

**ASSOCIATIONS INCORPORATION ACT 1981
RULES FOR VICTORIAN MASTERS ATHLETICS INCORPORATED**

NAME

1. The name of the incorporated association is Victorian Masters Athletics Incorporated (in these rules called “the Association”)

INTERPRETATION:

2.1 In these rules, unless the contrary intention appears :-

“Committee” means the Committee of Management of the Association.

“Financial year” means the year ending on 31st December.

“General Meeting” means a general meeting of members convened in accordance with rule 8.

“Member” means a member of the Association.

“Ordinary member of the Committee” means a member of the Committee who is not an officer of the Association under Rule 19.

“The Act” means the Associations Incorporation Act 1981.

“The Regulations” mean regulations under the Act.

2.2 In these Rules, a reference to the Secretary of an Association is a reference:-

(a) where a person holds office under these Rules as Secretary of the Association – to that person and

(b) in any other case, to the public officer of the Association.

2.3 “Venue” means an organization comprised of Association members formed as an approved outlet as a segment of the Association where athletic events are conducted in suburban or regional districts with the conduct arranged autonomously in accordance with the By-laws and the “Venue Hand Book.” The list of Venues is as per Appendix 4.

2.4 Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the Act as in force from time to time.

MEMBERSHIP

3.1 A person who applies for membership as provided in these rules is eligible to be a member of the Association on payment of a joining fee and annual subscription set by the Committee. Membership fees and Categories as per Appendix 3.

3.2 The Subscriptions Secretary shall, on payment of the amounts referred to in sub-clause (1) enter the applicant’s name and address and date of birth in the register of members and, upon the name being so entered, the applicant becomes a member of the Association.

3.3 A right, privilege, or obligation of a person by reason of his membership of the Association:-

(a) is not capable of being transferred or transmitted to another person:

(b) terminates upon the cessation of his membership whether by death or resignation or otherwise.

3.4 A member shall be elected a Life Member in recognition of services to the Association on the recommendation from the General Committee and by the vote of not less than three fourths of the Members present at any Annual General Meeting. Notice of such recommendation shall be placed on the Agenda paper calling such Annual General Meeting. Such Life Members shall have all the privileges of membership of the Association but shall be exempt from payment of any subscriptions. The annual subscription set by the Committee shall become due and payable on 1 January in each year and when paid shall enable such persons to vote at all General Meetings of the Association and to accept office on the Committee. If a subscription is not paid by 31 March in any year, membership of the Association may be cancelled.

RESIGNATION AND EXPULSION OF MEMBER

4.1.1 A member of the Association who has paid all monies due and payable by him to the Association may resign from the Association by first giving one months notice in writing to the Secretary of his intention to resign and upon the expiration of that period of notice, the member shall cease to be a member.

4.2 Upon the expiration of a notice given under sub-clause (1), the Subscription Secretary shall make in the register of members an entry recording the date on which the member by whom the notice was given, ceased to be a member.

5.1 Subject to these rules, if the Committee is of the opinion that a member has refused or neglected to comply with the rules or has been guilty of misconduct which is prejudicial to the interests of the Association, the Committee may by resolution:-

- (a) expel a member from the Association;
- (b) suspend a member from membership of the Association for a specified period; or
- (c) fine a member in accordance with the Regulations

5.2 A resolution of the Committee under sub clause (1) :-

(a) does not take effect unless the Committee, at a meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under sub-clause (3) confirms the resolution in accordance with this clause; and

(b) where the member exercises a right of appeal to the Association under this clause does not take effect unless the Association confirms the resolution in accordance with this clause.

5.3 Where the Committee passes a resolution under sub-clause (1), the Secretary shall, as soon as practicable,

cause to be served on the member a notice in writing :-

(a) setting out the resolution of the Committee at a meeting to be held not earlier than 14 and not later than 28 days after service of the notice;

(b) stating that the member may address the Committee at a meeting to be held not earlier than 14 and not later than 28 days after service of the notice;

(c) stating the date, place and time of that meeting;

(d) informing the member that he may do one or more of the following-

(i) attend that meeting

(ii) give to the Committee before the date of the meeting a written statement seeking the revocation of the resolution;

(iii) not later than 24 hours before the date of the meeting, lodge with the Secretary a notice to the effect that he wishes to appeal to the Association in general meeting against the resolution.

