



Narrogin and Districts Netball Association Inc.

Constitution Dated 16 October 2017

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DEFINITIONS

In this constitution unless the contrary intention appears, these words shall have the following meanings:

'Act' means the Associations Incorporation Act 2015 (WA) or any other Act under which the Association maybe incorporated from time to time.

'Affiliated Club' means a body corporate which is a member of the Association.

'Affiliated Player' means a player registered by or with or otherwise permitted to play in the competition conducted by the Association and shall include playing coaches.

'Affiliated Member' means a player or an official member of the Association.

'Association' means the Narrogin District Netball Association Incorporated, being a member of the Region and Netball WA.

'Ballot' shall be a printed voting slip with the names of candidates, and a tick box option.

'By-Laws' means any by-law, regulation or policy made by the Executive Committee.

"Committee Meeting" means an ordinary meeting of the Management Committee.

'Delegate' means the person(s) elected or appointed from time to time by an Affiliated Club to act for and on behalf of the Affiliated Club and represent the Affiliated Club at Annual General, Special General and Delegate Meetings and Management Meeting or otherwise.

'Executive Committee' shall be the President/Vice President, Secretary and/or Treasurer and three (3) elected Standing Committee Members.

'General Meeting' means the Annual or any Special General Meeting of the Association.

'Life Member' means an individual upon whom life membership of the Association has been appointed in accordance with criteria and procedure set out in the By-Laws.

'Management Committee' refers to the executive committee of the Association established by and elected or appointed pursuant to these Rules.

'Netball' means the game of netball as determined by the International Federation of Netball Australia.

'Netball WA' means Netball Western Australia Incorporated, the governing body for Netball in Western Australia.

'Official Member' is any other person who is interested in promoting the Association ie Non-Playing Umpire, Non-Playing Coach, Non-Playing Scorer/Time Keeper, financial member

'Proxy' means somebody authorized to act for another person.

'Region' means the Great Southern Netball Region Incorporated.

'Seal' means the common seal of the Association and includes any other official seal of the Association.

'Standing Committee' is Committee positions elected at the Annual General Meeting.

'Sub Committee(s)' are appointed by Executive Committee as required for specific purposes.

1. NAME

1.1 The name of the Association shall be the Narrogin and Districts Netball Association Incorporated (here-in-after referred to as 'the Association').

1.2 The Association shall be incorporated under the provisions of 'The Associations Incorporation Act, 2015' as a Not for Profit organisation.

2. HEADQUARTERS

2.1 The Headquarters of the Association shall be at Narrogin Leisure Centre, Clayton Road, Narrogin, Western Australia, Western Australia and netball office at the John Higgins Centre, Clayton Road, Narrogin, Western Australia.

3. AIMS and OBJECTIVES

3.1 The aims and objectives for which the Association is established and maintained are to:-

- a) foster, promote, develop and manage the game of netball within the Association;
- b) become affiliated with or subscribe to the Region and Netball Western Australia or any other Association or bodies whose aims are similar to the objects of the Region and Netball Western Australia and if thought fit to withdraw or retire from any such Association or body;
- c) abide by the official rules of the International Federation of Netball Association and the interpretation thereof as determined by the International Federation of Netball Association and/or the All Australia Netball Association Limited;
- d) promote and conduct Netball competitions and events at Association level;
- e) Manage the representation of the Association in Region events;
- f) use and protect the Intellectual Property of the Association in the pursuit of these objects and the sport of netball;
- g) promote and protect the interests of all Members and other participants of Netball;
- h) to act in good faith and loyalty to each other to ensure the maintenance and enhancement of the sport of netball, its standards, quality and reputation for the collective and mutual benefit of the members and the sport of netball;
- i) to make full and proper disclosure to all Associate Members of all matters of importance to the Association and the sport of netball;
- j) to establish By-Laws, Policies and Procedures for the conduct and control of competitions and the control of players while playing netball in competitions or other matches organised by the Association.
- k) to endorse that the Association is a game for amateurs and run by volunteers.

