



**PERTH  
NETBALL  
ASSOCIATION  
INCORPORATED**

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**CONSTITUTION**

October 2018

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# ASSOCIATIONS INCORPORATION ACT (2015) (WA)

## CONSTITUTION

### OF

## PERTH NETBALL ASSOCIATION INCORPORATED

### 1.0 NAME OF ASSOCIATION

The name of the Association shall be the Perth Netball Association Incorporated (here in after referred to as 'the Association')

### 2.0 HEADQUARTERS

The headquarters of the Association shall be at the Matthews' Netball Centre corner Salvado Road and Selby Street, Wembley

### 3.0 OBJECTIVES

3.1 The objectives of the Association shall be:

3.1.1 To encourage promote control and manage the game of netball within the Perth Netball Association (Inc) area

3.1.2 To affiliate with WA Netball (Inc)

3.1.3 To act for its members in all matters pertaining to netball and the control thereof

3.1.4 To do all such other matters that are conducive or incidental to the attainment of the above objects or any of them

3.2 The property and income of the Association shall be applied solely towards the promotion of the objects or purposes of the Association and no part of that property or income may be paid or otherwise distributed directly or indirectly to members of the Association except in good faith in the promotion of those objects or purposes

3.3 A payment may be made to a member out of the funds of the Association only if it is authorised under subrule 3.4.

3.4 A payment to a member out of the funds of the Association is authorised if it is —

3.4.1 for a service rendered to the Association by an Executive member in a professional or technical capacity, other than in the capacity as a executive member of the Association where:

3.4.1.1 the provision of the service has the prior approval of the Executive; and

3.4.1.2 the amount payable is not more than an amount which commercially would constitute reasonable payment for the services

3.4.2 the payment in good faith to the member as reasonable remuneration for any services provided to the Association, or for goods supplied to the Association, in the ordinary course of business; or

- 3.4.3 the payment of interest, on money borrowed by the Association from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or
- 3.4.4 the payment of reasonable rent to the member for premises leased by the member to the Association; or
- 3.4.5 the reimbursement of reasonable expenses properly incurred by the member on behalf of the Association.

## **4.0 POWERS**

### **4.1** The Association shall have the following powers:

- 4.1.1 To raise money by affiliation fees, registration fees, subscriptions and levies and by such other methods as from time to time the Executive shall see fit
- 4.1.2 To purchase take on lease, exchange, hire or otherwise acquire any real or personal property which may be deemed necessary or convenient for any of the objects of the Association
- 4.1.3 To invest the monies of the Association not immediately required in such manner as may be determined by the Executive
- 4.1.4 To manage, develop, lease, sell, convey, assure or otherwise dispose of either absolutely or by way of mortgage any real or personal property for the time being vested in the Association and in case the Association should take or hold any property which may be subject to any trust to deal with the same in such a manner as allowed by law having regard to such trust
- 4.1.5 To borrow or raise upon loan any sum or sums of money and for the purpose of securing repayment thereof to execute or give any mortgages, charges, bonds, debentures, bills of exchange, promissory notes or other securities over all or any of the property of the Association as may be deemed necessary and to liquidate, redeem or pay off such obligations and securities or any of them
- 4.1.6 To conduct appeals for funds and accept donations whether of real or personal estate and devises and bequests
- 4.1.7 To employ, pay and dismiss employees as may be deemed necessary for furthering the objects of the Association and to define the duties of such employees as it see fit
- 4.1.8 To lay out, construct, build, erect or maintain upon the premises for the time being belonging to or occupied by the Association playing fields, grandstands, changing rooms and other buildings and improvements incidental thereto and to furnish, fit up and maintain the same for the use of the members of the Association or any of them and if thought fit to provide all the necessary equipment, appliances and conveniences therefore
- 4.1.9 To become affiliated with or subscribe to other associations or bodies whose objects are similar to the objects of the Association and if thought fit to withdraw or retire from any such association or body
- 4.1.10 If thought fit to obtain raffle permits and other licenses as may be considered of benefit to the Association

**4.2** It is the intention that each and all of the powers specified in the preceding sub clauses shall in no wise be limited or restricted by reference to or inference from the terms of any other sub clauses or of the main objects as first mentioned

## **5.0 JURISDICTION**

**5.1** The Association shall have sole jurisdiction over all members within the Perth Netball Association (Inc) in all matters pertaining to netball.