5.4 At a meeting of the Committee held in accordance with sub-clause (2), the Committee :-

(a) shall give to the member an opportunity to be heard :-

(b) shall give due consideration to any written statement submitted by the member; and

(c) shall by resolution determine whether to confirm, revoke or amend the resolution.

Footnote: The Regulations provide that the Committee of an incorporated association may impose a fine not exceeding \$20.00 on a member who commits a breach of the rules of the incorporated Association.

5.5 If the Secretary receives a notice in accordance with sub-section 3d (iii) above he shall so notify the Committee and the Committee

shall convene a general meeting of the Association to be held with 21 days after the date on which the Secretary received the notice.

- 5.6 At a general meeting of the Association convened under sub-clause (5) :-
- (a) No business other than the question of the appeal shall be transacted;
 - (b) The Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
 - (c) The member shall be given an opportunity to be heard; and
 - (d) the members present shall vote by secret ballot on the question whether the resolution should be confirmed, revoked or amended.
- 5.7 If at the general meeting :-
- (a) two-thirds of the members vote in person or by proxy in favour of the confirmation of the resolution, the resolution is confirmed; and
 - (b) in any other case, the resolution is revoked.

ANNUAL GENERAL MEETING :

6.1 The Association shall prior to 15th May in each calendar year convene an annual general meeting of its members. (3)

6.2 The annual general meeting shall be held on such day as the Committee determines.

6.3 The annual general meeting shall be specified as such in the notice convening it.

6.4 The ordinary business of the annual general meeting shall be :-

- (a) To confirm the minutes of the last preceding annual general meeting held since that meeting;
- (b) To receive from the committee reports upon the transactions of the Association during the last preceding financial year
- (c) To elect officers of the Association and the ordinary members of the Committee; and
- (d) To receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act.
- (e) The election of auditor(s) in the ensuing year.

6.5 The annual general meeting may transact special business of which notice is given in accordance with these rules.

6.6 The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

SPECIAL GENERAL MEETING:

7. All general meetings other than the annual general meeting shall be called special general meetings.

8.1 The Committee shall on a requisition signed by not fewer than 16 financial members and stating the nature of the business to be considered, convene a special general meeting of the Association.

8.2 The requisition for a special general meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.

8.3 If the Committee does not cause a special general meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a special general meeting to be held not later than 3 months after that date.

8.4 A special general meeting convened by members in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which these meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.

9.1 The Secretary of the Association shall, at least 14 days before the date fixed for holding a general meeting of the Association, use his best endeavours to contact each member of the Association by notices either at his address appearing in the register by pre-paid post or alternatively by notifying each member where practicable at the various venues at which Masters Athletics Meetings are held stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

9.2 No business other than that set out in the notice convening the meeting shall be transacted at the meeting.

9.3 In the case of any proposed changes to the Statement of Purposes or Constitution Rules, full details must be provided to all members in the Notice of Meeting setting out the reason/s for the changes and where applicable, outline the existing wording and proposed wording of the change. The notice must state that a proxy form as set out in Appendix 2 is to be used for proxy votes and sent to a member on request. Copies of the proxy form shall be sent to venues and also displayed on the club's website. In the event that a member(s) wishes to put forward a case against the proposed motion(s) included with the notice calling the meeting, they shall be afforded an opportunity to do so. It is the responsibility of those arguing the case against, to have their submission ready in time to be included with the notice of meeting in the normal course of business.

9.4 A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next general meeting after the receipt of the notice.

PROCEEDINGS AT MEETINGS;

10.1 All business that is transacted at a special general meeting and all business that is transacted at the annual general meeting with the exception of that specially referred to in these rules as being the ordinary business of the annual general meeting shall be deemed to be special business.

