate and control competition matches between Affiliated Clubs, and to control all premierships and carnivals of the Association.
- 1.7.3 To select and manage the Association's representative teams.
- 1.7.4 To affiliate with, and support Netball NSW.
- 1.7.5 To co-operate with other affiliated organisations in New South Wales for the furtherance of netball.
- 1.7.6 To adopt and adhere to the Netball NSW Member Protection Policy, Disciplinary Policy, Child Safeguarding Policy, and any other relevant instruments as required by virtue of affiliation.

1. GENERAL (cntd)

1.8 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

3.1 ORDINARY MEMBERSHIP

3.1.1 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.

3.1.2 The Association may admit to membership, registered members as defined by the Constitution or any other relevant policy of Netball NSW.

3.1.3 A person ceases to be a registered member of the Association if the person:

- a) Dies.
- b) Ceases to be financial under clause 3.3.2.
- c) Is expelled from the Association in accordance with the Member Protection Policy.

3.1.4 The Executive Committee may reject any application for membership without assigning any reason, therefore.

3.2 LIFE MEMBERSHIP

3.2.1 Any person may be elected to a Life Member of the Association in recognition of outstanding service to the Association for a minimum period deemed appropriate by the Council.

3.2.2 Candidates for election as Life Members shall be nominated by two Senior members of the Association and to be received at least two months before the meeting at which such nominations will be considered.

3.2.3 Candidates' names are to be circulated to members of the Executive Committee of the Association, Life Members, and Affiliated Clubs. Voting may be by email or in accordance with the Association's voting policy. Voting is restricted to members of the Executive Committee of the Association, Life Members, and two Delegates from each Affiliated Club. Postal / email votes are to be opened in the presence of three members of the Executive Committee. The vote must be carried by a two-third majority of eligible votes. Council may, by resolution, fix the maximum number of persons who may hold Life Membership at any one time.

3. MEMBERSHIP (cntd)

3.2 LIFE MEMBERSHIP (cntd)

3.2.4 A Life Member shall be entitled to attend all Council, Special Council, Annual General and any other Council meetings, and shall have full voting rights.

3.2.5 A person ceases to be a Life member of the Association if the person:

- a) dies; or
- b) is expelled from the Association in accordance with the Member Protection Policy.

3.3 MEMBERSHIP FEES AND MISCELLANEOUS FEES

3.3.1 All registered members of the Association will be financial members for twelve months from the date of registration.

3.3.2 A registered member ceases to be financial if they:

- a) Fail to renew their membership.
- b) Fail to pay to the Association money they owe to the Association within the required timeframe.

3.4 REGISTER OF MEMBERS

3.4.1 The Secretary of the Association may also hold the position of Public Officer for the Association.

3.4.2 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, together with the date on which the person became a registered member.

3.4.3 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, however, such inspection shall be limited to viewing the names of registered members only.

3.5 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.

3.6 AFFILIATION OF CLUBS

To become affiliated with the Association, clubs must consist of one or more teams comprising registered members of Netball NSW.

3. MEMBERSHIP (cntd)

3.7 CLUB DELEGATES

- 3.7.1 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.
- 3.7.2 The Delegate of each affiliated club shall notify the Association's Secretary of the names and contact details of Club Delegates at least seven days prior to the first meeting of Council each year.
- 3.7.3 An affiliated club has the right to withdraw a Club Delegate and appoint another Club Delegate in their place at any time.
- 3.7.4 At each meeting all Club Delegates present shall sign an attendance book and shall state the club that they represent at that meeting.
- 3.7.5 A Club Delegate may represent one club only at any meeting.
- 3.7.6 A Club Delegate must be a senior member.

