

CONSTITUTION

FOR THE

HEDLAND TEE BALL ASSOCIATION

1. As voted and approved unanimously at a Special General Meeting on the 11th of December, 1999 at Lotteries House, South Hedland.
NOTE: Clause 32 Dissolution: amended February 2000 as directed by the Ministry of Fair Trading

- 2.** As amended at the Annual General Meeting held on 7th of May 2003 at Y @ the JD, South Hedland
NOTE: Clause 32 Dissolution amended June 2003 as directed by Department of Consumer and Employment Protection

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[1] TITLE:

This body shall be called Hedland Tee Ball Association, hereinafter called the HTBA.

[2] AFFILIATION:

The HTBA will be affiliated with the "Tee Ball Association of Western Australia Inc.", hereinafter called the TBAWA, and with other such organizations as the Executive Committee deem fit.

[3] OBJECTS:

- A. The promotion, control and management of Tee Ball in the "Town of Port Hedland"
- B. The control / management of Tee Ball teams representing HTBA
- C. To obtain sponsorship for the sport.

[4] ADMINISTRATION:

- a) An executive Committee comprised as follows shall manage the HTBA:
 - ◆ President
 - ◆ Immediate Past President
 - ◆ Vice President
 - ◆ Secretary
 - ◆ Treasurer
 - ◆ Registrar
 - ◆ Property Manager
 - ◆ Uniform Manager
 - ◆ Chief Umpire
 - ◆ Affiliated Club Delegates
 - ◆ Up to three (3) adult members

The Executive Committee may appoint adult members to replace office bearers who have resigned without seeing out their full term

of office or whose portfolio was not filled at the Annual General Meeting

b) HTBA Team Delegates

Affiliation shall be available to organizations and clubs promoting Tee Ball and each affiliated organization shall be entitled to representatives on the Executive Committee. There shall be no limits to the number of delegates representing any affiliated club, however, only one delegate from each affiliated club may vote on any issue before the Executive Committee.

[5] DELEGATES:

The HTBA delegates to organizations with which it is affiliated shall be required to attend all meetings of those organizations, if people are available.

[6] COLOURS:

The colours of the HTBA shall be red and white. All representative teams should wear these colours when possible, or any other colour which may be adopted from time to time.

[7] FINANCIAL YEAR:

The financial year of the HTBA shall terminate on 31st December. All HTBA books and accounts shall close on that day. At the Annual General Meeting, the Treasurer shall submit the duly audited Annual statement of income and expenditure and balance sheets.

[8] POWERS AND DUTIES OF OFFICERS:

[9] PRESIDENT AND VICE PRESIDENT:

The President shall:

- A. Act as chairperson of all meetings of the HTBA.
- B. Maintain the impartiality of the chair.

- C. Conform to the rules of meeting procedures and maintain order through out.
- D. Decide that a quorum is present; intimate the objects of the meeting if one is called to consider special matters; to announce all other business matters of the meeting; decide points of order and privilege / priority and explain matters in doubt.
- E. Request conformation of the minutes of the previous meeting and if confirmed to sign the same.
- F. In the event of a ballot being required, announce the method of voting, exercise his right of casting vote in the event of equality of votes; and announce the result.
- G. Decide and announce the next speaker; confine speakers to the matter at hand; and if necessary, confine speakers to a reasonable limit.
- H. Introduce invited guests.
- I. Expedite and finalize the business within a reasonable time.
- J. Be an authorized signing officer of HTBA cheques.
- K. Be an ex-offico member on all sub committees.
- L. Represent the HTBA at functions as may be required
- M. Appoint time and place for next meeting.
- N. Present the annual report at the Annual General Meeting.
- O. Perform any other duties committed to him/her by these rules.

The Vice President shall preside in the absence of the president with full presidential powers. In the absence of both, some other member of the Executive Committee shall be chosen by the meeting to preside and shall have all the powers and perform all the duties of the President at such meetings.

[10] IMMEDIATE PAST PRESIDENT:

The immediate Past President shall act as advisor on policy matters that he/she, through past experience is familiar with.