4. COLOURS

4.1 The colours of the Association shall be pink, grey, black and white.

5. POWERS

5.1 Solely for furthering the Aims and Objectives set out in paragraph 4 the Association has, in addition to the rights, powers and privileges conferred on it under the Act, the legal capacity and powers of a Company as set out under section 13 of the Corporations Act for the attainment of the aims and objectives.

5.2 The Association shall have the following power:-

- a) To elect a President, Vice President, Secretary, Treasurer and the "Standing Committee" positions.

6. AFFILIATION

6.1 The Association shall be affiliated with the Netball Western Australia Incorporated and the Great Southern Netball Region Inc.

6.2 The Association may 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.

7. NOT FOR PROFIT BODY

7.1 The property and income of the Association must 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 any member, except in good faith in the promotion of those objects or purposes.

7.2 A payment may be made to a member out of the funds of the Association only if it is authorised under subrule (7.3).

7.3 A payment to a member out of the funds of the Association is authorised if it is –

- a) 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
- b) 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
- c) the payment of reasonable rent to the member for premises leased by the member to the Association; or
- d) the reimbursement of reasonable expenses properly incurred by the member on behalf of the Association.

8. MEMBERSHIP

8.1 Membership of the Association shall be open to:-

- a) Affiliated Clubs
- b) Official Members
- c) Life Members

8.2 An Affiliated Club is one or more teams wishing to play interclub matches conducted by the Association.

8.3 Each playing member of an Affiliated Club shall be entitled to all the rights and privileges of membership.

8.4 An Official Member is any other person who is interested in promoting the Association.

8.5 A Life Member is an individual upon whom life membership of the Association has been appointed in accordance with criteria and procedure set out in the By-Laws.

8.6 Such new categories of Members, created in accordance with Association By-Laws.

9. ADMISSION TO MEMBERSHIP

9.1 Each Affiliated Club, Official Member and Life Member admitted to membership with the Association shall:-

- a) Be bound by the Constitution and By-Laws,
- b) Become liable for such fees, subscriptions and levies as may be fixed by the Management Committee with the exception of Life Members.
- c) Affiliated Club to register its colours and uniform with the Association, as set out in the By-Laws.
- d) Comply with the regulations governing match play as set out in the By-Laws.
- e) Administer and develop netball, subject to the direction of the Association and in accordance with the Aims and Objective referred to in paragraph 5 of the Association
- f) At all times operate with, and promote, mutual trust and confidence between the Association and the Members in pursuit of the Aims and Objectives referred to in paragraph 4.
- g) At all times act on behalf of and in the interest of the Members and the sport of netball.
- h) Receive a copy of the Constitution in force at the time their membership commences by electronic transmission or providing the details for the website where the constitution may be downloaded. A hard copy will be provided if member requests that the constitution be provided in that manner.

9.2 The Management Committee of the Association reserves the right to refuse membership.

9.3 Any Member which or who has not paid all monies due and payable by that Member to the Association (subject to the Management Committee discretion) have all rights under this Constitution immediately suspended from the expiry of the time prescribed for payment of those monies. Such rights will be suspended until such time as the monies are fully paid or otherwise in the Management Committee discretion.

9.4 The Association shall not be responsible for any expenses of Members selected as:

- a) Players in a State of Western Australian representative team
- b) Players in an Australian team
- c) Candidates for testing for Netball Australia Umpire's Awards

10. REGISTER OF MEMBERSHIP

10.1 The Secretary shall on behalf of the Association keep and maintain the register of Members, and other persons authorised to act on behalf of the Association, under Section 58(3) of the Associations Incorporation Act 2015, and any other record or document of the Association and that register shall be so kept and maintained.

10.2 The Association shall cause the name of a person who dies or who ceases to be a member to be deleted from the register.