## **6.0 COLOURS**

**6.1** The colours of the Association shall be Yellow/Blue/Black/White

## **7.0 REGISTER OF MEMBERS**

The Association shall maintain in a form and with such details as are required of all affiliated clubs and individual members

**7.1** The Administrator to Keep Register.

The Administrator of the Association shall ensure that a Register of Members is kept and maintained, in which shall be entered such information as is required under the Act from time to time.

**7.2** Inspection of Register.

Having regard to confidentiality considerations, an extract of the register, excluding the address of any Executive Member, Individual Member, or Life Member shall be available for inspection by Members upon reasonable request. If requested, the member making the request shall provide a statutory declaration setting out the purpose for which the register is required to be inspected. If a copy of the register is requested, the Association may charge a reasonable charge for the copy.

**7.3** The administrator provide the names, email, residential or postal addresses of

(1) the persons who hold the offices of the Association provided for by these rules, including all offices held by the persons who constitute the Executive and persons who are authorised to use the common seal of the Association under rule 22; and

(2) any persons who are appointed or act as trustees on behalf of the Association.

## **8.0 MEMBERSHIP**

**8.1** Membership of the Association shall be open to:

- 8.1.1 (1) Executive Members  
(2) Committees of the Association  
(3) Clubs  
(4) Umpires  
(5) Coaches  
(6) Life Members  
(7) Officials of the Association

**8.2** Executive Members shall be elected at the Annual General Meeting or appointed as per the By-Laws

- 8.3** Committees shall consist of one or more persons elected at the Annual General Meeting or appointed by the Executive
- 8.4** A club is one or more teams wishing to play in inter-club matches conducted by the Association. Seven (7) players shall constitute a team and each playing member shall be entitled to all the rights and privileges of membership. All members of clubs admitted to membership of the Association shall be amateurs according to the rules of Netball Australia Limited
- 8.5** Umpires are those appointed to umpire matches of the Association
- 8.6** Coaches are those appointed to coach teams playing in inter-club matches conducted by the Association
- 8.7** Life Members shall be appointed at an Annual General Meeting by a two thirds majority of those present and entitled to vote at that meeting and shall during the continuance of their life be entitled to all the rights and privileges of membership
- 8.8** Officials of the Association are those appointed by the Executive as such
- 8.9** All members of the Association shall be given a copy of Constitution and By-Laws when admitted as a member.

## **9.0 ADMISSION TO MEMBERSHIP**

- 9.1** Each club admitted to membership with the Association shall:
- 9.1.1 Be bound by the Constitution and By-Laws of the Association
- 9.1.2 Become liable for such fees, subscriptions and levies as may be fixed by the Executive
- 9.1.3 Register its colours and uniform with the Association as set out in the By-Laws
- 9.1.4 Comply with the regulations governing match play as provided for in the By-Laws

## **10.0 TERMINATION OF MEMBERSHIP**

- 10.1** Membership of the Association shall be terminated by any one of the following events:
- 10.1.1 Resignation or death of an Executive Member, Committee Member, Umpire, Coach, Life Member, or Official
- 10.1.2 Winding up of the Club
- (1) At the time of lodging an application to withdraw any club may at the discretion of the Executive remain liable for all fees, subscriptions, and/or levies incurred up to the time of lodging the application to withdraw
- (2) In the event of a club withdrawing during the season its members shall be at liberty to play with any other club with the consent of the Permit and Protest Committee

- (3) No club shall be considered disbanded unless notice of such disbandment is lodged with the Association by the stipulated date

## **11.0 APPOINTMENTS**

- 11.1** The appointment of Patron(s) Solicitor and Auditor shall be confirmed at the Annual General Meeting of the Association

## **12.0 OFFICERS**

- 12.1** The Officers of the Association shall be the President and two (2) Vice Presidents.

## **13.0 MANAGEMENT**

- 13.1** Management of the Association shall be vested in the Executive elected as prescribed in the By-Laws and consisting of

- 13.1.1 President
- Two (2) Vice Presidents
- Treasurer
- Competitions Co-ordinator
- Assistant Competitions Co-ordinator
- Two (2) other current club representative members

- 13.2** No member shall hold more than one position on the Executive.

- 13.3** No more than two (2) representatives from any club shall be appointed to the Executive.

- 13.4** Club representative members cannot also hold Executive positions. A member can hold a club representative position on the Executive for a maximum term of three (3) consecutive years.