[11] SECRETARY:

The secretary shall:

- A. Convene all meetings for the HTBA.
- B. Be insurable for the giving of due notices for calling of all meetings as provided in the rules.

- C. Be answerable for keeping a true record of the proceedings of all meetings.
- D. Attend to all correspondence.
- E. Be an authorized signing officer on HTBA cheques.
- F. Perform any other duties committed to him/her by these rules

[12] TREASURER:

The treasurer shall:

- A. Not pay, lend or otherwise appropriate moneys of the HTBA for any other purpose, except in accordance with the rules of the HTBA.
- B. Keep in appropriate books of accounts, a correct account of all moneys received and expended by the HTBA, together with date of receipt and expenditure.
- C. Have charge of the HTBA bankbooks and produce them for inspection at all reasonable times, when requested by the President or the Auditor.
- D. Examine all accounts to be passed for payment and make all authorized payments for HTBA.
- E. Forthwith pay all moneys received by him / her into the bank account of the HTBA.
- F. Receive and issue proper receipts for all moneys paid to the HTBA.
- G. Submit books, accounts and receipts as may be required or directed by the President or Auditor
- H. Assist if required, the auditor when he / she is auditing the accounts of the HTBA.
- I. Prepare an Annual statement of income and expenditure and a balance sheet for submission to the Annual General Meeting.
- J. Be an ex-officio member of all Sub committees

Be an authorized signing officer of the HTBA cheques and should ensure that all cheques are signed by two authorized persons.

[13] REGISTRAR:

Shall keep a register of all clubs and players and sponsors of all affiliated organizations and shall ensure the eligibility of all players in the HTBA competition.

[14] PROPERTY MANAGER:

Shall be responsible for all equipment and property belonging to the Association. Shall keep a true record of such equipment and property and shall report all damage loss or other discrepancies to the Executive Committee.

[15] UNIFORM MANAGER:

Shall be responsible for all uniforms belonging to the Association. Shall keep a true record of all items of apparel and shall report all damage loss or other discrepancies to the Executive Committee.

[16] POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE:

The Executive Committee, subject to control by members as shown in the minutes, shall have the following powers and perform the following duties.

- A. To control, superintend and manage the affairs of the HTBA it's officers, members and funds.
- B. To suspend for any period, as the executive may desire, or expel any member, for any breach or infringement of the rules, or for any misconduct, or dereliction of duty, or for any non compliance with of any order contained in any resolution of the Executive Committee, or for conduct in its opinion unworthy of a member.
- C. To control the finances of the HTBA.
- D. To arbitrate on any disputes, which may arise between affiliated organizations / clubs, or members thereof in connection with Tee Ball and to determine any matter referred to it by any affiliated organization.
- E. To deal with, as it deems necessary, any affiliated organization or member thereof, which the Executive Committee determines is functioning in a manner detrimental to the welfare of Tee Ball.
- F. To make, amend, or rescind playing rules appertaining to Tee Ball by laws.
- G. To cause to be made, or to demand an audit of the books and accounts of the HTBA at any time.

H. Generally, all such powers as may be necessary for the proper conduct of the business of the HTBA.

[17] POWERS OF THE DIRECTORS:

- A. The directors shall consist of the President; Vice President; Secretary; Treasurer and Registrar.
- B. Should any matters urgently arise, and it is impracticable to refer the matter to the Executive Committee, the Directors shall have the power to deal with such matters.
- C. The President shall seek the opinion of all available Directors and shall act in such a manner as the majority of members approve.
- D. In the event of there being no majority, the president shall call a Directors meeting to decide the matter.

[18] ATTENDANCE:

- A. Any office bearer absent from more than two consecutive meetings of the Executive Committee shall be liable to expulsion at the discretion of the said Executive Committee.
- B. Any affiliated organization / club, which is not represented, will be fined the sum of \$2 for the first offence and \$5 thereafter for successive offences. Voting rights for any offending affiliated organization shall be suspended until the fines are paid in full.

