

## **Definitions**

*Annual Membership Fee:* The fee imposed by Triathlon Australia (TA) for joining TA.

*Association:* An association registered under the *Associations Incorporation Act 2009*.

*Club:* The Association that is the Northern Suburbs Triathlon Club (NSTC).

*Club Joining Fee:* The fee imposed by NSTC to join the club.

*Committee:* A group of volunteers defined in Sections 7 and 8 who manage the day-to-day operations of the club.

*Committee Member:* A person who is elected or appointed under the Association's constitution as a committee member of the Association.

### **1. Membership qualifications**

All members of the public are eligible to join who are physically fit and can undertake training and competition in the disciplines of triathlon and the like.

- a) all individuals are responsible for deciding whether they have the requisite level of fitness;
- b) application for membership or renewal of membership must be made via the TA website with payment of an Annual Membership Fee and any Club Joining Fee;
- c) the Club Joining fee will be determined by the Committee; and
- d) membership will be renewed annually.

### **2. Life Members**

The Committee has the ability to elevate an ordinary member to life member if;

1. It receives a nomination from a current Club member either directly to the committee or via the President
2. The nomination is accepted by the committee
3. The committee votes unanimously in favour of the nomination

For a life membership to be valid, the person must be a financial member of TA. They will not be required to pay Club Joining Fees in future.

### **3. Register of members**

A register of members' names, addresses, phone numbers, and other contact details will be held by the Treasurer and TA.

### **4. Fees and subscriptions**

The Club Joining Fee will be determined by the Committee at least two months prior to the end of the season OR when requested by TA, whichever happens first. The fee will be determined as part of a regular committee meeting. Annual Membership Fees are determined by TA.

### **5. Members' liabilities**

Liability of members is limited only to that amount that may be unpaid for annual fees, notwithstanding any debts or liabilities the Club might have or incur.

## **6. Disciplining of members**

Any complaints must be formally lodged with a Committee Member in writing. The matter will be discussed at the next Committee meeting or by flying minute and a resolution decided upon by a majority of two thirds of those present.

## **7. Internal disputes**

Internal disputes between members, in their capacity as members of the Club, initially will attempt to be resolved by the Committee at a special meeting. If a matter cannot be settled it will be referred to a Community Justice Centre for mediation in accordance with the *Community Justice Centers Act 1983* (NSW).

## **The Committee**

### **8. Powers of the Committee**

The Committee is the Club's managing body, subject to the *Associations Incorporation Act 2009*, the *Associations Incorporation Regulation*, and these rules, and to any resolution passed by the Club in a general meeting. The Committee has the following powers:

- a) to control and manage the affairs of the Club;
- b) exercise all functions of the club except those reserved by these rules to be exercised by a general meeting of members of the Club; and
- c) authority to do all acts that are desirable for the proper management of the Club.

### **9. Composition of the Committee**

- a) The Committee shall be constituted by the office bearers of the Club and any ordinary members of the Club as determined at the general meeting of the members.
- b) The office bearers of the club are:
  - i. the president;
  - ii. the treasurer;
  - iii. the secretary (and public officer);
  - iv. the communications officer;
  - v. the triathlon training session coordinator;
  - vi. gear steward;
  - vii. training coordinator; and
  - viii. new member coordinator
  - ix. safety officer
- c) Members will be appointed to an office bearer position by nomination and election at the annual general meeting (AGM).
- d) Each Committee member will hold office for one year whereupon the position will be made vacant at the AGM one (1) year after their appointment.
- e) Ordinary club members may be nominated as candidates for election to the Committee if a motion is carried at the AGM to do so.
- f) In the event of a casual vacancy on the Committee, the Committee may appoint a member of the Club to fill the vacancy. At the next AGM, someone must be

appointed as per Clause 8c.

#### **10. Quorum and Procedure at Committee Meetings**

- a) The Committee only needs to meet as often as required for the proper management of the Club. Meetings can be convened by the president or any member of the Committee.
- b) At least half of the Committee members need to be present for a quorum.
- c) No business is to be transacted unless a quorum is present.
- d) Oral or written notice of a Committee meeting must be given by the convenor of the meeting at least 48 hours (or other such period as unanimously agreed by the Committee) in advance.
- e) The president, when present will preside at Committee meetings, if absent then any present Committee member, as agreed by those present.