- 13.5** Executive members must be elected to membership of the Executive at an Annual General meeting or appointed under sub-rule 13.11.

- 13.6** Subject to sub-rule (13.11), the Executive member's term will be from his or her election at an annual general meeting until the election at the next annual general meeting after his or her election, but he or she is eligible for re-election to membership of the Executive.

- 13.7** Except for nominees under sub-rule (13.10), a person is not eligible for election to membership of the Executive unless a member has nominated him or her for election by delivering notice in writing of that nomination, signed by-

- (1) the nominator; and

- (2) the nominee to signify his or her willingness to stand for election, to the Administrator not less than 7 days before the day on which the annual general meeting concerned is to be held.

- 13.8** A person who is not eligible under section 39 of the Act is not eligible for election to membership of the Executive.

**13.9** A person who is eligible for election or re-election under this rule may -

- (1) propose or second himself or herself for election or re-election; and
- (2) vote for himself or herself.

**13.10** If the number of persons nominated in accordance with sub-rule 13.7 for election to membership of the Executive does not exceed the number of vacancies in that membership to be filled-

- (1) the Administrator must report accordingly to; and
- (2) the Chairperson must declare those persons to be duly elected as members of the Executive at the annual general meeting concerned.

**13.11** If vacancies remain on the Executive after the declaration under sub-rule 13.8, additional nominations of Executive members may be accepted from the floor of the annual general meeting. If such nominations from the floor do not exceed the number of vacancies the President must declare those persons to be duly elected as members of Executive. Where the number of nominations from the floor exceeds the remaining number of vacancies on the Executive, elections for those positions must be conducted.

**13.12** If a vacancy remains on the Executive after the application of sub-rule 13.10, or when a casual vacancy within the meaning of rule 14 occurs in the membership of the Executive-

- (1) the Executive may appoint a member to fill that vacancy; and
- (3) a member appointed under this sub-rule will –
  - (i) hold office until the election referred to in sub-rule 13.6 and
  - (ii) be eligible for election to membership of the Executive at the next following annual general meeting.

#### **14. CASUAL VACANCY**

A casual vacancy occurs in the office of an Executive member and that office becomes vacant if the Executive member-

**14.1** Dies

**14.2** Resigns by notice in writing delivered to the President or, if the Executive member is the President, to the Vice-President and that resignation is accepted by resolution of the Executive

**14.3** Is convicted of an offence under the Act

**14.4** Is permanently incapacitated by mental or physical ill-health

**14.5** Is absent from more than-

- (1) Three (3) consecutive Executive meetings; or
- (2) Three (3) Executive meetings in the same financial year without tendering an apology to the person presiding at each of those Executive meetings; of



which meetings the member received notice, and the Executive has resolved to declare the office vacant;

- 14.6 Ceases to be a member of the Association; or
- 14.7 Is the subject of a resolution passed by a general meeting of members terminating his or her appointment as an Executive member.

#### **15.0 COMMITTEES**

- 15.1 Standing committees shall be elected at the Annual General Meeting as prescribed in the By-Laws. The prior consent of any nominee to be elected shall be necessary
- 15.2 The Executive shall have power to appoint special standing and ad hoc committees as required and delegate to such committees such powers as it may deem necessary
- 15.3 The Convener of each committee shall be appointed by the Executive
- 15.4 Each special or ad hoc committee shall be responsible to the Executive through its Convener
- 15.5 No proxy representative shall be allowed for any committee member with the exception of the Permit and Protest Committee as set out in the By-Laws

#### **16.0 POWERS OF THE EXECUTIVE**

- 16.1 The Executive may exercise all such powers of the Association and carry into effect all such objects of the Association as are not by these articles required to be exercised by the Association in general meeting. Without limited the generality of the preceding words and in addition to the powers specifically conferred upon it the Executive shall have power to:
  - 16.1.1 Administer the finances of the Association
  - 16.1.2 Appoint the bankers of the Association
  - 16.1.3 Direct the opening of banking accounts for specific purposes and to transfer funds from one account to another and to close any account
  - 16.1.4 Fix the manner in which such banking accounts shall be operated upon and nominate the members whose signatures shall be the authority for withdrawal of funds from each account
  - 16.1.5 Fix fees and subscriptions payable by members and decide such levies, rates of fines and charges as it deems necessary and advisable and to enforce payment thereof
  - 16.1.6 Adjudicate on all matters brought before it which in any way affect the Association or the game of netball
  - 16.1.7 Cause minutes to be made of all proceedings at meetings of the Executive and general meetings of members

16.1.8 Determine from time to time the conditions on which and times when members or others may use the grounds or premises of the Association or any part thereof

16.1.9 Fix and collect charges for admission to the grounds where necessary

16.1.10 Make, amend and rescind rulings and by-laws not inconsistent with this Constitution and By-Laws

**16.2** The Executive must undertake their functions and perform their duties and obligations in accordance with the Act, including sections 45 to 47.