10.2 No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.

10.3 16 (sixteen) members personally present (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

10.4 If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present –

(i) In the case of a meeting convened upon the requisition of members – the meeting must be dissolved;

(ii) and in any other case the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.

(iii) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 7) shall be a quorum.

11.1 The President, or in his absence, a Vice President, shall preside as Chairman at each general meeting of the Association.

11.2 If the President and the Vice Presidents are absent from a general meeting, the members present shall elect one of their number to preside as Chairman at the meeting.

12.1 The Chairman of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

12.2 Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.

12.3 Except as provided in sub-clauses (1) and (2), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

13 A question arising at a general meeting of the Association shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

14.1 Upon any question arising at a general meeting of the Association, a member has one vote only.

14.2 All votes shall be given personally or by proxy.

14.3 In the case of an equality of voting on a question, the Chairman of the meeting is entitled to exercise a second or casting vote.

15.1 If at a meeting a poll on any question is demanded by not less than three members, it shall be taken at that meeting in such manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.

15.2 A poll that is demanded on the election of a Chairman or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.

16. A member is not entitled to vote at any general meeting unless all monies due and payable by him to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

17.1 Each member shall be entitled to appoint another member as his proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

17.2 The notice appointing the proxy shall be in the form set out in Appendix 2.

COMMITTEE OF MANAGEMENT

18.1 The affairs of the Association shall be managed by a Committee of Management constituted as provided in Rule 20.

18.2 The Committee -

(a) Shall control and manage the business and affairs of the Association;

(b) may, subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these rules to be exercised by general meetings of the members of the Association; and

(c) subject to these rules, the regulations and the Act, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Association.

18.3 The person holding the position of immediate Past President shall be entitled to act as ex-officio member of the Committee and shall be entitled to act with the same powers as a committee member.

19.1 The officers of the Association shall be :-

- | | |
|-------------------------|----------------------------|
| (a) a President | (e) an Assistant Secretary |
| (b) Vice Presidents (2) | (f) a Club Captain; and |
| (c) a Treasurer | (g) a Club Vice Captain |
| (d) a Secretary | |

19.2 The provisions of Rule 21 so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in sub-clause(1).

19.3 Each officer of the Association shall hold office until the annual general meeting next after the date of his election but is eligible for re-election.

19.4 In the event of a casual vacancy in any office referred to in sub-clause(1), the Committee may appoint any member of the Association to the vacant office and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of his appointment.

20.1 Subject to section 23 of the Act, the Committee shall consist of :-

- (a) The officers of the Association; and
(b) 7 ordinary members

each of whom shall be elected at the annual general meeting of the Association in each year,

20.2 Each ordinary member of the Committee shall, subject to these rules, hold office until the annual general meeting next after the date of his election but is eligible for re-election.

20.3 In the event of a casual vacancy occurring in the office of an ordinary member of the Committee, the Committee may appoint a member

of the Association to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of his appointment.

20.4 No member of the Committee shall be appointed to or retain any paid office of the Association whilst he/she is a member of the Committee.

20.5 No member of the Committee shall directly or indirectly supply goods or services to the Association where such goods or services can be satisfactorily obtained elsewhere locally.

20.6 Any member of the Committee who has a financial interest in any contract or arrangement made or proposed to be made with the Association shall disclose his/her interest at the first meeting of the Committee at which the contract or arrangement is first taken into consideration if his/her interest then exists, or in any other case at the first meeting of the Committee after the acquisition of his/her interest. If he/she becomes interested in a contract or arrangement after it is made or entered into, he/she shall disclose his/her interest at the first meeting after he/she becomes so interested.

20.7 No member of the Committee shall vote as a member of the Committee in respect of any contract or arrangement in which he/she is so interested as aforesaid, and if he/she do so vote his/her vote shall not be counted.

20.8 VENUES – Conduct and management of approved venues shall be in accordance with the By-Laws and “Venue Hand Book”.

ELECTION OF OFFICERS AND VACANCY:

21.1 Nominations of candidates for election as officers of the Association or as ordinary members of the Committee:-

(a) Shall be made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and

(b) Shall be delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the annual general meeting.