4. MEETINGS

4.1 MEETINGS – GENERAL PROCEDURE

- 4.1.1 The President shall take the chair at all meetings of the Council and / or Executive Committee. In the President's absence the chair shall be taken by the Vice President.
- 4.1.2 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.
- 4.1.3 A quorum for ordinary Council meetings shall consist of half the total number of the Association's Executive Committee members, plus one, and Club Delegates representing at least one-quarter of the affiliated clubs. A quorum for Executive Committee meetings shall consist of half the total number of the Executive Committee members, plus one.
- 4.1.4 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 and all relevant parties shall be notified.
- 4.1.5 The accidental omission to give any member the required notice shall not invalidate a meeting or any of the business of the meeting.
- 4.1.6 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.
- 4.1.7 In the case of equal votes, the President (or the person otherwise presiding) shall, in addition, have a casting vote.
- 4.1.8 There shall be no voting by proxy at any meeting of the Association.

4.2 ANNUAL GENERAL MEETING

- 4.2.1 An Annual General Meeting of the Association shall be held on the third Monday in October of each year.
- 4.2.2 All registered members may attend but voting shall be restricted to Senior Members who are Office Bearers, Life Members and two nominated Club Delegates from each affiliated club.
- 4.2.3 Not less than twenty-one days' written notice of the Annual General Meeting of the Association shall be given to each Office Bearer, Life Member and the Delegates of each affiliated club.
- 4.2.4 A copy of the Association's Annual Report shall accompany such notice.
- 4.2.5 A quorum for an Annual General Meeting shall consist of one-half of the total number of the Association's Executive Committee members, plus one, and at least one-third of the Club Delegates.

4. MEETINGS (cntd)

4.2 ANNUAL GENERAL MEETING (cntd)

- 4.2.6 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 Annual Summary of Financial Affairs.
 - c) Appointment of an auditor for the current year.
 - d) Appointment of a Returning Officer (where appropriate).
 - e) Election of Office Bearers.
 - f) Such other business as the meeting sees fit.
- 4.2.7 The following Office Bearers shall be elected and shall form part of the Executive Committee:
- President
 - Vice President
 - Secretary
 - Minute Secretary
 - Treasurer
 - Registrar
 - Umpires' Convenor
 - Coaching Co-ordinator
 - Media Officer
 - Representative Liaison Officer
 - Canteen Supervisor
- 4.2.8 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.
- 4.2.9 Qualifications should accompany each nomination.
- 4.2.10 To be eligible for nomination as an Office Bearer, a nominee must be a registered member of both Netball NSW and the Association.
- 4.2.11 Current Office Bearers shall be eligible for re-election.
- 4.2.12 The President, Secretary, or Treasurer of the Association shall not hold the position of Primary Delegate of an affiliated club.
- 4.2.13 No person shall be elected to more than one Executive position as an Office Bearer.
- 4.2.14 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.
- 4.2.15 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.

4. MEETINGS (cntd)

4.2 ANNUAL GENERAL MEETING (cntd)

4.2.16 Other positions identified in the functioning of the Association are to be nominated and voted upon at the Annual General Meeting:

- Indigenous Liaison Officer;
- Member Protection Information Officer; and
- Net Set Go Co-ordinator

4.2.17 There is no maximum term that a person shall be permitted to hold an Office Bearer position.

4.3 SPECIAL COUNCIL MEETINGS

4.3.1 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-third of the members of Council.

4.3.2 All registered members may attend but voting shall be restricted to Senior members who are Office Bearers, Life Members and two nominated Club Delegates from each affiliated club.

4.3.3 Not less than twenty-one days' written notice shall be given to members of Council and to the Delegates of each affiliated club, specifying the time and location of a Special Council Meeting and the nature of the business to be considered.

4.3.4 A quorum for a Special Council meeting shall consist of half the total number of the Association's Executive Committee members, plus one, and the Club Delegates representing at least one-quarter of the affiliated clubs.

5. ORGANISATIONAL STRUCTURE

5.1 COUNCIL

5.1.1 The Council shall consist of:

- a) The Office Bearers of the Association;
- b) Life Members; and
- c) Two Delegates from each affiliated club who are Senior members of that club.

5.1.2 The Council shall meet at least four (4) times each between February and September each year, on the third Monday of the month.

5.1.3 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.