## **17.0 MEETINGS**

**17.1** Annual General Meeting and Special Meetings

17.1.1 The Annual General Meeting of the Association shall be held no later than four (4) months after the end of the financial year

17.1.2 Special Meetings may be called:

- (1) At the direction of the President
- (2) At the written request of at least 2% of members across a minimum of 5 clubs

17.1.3 All members shall be given at least fourteen (14) days' notice of the date of the Annual General Meeting and Special Meetings

- (1) Notice of the Annual General Meeting shall be accompanied by copies of Minutes of the previous Annual General Meeting, Annual Report(s) nomination forms for members of the Executive and any proposed alterations or additions to the Constitution and By-Laws
- (2) Notice of Special Meeting shall set out clearly the business for which the meeting had been called. No other business shall be dealt with at that Special Meeting

17.1.4 All members may attend the Annual General Meeting and Special Meeting

17.1.5 The quorum at the Annual General Meeting and Special Meetings shall be delegates from one-third of clubs disregarding fractions or twenty (20) persons entitled to vote whichever is the smaller. Should a quorum not be present at the time set for the meeting those present and entitled to vote shall form a quorum to discharge business requiring simple majority decisions only

17.1.6 A special resolution may be moved either at a special general meeting or at an annual general meeting, however the Administrator must give to all members not less than 21 days notice of the meeting at which a special resolution is to be proposed. In addition to those matters specified in sub-rule 17.1.4 and 17.1.5, (as relevant, the notice must also include the resolution to be proposed and the intention to propose the resolution as a special resolution

17.1.7 The Administrator must give a notice under sub-rule (17.1.4, 17.1.5 and 17.1.6 by-

- (a) serving it on a member personally; or
- (b) sending it by email or post to a member at the address of the member appearing in the register of members kept and maintained under rule 8.

17.1.8 When a notice is sent by post/email under sub-rule 17.1.7 (b) sending of the notice will be deemed to be properly effected if the notice is sufficiently addressed and posted/emailed to the member concerned by ordinary mail.

## **17.2 Executive Meetings**

17.2.1 The Executive shall meet at such times as may be deemed advisable for the efficient working of the Association

17.2.2 A meeting of the Executive shall be called:

- (1) At the direction of the President or in the absence of the President, the Vice President; or
- (2) At the written request of three (3) members of the Executive

17.2.3 Each Executive member shall be given at least seven (7) days' notice of the date of any Executive Meeting except in unforeseen circumstances when it is impossible to give the time stated. The notice shall specify the general nature of the business to be dealt with

17.2.4 The quorum at the Executive Meeting shall be a simple majority of members

17.2.5 Any member absent from three (3) consecutive meetings without reasonable cause shall be replaced; such replacement to be decided by the Executive

17.2.6 No proxy representative shall be allowed for Executive members

## **17.3 Committee Meetings**

17.3.1 Each Committee shall meet at such times as may be deemed advisable for the efficient working of that Committee

17.3.2 Notice of such meetings shall be given to Committee members and shall specify the general nature of business

17.3.3 The quorum at Committee meetings shall be a simple majority of members

## **18.0 VOTING**

### **18.1 Voting Powers at the Annual General Meeting and Special Meetings:**

18.1.1 The President shall have a casting vote only

18.1.2 Each Club shall be entitled to one (1) voting delegate

18.1.3 Each Executive member shall be entitled to one (1) vote

18.1.4 Each Life Member shall be entitled to one (1) vote

18.1.5 No person shall have more than one (1) vote

**18.2** Voting Powers at Executive Meetings:

18.2.1 The President shall be entitled to a deliberative as well as a casting vote

18.2.2 Each member present shall have one (1) vote

**18.3** Voting Powers at Committee Meetings:

18.3.1 Each member present shall have one (1) vote

18.3.2 The President shall be an ex-officio member of all committees but shall not unless specifically elected or appointed as a member of a committee be entitled to vote