21.2 If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations for the remaining vacancies may be received at the annual general meeting.

21.3 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

21.4 if the number of nominations exceeds the number the number of vacancies to be filled, a ballot shall be held.

21.5 The ballot for the election of officers and ordinary members of the committee shall be conducted at the annual general meeting in such usual and proper manner as the Committee may direct.

22. For the purposes of these rules, the office of an officer of the Association or of an ordinary member of the Committee becomes vacant if the officer or member :-

(a) ceases to be a member of the Association;

(b) becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or

(c) resigns his office by notice in writing given to the Secretary.

PROCEEDINGS OF COMMITTEE:

23.1 The Committee shall meet at least 4 times in each year at such place and such times as the Committee may determine.

23.2 Special meetings of the Committee may be convened by the President or by any 5 of the members of the Committee.

23.3 Notice shall be given to members of the Committee of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.

23.4 Any 7 members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.

23.5 No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.

23.6 At meetings of the Committee :-

(a) The President or in his absence a Vice President shall preside; or

(b) if the President and the Vice-Presidents are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.

23.7 Questions arising at a meeting of the Committee or of any Sub-Committee appointed by the Committee shall be determined on a show of hands, or if demanded by a member, by a poll taken in such a manner as the person presiding at the meeting may determine.

23.8 Each member present at a meeting of the Committee or of any Sub-Committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

23.9 Notice of each Committee meeting shall be served on each member of the Committee in such a manner as the Committee determines.

23.10 Subject to sub-clause (4) the Committee may act notwithstanding any vacancy on the Committee.

SUB COMMITTEES

10. (1) The Committee may appoint such Management Sub-Committees, consisting of members of the Committee, as they think fit. Members of the Association or other interested persons may be co-opted in an advisory capacity, but shall have no voting rights.

(2) The Committee may also appoint other Sub-Committees not concerned with the direct management of the Association with the membership drawn from members of the organisation or other interested persons, for fund raising, social and other similar purposes. Members of such Sub-Committees shall have voting rights only within the Sub-Committees to which they have been appointed or elected.

(3) The quorum for meetings of a Sub-Committee shall be one-third of its members. At the first meeting of a Sub-Committee the members shall appoint a Chairman from amongst themselves.

REMOVAL OF MEMBER OF COMMITTEE

24.1 The Association in general meeting may by resolution remove any member of the Committee before the expiration of his term of office and appoint another member in his stead to hold office until the expiration of the term of the first-mentioned member.

24.2 Where the member to whom a proposed resolution referred to in sub-clause (1) makes representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and requests that they 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 they are not sent, the member may require that they be read out at the meeting.

SECRETARY

25.1 Hon. Secretary: The Hon. Secretary shall attend meetings of the Association and of the General Committee. He shall issue all notices and circulars and prepare an Annual Report of the Association's activities for submission to the Annual General Meeting. He is empowered to assist the Hon. Treasurer by accepting monies on behalf of the Association. He shall be ex-officio a member of all Sub-Committees with the exception of the Selection Committee

25.2 Hon. Assistant Secretary: The Hon. Assistant Secretary shall attend all meetings of the General Committee, take minutes of all business transacted and assist the Hon. Secretary as required.

TREASURER

26.1 The Treasurer of the Association:

(a) shall collect and receive all monies due to the Association and make all payments authorised by the Association; and

(b) shall keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.

26.2 The accounts and books referred in sub-clause (1) shall be available for inspection by all members.

DISPUTES

27.1 The grievance procedure set out in this rule applies to disputes under these Rules between –

(a) a member and another member; or

(b) a member and the Association.

27.2 The parties to the dispute must meet and discuss the matter in dispute and if possible, resolve the dispute within 14 days after the dispute comes to the attention of all the parties.

27.3 The parties to the dispute must, in good faith, attempt to settle the dispute.

27.4 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of an arbitrator/s.

27.5 The Arbitrator/s must be –

(a) a person/s chosen by agreement between the parties; or

(b) in the absence of an agreement –

(i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or

(ii) in the case of a dispute between a member and the Association, a panel comprised of 3 life members.