10.3 Inspection of records and documents:

- 1) Subrule (2) applies to a member who wants to inspect –
 - a. the register of members under section 54(1) of the Act; or
 - b. the record of the names and addresses of committee members, and other persons authorised to act on behalf of the Association, under section 58(3) of the Act; or
 - c. any other record or document of the Association.
- 2) The member must contact the secretary to make the necessary arrangements for the inspection.
- 3) The inspection must be free of charge.
- 4) If the member wants to inspect a document that records the minutes of a committee meeting, the right to inspect that document is subject to any decision the committee has made about minutes of committee meetings generally, or the minutes of a specific committee meeting, being available for inspection by members.
- 5) The member may make a copy of or take an extract from a record or document referred to in subrule (1)(c) but does not have a right to remove the record or document for that purpose.
- 6) The member must not use or disclose information in a record or document referred to in subrule (1)(c) except for a purpose —
 - a. that is directly connected with the affairs of the Association; or
 - b. that is related to complying with a requirement of the Act.

11. RIGHTS AND PRIVILEGES OF MEMBERSHIP

11.1 Clubs and Teams

Affiliated Members shall be entitled to:

- a) Refer any matters pertaining to netball to the Management Committee for advice or decision.
- b) Participate in competitions conducted by the Association.
- c) Request assistance with development.
- d) Attend Development, Coaching and Umpiring courses and programs conducted by the Association.
- e) Shall be represented by their Delegate(s) who shall have the right to attend and speak at all Management, Special General and Annual General Meetings
- f) Do all that is reasonably necessary to enable the Objects referred to in paragraph 4 of the Association to be achieved.

11.2 Affiliated Clubs and Affiliated Members, membership rights may be suspended or revoked by the Association at any time with due cause as decided by the Management Committee.

11.3 Life Membership

11.3.1 Life Members of the Association shall be entitled to:

- a) Free membership of the Association
- b) Refer any matters pertaining to netball to the Management Committee for advice or decision
- c) Attend, speak and vote at all Special General and Annual General Meetings.

11.3.2 The criteria for Life Membership, as determined by the Management Committee, shall be set out in the By-Laws.

11.3.3 The Management Committee shall appoint a Life Member in accordance with the criteria and procedure set out in the By-Laws.

12. TERMINATION OF MEMBERSHIP

12.1 Membership as referred to in paragraph 8 shall be terminated by any one of the following events:-

- a) Resignation
- b) Death
- c) Gross misconduct that is detrimental to the Association, contrary to the Association's Policies and Procedures and/or as decided by the Management Committee.

12.2 Winding up of (the) a Club:

At the time of lodging an application to withdraw any Club may at the discretion of the Management Committee, remain liable for all fees, and or levies incurred up to the time of lodging the application to withdraw.

13. EXECUTIVE COMMITTEE

13.1 The Executive Committee of the Association elected at the Annual General Meeting shall be the President, Vice President, Secretary and Treasurer plus three (3) Standing Committee Members.

13.2 All members of the Executive Committee shall be members of the Association.

13.3 Adjudicate on all urgent matters arising which in any way affect the association or the game of netball.

13.4 All executive committee members must be a minimum age of 18 years.

14. MANAGEMENT COMMITTEE

14.1 Management of the Association shall be vested in the Management Committee.

14.2 Elected by the members and consisting of:

- a) President
- b) Vice President
- c) Secretary
- d) Treasurer
- e) Association Umpiring Development Officer (AUDO)
- f) Rising Stars Administrator
- g) Coaching Development Officer
- h) Recorder
- i) Media & Communications
- j) Member Protection Information Office
- k) Any club not represented on the Management Committee must provide one club member to attend Management Committee Meetings.

14.3 No Management Committee member shall hold no more than two positions on the Management Committee;

14.4 Affiliated Member may:-

- a) Play for one Club and coach or be associated with another Club but shall be deemed to be a affiliated Member of the Club with which they are registered, for the purpose of the Management Committee.
- b) Be a financial member of the Association.
- c) Coach or be associated with one or more Clubs but shall state where their obligations lie, for the purpose of the Management Committee.