5.1.4 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-
 - Treasurer
 - Registrar
 - Coaching Co-ordinator
 - Umpire Convenor
 - NetSetGo
 - Canteen
 - Representative Liaison
 - Media Officer
 - Sub-Committees
 - Delegates to other organisations
 - Other

h) General business.

5.1.5 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.

5. ORGANISATIONAL STRUCTURE (cntd)

5.2 POWERS OF COUNCIL

- 5.2.1 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 two Delegates 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 Clubs and Registrar of the Association review all online registrations to Netball NSW to ensure they are correct.

5.3 INCOME AND PROPERTY

5.3.1 Application

The Association's 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.

5.3.2 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.

5.3.3 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.

5. ORGANISATIONAL STRUCTURE (cntd)

5.4 EXECUTIVE COMMITTEE

5.4.1 The Executive Committee shall consist of the following voting members;

- President
- Vice President
- Secretary
- Minute Secretary
- Treasurer
- Registrar
- Umpires' Convenor
- Coaching Co-ordinator
- Media Officer
- Representative Liaison Officer
- Canteen Supervisor

5.4.2 Executive Committee meetings shall be held when required.

5.4.3 Should it be necessary to call additional meetings, all Executive Committee members shall be notified at least twenty-four hours prior to the meeting being held.

5.4.4 Should a quorum of the Executive Committee be present, an emergency meeting may be convened at any time.

5.4.5 Any member of the Executive Committee who, without leave of Executive Committee, has failed to attend three consecutive meetings shall be deemed to have resigned and shall be replaced in accordance with this Constitution.

5.4.6 The first duty of a member of the Executive Committee shall be an Association function as opposed to a club function.

5.5 DUTIES OF EXECUTIVE COMMITTEE

5.5.1 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.

5.5.2 Ensure the presentation of a financial report to all Council meetings and make recommendations to Council on matters of finance and policy.

5.5.3 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.

6. ADMINISTRATION

6.1 FINANCE

- 6.1.1 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.
- 6.1.2 The main banking accounts of the Association shall be kept at a financial institution approved by the Council, and all cheques and electronic transactions operating on the accounts shall be signed by either the President or Treasurer.
- 6.1.3 The banking accounts of the representative teams shall be kept at a bank or building society approved by the Council, and all cheques and electronic transactions operating on the accounts shall be signed by either the President or Treasurer.
- 6.1.4 The financial year of the Association shall commence on October 1st.
- 6.1.5 The current bank statements shall be tabled at each meeting of Council, together with a written financial report.
- 6.1.6 The accounts of the Association shall be examined each year by a qualified person who is not a member of the Association.
- 6.1.7 An Annual Summary of Financial Affairs shall be presented to each Annual General Meeting. An audited balance sheet will be provided once available.
- 6.1.8 All Netball NSW fees shall be paid by the due date.

6.2 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 Association, and held on site.

6.3 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.

6.4 EFFECT OF, AND ALTERING, THIS CONSTITUTION

6.4.1 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 another 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.

6. ADMINISTRATION (cntd)

6.4 EFFECT OF, AND ALTERING, THIS CONSTITUTION (cntd)

6.4.2 Altering the Constitution

- a) This Constitution may be altered by special resolution by at least 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.
- b) 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.

6.5 DISSOLUTION OF THE ASSOCIATION

6.5.1 The Association shall not be dissolved, except by special resolution passed by a majority of at least 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, has been given.

6.5.2 On 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 within the boundaries of the area referred to in clause 1.7 above.

6.6 DISCIPLINE

6.6.1 The authority of the Association shall extend to, and be recognised by, all Registered Members of the Association and shall be primarily vested by Council.

6.6.2 The Executive Committee shall hold power to deal with and adjudicate upon any matters of complaints, misconduct generally detrimental to this policy, and interests or welfare of the Association within the guidelines of the Netball NSW Member Protection Policy.

7. POLICIES OF THE ASSOCIATION

The Association may implement appropriate policies to matters that arise regarding the administration of netball within the Association.