



NEW SOUTH WALES MASTERS ATHLETICS INCORPORATED CONSTITUTION

As Amended at the Annual General Meeting Held 25 July 2021

1 NAME

The name of the association is *New South Wales Masters Athletics Incorporated*.

2 OBJECTS OF THE ASSOCIATION

The objects of the Association are to encourage and promote athletics for mature people, and to provide an organisation, training, competition, and facilities for its members.

3 MEMBERSHIP

- (a) Membership of the Association is open to any interested person over the age of 30.
- (b) The committee shall be responsible for approving applications for membership.
- (c) There are two categories of membership: full and associate.
 - i. A full member pays a fee which includes registration with Athletics NSW as well as the NSWMA Association fee. This entitles the member to compete in any officially sanctioned masters' events and ANSW/AA events.
 - ii. An associate member pays the NSWMA Association fee only and is entitled to compete in any officially sanctioned masters' events.
- (d)
 - i. Any member who has contributed substantially to the progress of the Association for not less than ten years is eligible for Life Membership,
 - ii. Life Membership may be granted to a nominated member by a 75 per cent majority of those voting at an Annual General Meeting.
 - iii. A Life Member is not required to pay the annual subscription of the Association but shall be regarded as a financial member.
- (e)
 - i. Disputes between members (in their capacity as members) of the Association, and disputes between members and the Association, are to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act 1983 if that dispute cannot be resolved internally
 - ii. At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.

4 COMMITTEE

- (a) The Association shall be administered by a Committee consisting of

- i. **The Executive:**
 - President
 - Vice-President
 - Honorary Secretary
 - Honorary Treasurer

One of these officers shall be appointed the Public Officer of the Association.
 - iii. **Other elected officers:**
 - Registrar
 - Records and Awards Officer
 - Journal Editor
 - Media and Communications Officer
 - Events Representative

A representative of each of the categories of:
track events, field events, walking events, distance running events, and multi events.
- (b) No person may serve any more than eight (8) years in each of the positions of President, Vice President, Secretary or Treasurer. There is no limit to the number of years for which other elected committee members may hold office.
- (c) A quorum for a meeting of the Committee is six (6), one of whom shall be the President or Vice-President. If the number of committee members is less than the number required to make a quorum (i.e. less than 6), then the existing committee members may appoint enough Association members to establish a quorum.
- Committee meetings can be held at 2 or more venues using any technology that the committee approves. Whatever technology is used, it must give each committee member a reasonable opportunity to participate.
- Committee members who participate at a committee meeting using such technology have the same rights as members who are present at the meeting, including voting rights.
- (d) i. Elected or appointed committee members shall:
 - (a) Exercise care and diligence in undertaking their NSWMA duties and responsibilities;
 - (b) Act in good faith and in the interest of NSWMA and its members, and shall put NSWMA's interest ahead of their own interest, or the interest of other organisations;
 - (c) Retain discretion and not disclose confidential information; and (d) Avoid conflicts of interest or act for an improper purpose.
 - ii. No committee member shall:
 - (a) Improperly exercise powers conferred upon them, or
 - (b) Fail to carry out duties properly delegated to them, or
 - (c) Act contrary to the Objects, or
 - (d) Display conduct prejudicial to the good name of NSWMA or the sport of masters athletics, or
 - (e) Breach World Athletics Integrity Code of Conduct.
- (e) i. The Association may by resolution in a general meeting, remove any member of

- the committee from the office of committee member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- ii. If a member of the committee to whom a proposed resolution referred to in clause (i) relates makes representations in writing to the Secretary or President and requests that the representations be notified to the members of the Association, the Secretary or President may send a copy of the representations to each member of the Association or if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

5 POWERS OF THE ASSOCIATION

The powers of the Association are:

- (a) To act alone or with any other athletics body in the interest of athletics.
- (b) To schedule, promote and manage athletics championships and other athletics meetings and such other events as may from time to time be considered expedient.
- (c) To make rules and by-laws not inconsistent with this Constitution.
- (d) To select, appoint, finance, and control individuals and teams of athletes and other persons to represent the Association.
- (e) To acquire by purchase, lease, exchange, gift or donation property of any kind which in the opinion of the Committee may be necessary or useful for the purposes of the Association.
- (f) To employ such persons as may be required to carry out the objects of the Association.
- (g) To fix the annual subscription and any other levies necessary for the conduct of the Association.