#### **11. Calling of an Annual General Meeting and Business Conducted**

- a) The Club must hold one AGM per year and it must be within six months of the end of the financial year, convened at a time and place the Committee thinks fit. Business at the annual general meeting is to include:
  - i. confirmation of the minutes from the previous AGM and of any special general meeting since that meeting;
  - ii. receive reports from the Committee on the activities of the Club throughout the preceding financial year;
  - iii. election of office bearers and any ordinary members of the Committee;
  - iv. to receive and consider the financial statement which is required to be submitted to members under Clause 48 of the *Associations Incorporation Act 2009*.
- b) Special general meetings may be convened:
  - i. for the purpose of conducting any business normally conducted at the AGM and other business allowed by these rules; and
  - ii. by the Committee as the Committee thinks fit; or
  - iii. where at least one third of the membership requisition the Committee to convene such, it may be convened by the ordinary members; and
  - iv. one week's notice must be given to the Club's membership; and at a time and place the convenor thinks fit.
- c) Special general meetings will be presided by:
  - i. the president, when present; or if absent, then any Committee member present, as agreed by those present of the Committee; or
  - ii. if no Committee member is present, and, it is not the annual general meeting; or two thirds of the Club membership are present, then any ordinary member as agreed by those present, may preside.

#### **12. Notice of meetings**

Notice of special general meetings must be given at least seven days prior to the meeting. In the case of the AGM, notice must be given at least twenty one days prior to the meeting.

### **13. Procedure at meetings**

- a) No item of business is to be transacted at special general meetings or the AGM unless a quorum of members, entitled to vote, is present at the time the item is being considered.
- b) All members (over the age of 18) with paid up Annual Membership Fees are entitled to vote and their vote will count as one vote only. Proxies may be appointed but notice of such appointment must be communicated to the secretary at least 24 hours before the meeting, so that such arrangement can be verified.
- c) A quorum for the purposes of a special general meeting or AGM is constituted by ten members present in person.
- d) If within 30 minutes of the appointed time for the start of the general meeting a quorum is not present the meeting:
  - a. if convened on requisition of members, is to be dissolved; and
  - b. in any other case, is to stand adjourned to the same day next week at the same time and place, unless otherwise specified at the time of the adjournment by the person presiding, in which case members must be notified. In any event the subsequent meeting must be within a fortnight of the adjournment.
  - c. If at a meeting subsequent to an adjournment a quorum is not present within 30 minutes of the appointed start time, five members will constitute a quorum.
- e) A show of hands or verbal indication is sufficient for casting votes.
- f) A motion will be deemed passed if the majority of votes are in its favour.
- g) If the vote is hung on a motion then the motion is defeated as there is no majority.

### **14. Source of Funds**

- a) Funds of the Club are derived from membership fees, Club event entry fees, donations and any other sources that the Committee determines is appropriate.
- b) All money received by the Club is to be deposited to the Club's bank account as soon as practicable.
- c) Receipts should be issued for monies received as soon as practicable.

### **15. Funds Management**

- a) All funds are to be managed by the treasurer and applied for purposes as determined by the Committee.
- b) All, cheques, money orders, bills of exchange, promissory notes, and other negotiable instruments must be signed by the treasurer.

### **16. Alteration of Objects and Rules**

The statement of objects and these rules may be amended only by special resolution, which requires a majority of two thirds of an AGM.

#### **17. Custody of Books**

All records, books and other documents relating to the Club are to be kept by the secretary of the Club, except those ledgers and accounts that are to be kept by the treasurer.

#### **18. Inspection of Books**

All records, books and other documents must be open to inspection by members of the Club at any reasonable hour, free of charge.

#### **19. Affiliation**

The club will annually renew its affiliation with Triathlon NSW, or in the event it ceases to exist, other such bodies that represent triathlon and multisport for the state of NSW, at the discretion of the Club.

#### **20. Statement of Objects**

The objects of the Club are to promote fun, fitness and competition through the safe participation in triathlon and other multisport events. Generally the primary object is to promote the sport of triathlon throughout the Club's local district and adjacent areas.

#### **21. Non-profit Clause**

The assets and income of the Club shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to the members of the Club except as bona fide remuneration for services rendered or expenses incurred on behalf of the Club.

#### **22. Dissolution Clause**

In the event of the Club being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be paid and applied by the Club in accordance with its powers to any organisation which has similar objects and which has rules prohibiting the distribution of its assets or income to its members.

#### **23. Limitation of Liability to Members**

In the event of litigation, or claim by other means, against the Club, and any of its officers, members, or agents, by a member, the liability is limited to the amount of insurance for which the Club, and any of its officers, members, or agents, are actually indemnified, in respect of the claim.

#### **24. Postal ballots**

Postal votes submitted via letter, fax, SMS or email will be accepted for the general meeting of members.

**25. Financial year**

The association's financial year runs for 12 months from the first of July to the thirtieth of Jun