27.6 Member/s of the Association can be an arbitrator/s.

27.7 The arbitrator/s cannot be a member who is a party to the dispute.

27.8 The arbitrator/s in conducting the arbitration, must –

(a) give the parties to the arbitration process every opportunity to be heard, and

(b) allow due consideration by all parties of any written statement submitted by any party; and

(c) ensure natural justice is accorded to the parties to the dispute throughout the arbitration

process.

27.9 In the event of an appeal against the decision, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

FINANCE

28. Finance shall be obtained from members' joining fees, race fees, subscriptions, endowments, grants, public subscriptions, voluntary contributions, fund raising efforts, donations and other approved means.

FINANCIAL ADMINISTRATION

29.1 The funds of the Association shall be lodged, in such investments as are authorised by the law for the time being in force for the investment of trust funds, or on deposit with a bank.

29.2 The Treasurer (or Acting Treasurer in the absence of the Treasurer) shall receive all monies and issue receipts as appropriate, or where requested, shall pay all accounts which have been passed for payment by the Committee, shall keep a proper record of all such receipts and payments, and shall submit a financial report at each Committee meeting.

29.3 All accounts must be paid by cheque or cash, subject to substantiated documentation.

29.4 At least once a year the books must be examined and audited by the auditor(s) appointed at the Annual General Meeting.

29.5 The financial year shall run from the 1st January to the 31st December next following

CHEQUES

30. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two office bearers.

DISTRIBUTION OF ASSETS

31. The income and property of the Association whencesoever derived, shall be applied solely towards the promotion of the objects of the Association, and no portion thereof shall be paid or transferred directly or indirectly, by way of dividends, bonus or otherwise howsoever by way of profit or gain to the individual members of the Association. Provided that nothing herein shall prevent the payment, in good faith, of any reasonable and proper remuneration to any officer or servant or to any member of the Association in return for any services actually rendered to the Association nor prevent the payment for out of pocket expenses, interest on money lent or reasonable and proper rent for premises demised or let by any officer or servant of the Association or member of the Association.

AUDITOR

32. The Auditor(s) appointed shall be a member of some recognised institute of accountants, or, if no such auditor is available, shall be a person sufficiently versed in business practice to carry out capably the duties of auditor. The auditor shall not be a member of the Committee of Management.

SEAL

33.1 The Common Seal of the Association shall be kept in the custody of the Secretary
33.2 The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two (2) members of the Committee or of one member of the Committee and of the Public Officer of the Association.

ALTERATION OF RULES AND STATEMENT OF PURPOSES:

34. These rules and the statement of purposes of the Association shall not be altered except in accordance with the Act.

NOTICES:

35.1 A notice may be served by or on behalf of the Association upon any member either personally or by sending it by post to the member at his address as shown in the Register of Members

35.2 Where a document is properly addressed pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of the post

WINDING UP

36.1 The Association shall not be dissolved or wound up except by consent of three-fourths of those present at a Special General Meeting of members called specially for that purpose

36.2 If upon the winding-up or dissolution of the Association there remains, after satisfaction of all its debts and liabilities, any property, whatsoever, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other organisation having similar objects of the Association and which shall prohibit the distribution of its property amongst its members to an extent at least as great as is imposed on the Association at or before the time of dissolution and in default thereof by such judge of the Supreme Court of Victoria as may have, or acquire, jurisdiction in the matter.

36.3 In the event of the winding up of an approved venue or a group of members from an approved venue wanting to break away from the Association any residual property whatsoever shall remain the property of the Association.

36.4 In the event of the Association not having functioned for a period of two (2) years, dissolution shall be compulsory. The last available list of adult subscribers shall be used to give effect to the provisions of this clause

INSURANCE

37 The Committee shall arrange as appropriate, suitable insurance to cover property, members and employees of the Association.

CUSTODY OF RECORDS

38. Except as provided in these Rules, the Secretary shall keep in his custody or under his control all, books, documents and securities of the Association.