**18.4** Method of Voting:

18.4.1 Voting shall be by voice or show of hands unless a ballot be requested by any person present

18.4.2 When more nominations than are required are received a ballot shall be taken if requested by a nominee

**19.0** **COMPETITIONS**

**19.1** It shall be the policy of the Association to organise any form of competition as deemed necessary

**20.0** **FINANCE**

**20.1** All funds of the Association shall be deposited in the accounts of the Association

**20.2** All accounts due by the Association shall be paid after having been passed for payment at the Executive meeting. When immediate payment is necessary accounts shall be paid and the action endorsed at the next Executive meeting

**20.3** The Executive shall cause true accounts to be kept of all monies received and expended and of matters in respect of which such receipts and expenditure take place and of all properties, assets and liabilities

**20.4** At the discretion of the Executive a statement showing the financial position of the Association shall be tabled at Executive meetings

**20.5** The Executive shall submit to the Annual General Meeting a Statement of Income and Expenditure and a Balance Sheet of Assets and Liabilities. The Auditor's Report shall be attached to such financial report

## **21.0 FINANCIAL YEAR**

**21.1** The financial year of the Association shall be first of July to thirtieth of June (or as deemed by the Annual General Meeting of the Association)

## **22.0 AUDIT**

**22.1** The accounts, books and all financial records of the Association shall be audited each year

## **23.0 COMMON SEAL**

**23.1** The Association shall have a Common Seal which shall be kept at the headquarters of the Association and shall be used only by the President of the Association when authorised by the Executive and every deed instrument or document upon which the Seal is used shall be signed by the President and counter signed by the Vice President. A record shall be kept of all such deeds instruments or documents to which the Seal shall have been affixed

## **24.0 ENFORCEMENT OF THE CONSTITUTION AND BY-LAWS**

**24.1** The authority of the Association shall extend to and be recognised by all members

**24.2** Any disputes arising other those classes of disputes under clause 24.3 shall be dealt with in accordance with the dispute resolution processes outlined in the Competitions Handbook and By-Laws as authorised by the Executive and pursuant to this Constitution from time to time.

**24.3** The Executive shall have power to enquire into deal with and adjudicate upon all questions and disputes as to the interpretation of this Constitution and any ruling or By-Laws made hereunder upon any breach or alleged breach of this Constitution its rulings and By-Laws and upon any complaint made to it of misconduct detrimental to the policy interests or welfare of the Association by any person or member. The Executive may caution suspend fine or otherwise deal with the person or member concerned. Its decision shall be binding on all parties concerned.

**24.4** All enquiries into any Executive matter shall be conducted in a fair and impartial manner having regard to the principles of natural justice. All concerned parties shall be entitled to be heard

## **25.0 ALTERATIONS TO THE CONSTITUTION AND BY-LAWS**

**25.1** No alteration, repeal or addition shall be made to the Constitution or By-Laws except at the Annual General Meeting or Special Meeting and notice in writing of all motions to alter repeal or add to the Constitution or By-Laws shall be signed by the proposer and seconder and sent to the Association at least six (6) weeks before the Annual General Meeting or Special Meeting.

**25.2** Such notices of motion shall be forwarded to all members by post or email at least fourteen (14) days prior to the Annual General Meeting

**25.3** Such motions or any part thereof shall be of no effect unless passed by a three fourths majority of those present and entitled to vote at the Annual General Meeting

## **26.0 INSPECTION OF RECORDS ETC OF ASSOCIATION**

26.1 A member may at any reasonable time inspect without charge the books, documents, records and securities of the Association.

## **27.0 DISBANDMENT**

27.1 The Association shall not disband unless with the consent of three fourths of its members. Motion to disband the Association signed by the proposer and seconder shall be submitted in writing to the President who shall give at least fourteen (14) days' notice of such motion to all members. Such notice shall be dealt with at a Special Meeting of the Association.

27.2 If carried by the necessary three fourths majority of all members notice to disband the Association shall be forwarded to WA Netball.

27.3 Distribution of Property on Winding Up. If upon winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any surplus property, the surplus property must be distributed as determined by special resolution by reference to the persons mentioned in section 24(1) of the Act.

## **28.0 INDEMNITY**

28.1 This Constitution shall repeal all previous regulations but except as specifically provided shall not affect any right duty or liability or any matter or thing done or commenced acquired or imposed under previous Constitution.