14.5 All Management Committee members must be a minimum age of 18 years and an affiliated member of the Association.

14.6 The Management Committee shall for the dispatch of business meet as and when necessary, but no less than three times per financial year

14.7 A quorum for Management Committee meetings shall be no less than six members (being 50% plus 1).

14.8 **When membership of committee ceases**

A person ceases to be a committee member if the person —

- (a) dies or otherwise ceases to be a member; or
- (b) resigns his/her office in writing to the Management committee or is removed from office under rule 12.1(c); or
- (c) becomes ineligible to accept an appointment or act as a committee member under section 39 of the Act;
- (d) becomes permanently unable to act as a committee member because of a mental or physical disability; or
- (e) fails to attend 3 consecutive Committee meetings, of which the person has been given notice, without having notified the Committee that the person will be unable to attend.

14.9 Where a person ceases to be a member of the Management Committee that person to, as soon as practicable after their membership ceases, deliver to a member of the committee all of the relevant documents and records they hold pertaining to the management of the association's affairs.

14.10 Filling Casual Vacancies

1) The committee may appoint a member who is eligible under rule 14(5) to fill a position on the committee that —

- (a) has become vacant under rule 14.8(b); or
- (b) was not filled by election at the most recent annual general meeting

2) If the position of secretary becomes vacant, the committee must appoint a member who is eligible under rule 14(5) to fill the position within 14 days after the vacancy arises.

3) Subject to the requirement for a quorum under rule 18.4, the committee may continue to act despite any vacancy in its membership.

4) If there are fewer committee members than required for a quorum under rule 18.4, the committee may act only for the purpose of —

- (a) appointing committee members under this rule; or
- (b) convening a general meeting.

15. SUB COMMITTEE(S)

15.1 Sub Committees may be appointed at the Annual General Meeting if required as prescribed in the By-Laws

15.2 All Committee Members must be a minimum age of 18.

15.3 The Management Committee shall have power to appoint special sub and ad-hoc committees as required and delegate to such committees such powers as it may deem necessary.

15.4 The Co-Ordinator of each sub or ad-hoc committee shall be appointed by the Management Committee.

15.5 Each Committee shall be responsible to the Management Committee through its Co-Ordinator to submit written reports to the Association Secretary.

15.6 Proxy representatives shall be allowed for any committee member.

15.7 A committee member having any direct or indirect pecuniary interest referred to in Section 21 and 22 of the Association's Incorporation Act 2015 shall comply with that section.

16. DUTIES OF MANAGEMENT COMMITTEE MEMBERS

16.1 Management Committee Members shall comply with the following principle statutory and common law duties:

- a) To act honestly and in good faith in the interests of the Association
- b) To exercise a degree of care, skill and diligence that a reasonable person in a like position would exercise in the Association's circumstances;
- c) To exercise powers honestly and for the purposes for which they were conferred and not for collateral purposes;
- d) To avoid any actual or potential conflict between their obligations owed to the Association and their personal interests and other duties;

- e) To keep confidential information obtained, and not to disclose advantage or business opportunities acquired, in the course of that office;
- f) To prevent insolvent trading by the Association
- g) To be responsible for acting on all issues in accordance with the aims and objectives of the Association and shall operate for the collective and mutual benefit of the Association and the sport of netball.
- h) To disclose a conflict of interest which may arise when a member has private or personal interests outside of the association that may affect (or be perceived to affect) their ability to act in the best interests of the association when they are carrying out their duties.