6 MANAGEMENT

The **Committee** shall:

- (a) Be responsible for the management of the Association, subject to the direction of the members in General Meetings.
- (b) Appoint such sub-committees as are required for special purposes.
- (c) Have the power to fill a casual vacancy. Any member so appointed shall hold office until the next Annual General Meeting.
- (d) Have the power to co-opt additional members for particular purposes.

- (e) Report, on behalf of the Association, to the Department of Consumer Affairs in accordance with its requirements for incorporated associations.
- (f) Meet as often as necessary for the good management of the Association, but not less than five times in the financial year.

The Executive shall:

- (g) Meet when necessary and carry out the functions of the Committee between Committee meetings. A quorum of the Executive shall be three, of whom one must be the President or Vice-President.

The Honorary Secretary shall:

- (h) Call meetings as provided by the Constitution, keep the minutes of such meetings, and perform such other tasks as the Committee or a General Meeting may instruct. Minutes can be kept in written or electronic form and the chairperson can sign the minutes of meeting proceedings electronically. He or she shall also submit to the Annual General Meeting a report on Association activities for the preceding year.

The secretary is responsible for keeping the register of members. The association register may also include the email address of an association member. The register can be kept in written or electronic form. If kept in electronic form, a current hard copy has to be made available for any member to inspect at the association's main premises or the official address.

The Honorary Treasurer shall:

- (i) Collect all monies due to the Association, pay all accounts owed by the Association, and present a financial statement to each Committee Meeting and General Meeting. He or she shall submit to the Annual General Meeting a reviewed sheet of receipts and expenditure for the preceding 12 months.
- (j) Keep true records of the monies received and expended, the matters in respect of which such transactions have taken place, and the assets and liabilities of the Association.
- (k) Ensure annual accounts are reviewed by a person nominated by the committee.

The Public Officer shall:

- (l) Keep a register of the Committee members of the Association, including their addresses and dates of election; record changes in membership of the Committee; and make the register available for inspection at any reasonable time.
- (m) Notify the Department of Consumer Affairs of any changes in the name, objects, or rules of the Association within one month of the General Meeting of the Association at which such changes are approved.

7 MEETINGS

- (a) The Committee may, whenever it thinks fit, convene a General Meeting of the Association to discuss or resolve matters of interest to the members.

- (b) A Special General Meeting may be convened by resolution of the Committee, or by the President on the written requisition of not fewer than seven members of the Association. Members have the option to make and send their request electronically for a general meeting to be held. The Honorary Secretary shall, within seven days of receiving the requisition, give 21 days' notice to members of the Special General Meeting to be convened and the business to be considered. The agenda of the meeting shall be confined to the purpose for which the meeting was called.
- (c) The Annual General Meeting of the Association shall be held not later than 30th June.
- (d) The business of the Annual General Meeting which takes precedence over all other business shall be:
 - i. To confirm the minutes of the previous Annual General Meeting.
 - ii. To receive the annual report and the reviewed financial statement.
 - iii. To elect the Committee and the Reviewer, and any other officers provided for in the Constitution. At least once in each financial year the accounts of the Association shall be examined by a Reviewer

8 MEETING PROCEDURE

- (a) **Notice:** The Honorary Secretary shall post or deliver notice of General Meetings not less than 21 days prior to the meeting date.
- (b) **Quorum:** The quorum for any General Meeting of the Association is ten members.
- (c) **Dissolution:** If within one half-hour of the time notified for a meeting a quorum of members is not present, the meeting shall be dissolved.
- (d) **Chairing:** The President presides at meetings of the Association. In his/her absence the Vice-President shall take the chair. The Chairman shall, when the pros and cons of a vote are equal, have a casting vote.
- (e) **Conduct:**
 - i. The ordinary rules of debate at general meetings of members of a company shall apply. If the Chairman requires, any motion or amendment must be handed to him/her in writing.
 - ii. A matter requiring decision at a General Meeting of the Association shall be determined by a show of hands unless a poll is demanded. A resolution put to a vote at a general meeting being held using technology can be decided using a suitable method that the committee determines.
 - iii. Voting by proxy is allowed.
 - iv. The Chair may exercise a casting vote in addition to a personal vote.
- (f) **Appointment of proxies**
 - i. Each voting member (as applicable) may appoint another person as proxy to attend in his or her place at a General Meeting
 - ii. A proxy may vote on behalf of no more than 3 Voting Members.

- (g) **A voting member appointing a proxy:**
 - i. Must ensure it is done in writing, communicated electronically or on paper.
 - ii. May specify the manner in which the proxy is to vote in respect of a particular resolution and may indicate the proxy is not entitled to vote on any other resolution.
 - iii. Must ensure it is received by the Secretary no later than 7 days prior to a General Meeting.
- (h) **Incomplete proxy**
 - i. Where the proxy appointment does not specify the name of a proxy, the appointment will be taken to be given in favour of the Chairperson of the meeting.
- (j) **Adjournment:** A meeting may be adjourned by the Chairman from time to time and from place to place. No business shall be transacted at an adjourned meeting other than the unfinished business of the meeting at which the adjournment took place.
- (k) **Elections:** Nominations of candidates for election to the Executive or the Committee shall be in the hands of the Honorary Secretary in writing 14 days before the Annual General Meeting. If there are insufficient prior written nominations, other nominations may be taken from the floor of the meeting.

9 FINANCIAL YEAR

The financial year of the Association begins on 1st April and ends on 31st March.

10 AUDITOR AND AUDIT

At least once in each financial year the accounts of the Association shall be examined by a reviewer appointed at the Annual General Meeting. He/she shall certify the correctness of the financial statement and balance sheet at the next Annual General Meeting following his/her appointment.

11 ANNUAL SUBSCRIPTION AND FINANCIAL STATUS

- (a) The annual subscription payable by members shall be determined by the Committee prior to the beginning of the financial year.
- (b) The annual subscription shall be payable by 1st October, and if not paid, together with all other monies due to the Association from the member concerned, that member shall be deemed to be unfinancial. He/she shall be denied the benefits of membership, including the right to vote, until the outstanding monies are paid.

12 WINDING UP

In the event of the Association being wound up:

- (a) All assets shall be transferred to Athletics New South Wales to be applied as it may judge appropriate.
- (b) Every member of the Association and every person who has been a member during the 12 months preceding the start of the winding up is liable to contribute to payment of the debts of the Association, such contribution not to exceed 25 dollars.

13 FUNDS

- (a) The funds of the Association shall be derived from annual subscriptions, donations and such other sources as the Committee decides.
- (b) The funds shall be used to further the interests of the Association.
- (c) Funds received by the Association shall be deposited in the Association's bank account as soon as practicable.
- (d) All cheques and other negotiable instruments issued by the Association shall be signed by at least two members of the Committee.

14 INSURANCE

The Association shall effect and maintain insurance pursuant to Section 44 of the Act.

15 UNIFORM

The colours of the Association for its competition uniform(s) are sky blue and navy blue. The Committee shall approve the design of uniforms from time to time.

16 REPRESENTATION

The Committee shall appoint delegates to represent the Association on bodies with common interests such as Athletics NSW.

17 RECORD PERFORMANCES

The Records and Awards Officer shall keep and retain an up to date list of record performances made by members. The authenticity of any performance submitted as a record shall be determined by the Committee.

18 SUSPENSION AND EXPULSION

Any member deemed by the Committee to be guilty of conduct likely to prejudice the good name of the Association may be suspended or expelled. The matter shall be considered at a meeting of the Committee of which the offending member shall receive 14 days' notice in writing. The member shall be fully informed of the alleged offence and shall have the right to address the Committee. He/she may also nominate one member to speak in his/her defence. In the event that the offending member is suspended or expelled from the Association, he/she shall have the

right of appeal to a Special General Meeting at which no other business shall be considered. The appeal must be lodged with the Honorary Secretary within four weeks of the Committee's decision to suspend or expel. That decision and the decision on appeal shall require a 75 per cent majority of those voting in secret ballot.

19 COMMON SEAL

- (a) The Common Seal shall be in the form of a stamp bearing the name of the Association encircling the word "Seal".
- (b) The Common Seal shall be affixed to any instrument only with the authority of the Association or the Committee, and such affixing shall be attested by the signatures of two members of the Executive.

20 BOOKS

The books and records of the Association, maintained by the Honorary Secretary or other officer, shall be available for inspection by members of the Association at any reasonable time.

21 AMENDMENT OF THE CONSTITUTION

This Constitution may be amended by a three-quarters majority of members casting a vote in a postal ballot, or by three-quarters majority of members present at a General Meeting for which notice of the proposed amendment(s) has been given. Electronic ballots can be conducted to determine any amendment as decided by the committee.