17. POWERS OF THE MANAGEMENT COMMITTEE

17.1 Subject to the Act and this Constitution the business of the Association shall be managed, and the powers of the Association shall be exercised, by the Management Committee as follows:

- a) Administer the finances, appoint bankers, and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and close any such account.
- b) Fix the manner in which such banking accounts shall be operated upon and nominate from Management Committee members, any two (2) of four (4), whose signatures shall be the authority for withdrawal of funds from each account.
- c) Fix fees and subscriptions payable by Clubs, Teams, Members and Officials, decide such levies, rates, fines or charges as it deems necessary or advisable and to enforce payment thereof.
- d) To acquire, hold, deal with and dispose of any real or personal property.
- e) To borrow money upon such terms and conditions as the Association thinks fit.
- f) Adjudicate on all matters brought before it which in any way affects the Association or the game of netball.
- g) Cause minutes to be made of all proceedings at meetings of the Executive, Annual General, Special General and Management Meetings.
- h) Determine from time to time the conditions on which and times when members or others may use the premises of the Association or any part thereof.
- i) Make, amend and rescind rulings, By-Laws and Policies, consistent with the Constitution.
- j) Have the power to form and appoint any sub-committee(s) as required for specific purposes.
- k) May at their discretion employ a person or persons to carry out certain duties required by the Association at salaries or remuneration's for such period of time, as may be deemed necessary.
- l) Appoint an officer/s or agent of the Management Committee to have responsibility of the Association's records, documents and securities.
- m) To give such security for the discharge of liabilities incurred by the Association as the Association thinks fit.
- n) To enter into any other contract the Association considers necessary or desirable.

- o) As per rule 25 of the Constitution the Management Committee has the power to deal with enforcement of Constitution & By Laws

18. MEETINGS

18.1 ANNUAL GENERAL MEETING

18.1.1 The Annual General Meeting of the Association shall be held within four (4) months from the end of the financial year.

18.1.2 The Management Committee shall give at least fourteen (14) days' notice of the date of the Annual General Meeting to all Association members as described in paragraph 9 of the Constitution and will be advised by email to affiliated Clubs, Association website and Association Facebook page.

- a) Notice of the Annual General Meeting shall be accompanied by copies of the Minutes of the previous Annual General Meeting, Annual Report/s, Agenda and Nomination forms for Executive and Management Committee positions of the Association.

18.1.3 All members may attend the Annual General Meeting.

18.1.4 The quorum at the Annual General Meeting shall be a minimum of ten (10) members.

18.1.5 If a quorum is not present within 30 minutes after the notified commencement time of the Annual General Meeting, i) the meeting is adjourned to the same time and day in the following week; and ii) the same place, unless the President specifies another place at the time of the adjournment or written notice of another place is given to the members before the day to which the meeting is adjourned.

18.1.6 Business of the Annual General Meeting

- a) President opens meeting
- b) Two representatives from every Club MUST be present at the AGM
- c) Apologies
- d) Minutes of previous AGM
- e) Confirmation of minutes
- f) Financial Report and Balance Sheet and confirmation of the auditor
- g) Presentation and adoption of the annual President's report
- h) Election of Officer Bearers and committees (noted on agenda)
- i) Vote of thanks for outgoing executive committee
- j) Nomination of Protest and Disputes
- k) Nomination of Patrons
- l) Adopt amendments and additions to Constitution and By-laws
- m) Date to set for next Annual General Meeting
- n) Closure

18.2 SPECIAL GENERAL MEETINGS

18.2.1 The Executive Committee must convene a special general meeting if at least 20% of the members require a special general meeting to be convened

18.2.2 The Executive / Management Committee shall give at least fourteen (14) days' notice of the date of the Special General Meetings to all Affiliated Clubs to forward on to their Affiliated Members as described in paragraph 9 of the Constitution and will be advised by email to affiliated Clubs, Association Website and Association Facebook Page.

18.2.3 Notice of the Special General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that Special General Meeting.

18.2.4 All members may attend Special General Meetings.

18.2.5 The quorum at the Special General Meeting is a minimum of 10 plus one (1) of the Executive Committee, Management Committee, Club and Team Delegates.

18.2.6 If a quorum is not present within 30 minutes after the notified commencement time of the Annual General Meeting, i) the meeting is adjourned to the same time and day in the following week; and ii) the same place, unless the President specifies another place at the time of the adjournment or written notice of another place is given to the members before the day to which the meeting is adjourned.

18.3 MANAGEMENT COMMITTEE MEETINGS

18.3.1 Business of Management Committee Meetings

- a. Opening of meeting
- b. Attendance register and apologies
- c. Confirmation of minutes of previous meeting
- d. Business arising from minutes
- e. Correspondence (Inward and Outward)
- f. Adoption of financial statement and accounts for payment
- g. Reports of relevant co-ordinators and sub-committees
- h. General Business
- i. Date of next meeting
- j. Closure

18.4 Quorum for Management Committee meetings:

- (1) Subject to rule 14.10 -4), no business is to be conducted at a committee meeting unless a quorum is present.
- (2) If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting —
 - (a) the meeting is adjourned to the same time, day and place in the following week.
- (3) If —
 - (a) a quorum is not present within 30 minutes after the commencement time of a committee meeting held under sub rule (2)(a); and
 - (b) at least 2 committee members are present at the meeting,those members present are taken to constitute a quorum.

19. VOTING

19.1 Voting Powers at the Annual General Meeting and Special General Meetings:

The President shall have a deliberative vote and in the event of a tied vote, the

- a) President shall exercise a casting vote.
- b) Each Affiliated Club shall be entitled to a maximum of five (5) voting delegates. No delegate shall represent more than one club.

- c) An Affiliated Team shall be entitled to (1) voting delegate.
- d) All delegates must be a minimum age of 18
- e) Each current outgoing Executive/Management Committee member shall have one (1) vote.
- f) Life members shall have one (1) vote.
- g) One person, 1 vote.

19.2 Method of voting at all meetings:

- a) Voting shall be by show of hands unless a ballot be requested by a person present.
- b) When more nominations are received than required, a ballot shall be taken. The ballot shall be a printed voting slip with the names of the candidates, and a tick box option. Members are asked to indicate their voting, preference slips to be collected, and tallied by a previously agreed representative.
- c) Proxy voting shall not be permitted.

20. DISPUTES AND MEDIATION

20.1 The grievance procedure set out in this Constitution applies to disputes between;-

- a) A affiliated member and another affiliated member; or
- b) A affiliated member and the Association; or

20.2 The parties to the dispute must meet with the Executive / Management Committee and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

20.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, without justifiable cause, then the parties must, within 10 days, hold a meeting in the presence of a mediator.

20.4 The mediator must be;-

- a) A person chosen by agreement between parties; or
- b) In the absence of agreement a person appointed by the Executive / Management Committee.

20.5 A member of the Region or an outside agency representative can be a mediator.

20.6 The mediator cannot be a member who is a party to the dispute.

20.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

20.8 The mediator, in conducting the mediation, must –

- a) Give the parties to the mediation process every opportunity to be heard;
- b) Allow due consideration by all parties of any written statement submitted by any party;

- c) Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

20.9 The mediator must not determine the dispute.

20.10 The mediation must be confidential and without prejudice.

20.11 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

21. FINANCE

21.1 All funds of the Association shall be deposited in the Association's accounts at such bank or recognised financial institution as the Management Committee may determine.

21.2 All accounts due by the Association shall be paid and the action endorsed at the next Management Committee meeting.

21.4 A Statement showing the financial position of the Association shall be tabled at each Management meeting.

21.5 A Statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting.

21.6 The signatories to the Association's accounts will be determined by the Management and will be actioned on two (2) of four (4) nominated signatories.

22. FINANCIAL YEAR

22.1 The financial year of the Association shall commence on the 1st day of October, and end on the 30th day of September each year.

23. AUDIT

23.1 The Management Committee shall appoint an Auditor(s) annually, even though the Association is a tier 1 association.

23.2 The Auditor/s shall examine and audit all the books and accounts of the Association annually, and have the power to call for all books, papers, accounts, receipts etc. of the Association and report there-on to the Association.

23.2 The Auditors Report shall be made available within 21 days of receipt by the Association.

24. COMMON SEAL

24.1 The common seal of the Association shall be kept at the headquarters. The seal shall not be used or affixed to any deed or other document except pursuant to a resolution of the Management Committee and in the presence of at least the President and two members of the Executive Committee, both of whom shall subscribe their names as witness.

25. ENFORCEMENT OF CONSTITUTION AND BY-LAWS

25.1 The authority of the Association shall extend to and be recognised by any affiliated member as defined in paragraph 8 of the Constitution.

25.2 All enquiries into any Association 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.

25.3 Where the Management Committee is advised or considers that an affiliated member has allegedly breached, failed, refused or neglected to comply with a provision of this Constitution; the By-Laws or any resolution or determination of the Management Committee or any duly authorised committee OR acted in a manner unbecoming of an affiliated member or prejudicial to the aims and objectives and interest of the Association and/or the sport of netball OR brought the Association or the sport of netball into disrepute:

25.4 The Management Committee may commence or cause to be commenced disciplinary proceedings against that affiliated member and that affiliated member will be subject to and submit unreservedly to the jurisdiction, procedures, penalties and appeal mechanisms (if any) of the Association as set out in the By-Laws.

26. ALTERATIONS TO CONSTITUTION

26.1 The Constitution may only be altered at any Annual General Meeting or Special Meeting called for that purpose, and notice of intent to alter the Constitution must be stated as a Special Resolution and given to all affiliated clubs to forward onto all affiliated members listed on the mailing list at least twenty one (21) days prior to the Annual General Meeting or Special Meeting.

26.2 If any Affiliated Club wishes to amend the Constitution they must give written notice to the Management Committee not less than twenty one (21) days prior to the meeting. The written notice must include the Special Resolution and explanation of why the Affiliated Club would like the change implemented.

26.3 The Management Committee shall notify of the Special Resolution to all Affiliated Clubs and to be forwarded onto all Affiliated Members listed on the mailing list not less than fourteen (14) days before the meeting.

26.4 A Special Resolution to alter the Constitution must be passed by three quarters (3/4) of affiliated members present and entitled to vote.

26.5 Within one month of the passing of a Special Resolution to change the Constitution, the Management Committee shall notify the Department of Commerce of the amendment. The amendment will not come into effect until approved by the Department of Commerce.

27. ALTERATION TO BY-LAWS

27.1 The By-Laws may be altered at any Annual General, Special General Meeting, Management Meetings in which proper notice has been given to all Affiliated Clubs at least fourteen (14) days prior to the relevant meeting.

27.2 A By-Law may be altered at a Management Meeting, that By-Law remains in force until it is ratified by Affiliated Club Delegates at the next Management Meeting of the Association.

27.3 At all meetings where the By-Law is to be voted upon, it must be passed by a majority of votes; however if there is an equality of votes, then the vote is decided in the negative.

27.4 If any Affiliated Club wishes to amend or add a new By-Law they must give written notice to the Management Committee not less than twenty one (21) days prior to the meeting. The written notice must include the alteration or addition and must include an explanation of why the Affiliated Club would like the change implemented.

27.5 The Management Committee shall notify Affiliated Clubs the proposed alteration or addition recommended from the Affiliated Club Team and also include the reason the Affiliated Club require the change to all Affiliated Club Delegates for distribution to affiliated members, not less than fourteen (14) days before the Management Meeting.

28. DISSOLUTION CLAUSE

28.1 In accordance with the Association's Incorporation Act 2015 if on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed:-

- a) To another incorporated Association having objects similar to those of the Association;
or
- b) If upon winding up of the Association, there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed amongst the members or former members, but shall be given or transferred to another Association incorporated under the Act which has similar objects and to which income tax deductible gifts can be made as approved by the Commissioner of Taxation and which association shall be determined by resolution of the members.

29. INDEMNITY

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

30. TRANSITION OF CONSTITUTION

30.1 The Constitution as approved at the Special General Meeting will be deemed passed before the approval of the Department of Commerce solely for the purpose of allowing changes of Committee structure. This clause is only to allow changes for the period of time until next Annual General or Special Meetings. The Constitution is final and must be adhered to on approval of Department of Commerce.