[19] EXECUTIVE COMMITTEE MEETINGS:

The Executive Committee shall meet a minimum of once a month, from the start of the HTBA season, until the HTBA season concludes.

[20] ANNUAL GENERAL MEETINGS AND SPECIAL GENERAL MEETINGS:

The AGM of the HTBA shall be held preferably, six weeks prior to the first game of Tee ball organized by the HTBA, in each year at such times as may be determined by the Executive Committee. Such meetings shall deal with the appointment of sub committees;

appointment of officers; to consider the Presidents report; annual statement of income and expenditure and balance sheet; discuss any matters brought forward and take any constitutional action which may be deemed advisable. The Secretary shall, upon the request of the President or any two members of the Executive Committee, or upon requisition, signed by at least 10 adult members of the HTBA, summon a meeting of the HTBA.

[21] NOTICE OF MEETING:

- A. 14 days notice must be given for an Annual or Special General Meeting.
- B. 4 days notice must be given for Executive Committee Meetings.
- C. 2 days notice (unless committee agrees to shorter notice unanimously) must be given for a Directors Meeting.

[22] ELECTIONS AND APPOINTMENTS:

At the Annual General Meeting, the HTBA shall elect the following office bearers:

- ✓ President
- ✓ Vice President
- ✓ Secretary
- ✓ Treasurer
- ✓ Registrar
- ✓ Property Manager
- ✓ Uniform Manager
- ✓ Chief Umpire

At the AGM, the HTBA may elect:

- ❖ Patron
- ❖ One or more Vice Patrons.

[23] QUORUMS:

- A. At Executive Committee meetings, a quorum shall consist of the President or Vice President, the Secretary and a minimum of three (3) other members of the Executive Committee.

In the absence of both President and Vice president, some other member of the Executive Committee shall be chosen by the meeting to preside and shall have all the powers and perform all the duties of the President at such meetings.

- B. At AGM'S or Special General Meetings, a quorum shall consist of the President, or Vice President, the Secretary, the Treasurer and a minimum of seven other adult members [i.e. there must be a minimum of 10 adult members present]
- C. At Directors meetings, a quorum shall consist of three Directors
- D. Where at any meeting of A. or B. above, a quorum is not present, the person presiding over the meeting, shall adjourn it to a date, time and place, that he/she may decide and at the adjourned meeting any number of adult members shall constitute a quorum.

[24] FINANCE:

- A. The HTBA shall levy on affiliated organizations/clubs all fees, fines, or any other charge as may be fixed from time to time in respect of Tee Ball, all monies to be paid within thirty days of the date of charge being made.
- B. A banking account will be opened with a recognized banking institution in the name of HTBA and shall be operated by any four members of the executive committee.

[25] APPEALS:

Individual affiliated clubs/organizations shall have the right of appeal on any matter relative to the conduct of Tee Ball to the Executive Committee.

[26] MEMBERS:

All players and coaches registered with the HTBA, or with any affiliated club, along with their parents/guardians, shall be members of the HTBA. Membership shall be from registration of

one year, to the registration of the following year. Registration day to be set by the incoming committee.

Adult Honorary and Life Members are entitled to vote at Annual General Meetings and Special General Meetings.

[27] LIFE MEMBERS:

Members of the HTBA who have rendered especially meritorious direct services to the HTBA, may, on recommendation by the Executive Committee at an AGM or a Special General Meeting, be elected life members of the HTBA, by a $\frac{3}{4}$ majority of members voting. A maximum of two life memberships may be given in any one year.

[28] HONORARY MEMBERS:

The Executive committee may elect honorary members to the HTBA for a period of 12 months, who are adults (without children playing) who wish to assist in the administration of the HTBA.

[29] PATRONS AND VICE PATRONS:

The general body of members may elect persons, or organisations to be Patrons or Vice Patrons at any Annual General Meeting. A simple majority of those present will be sufficient to elect any Patron or Vice Patron for a period of 12 months.

[30] COMMON SEAL:

The common seal of the HTBA shall be in the custody of the secretary and shall be fixed to any document only pursuant to a resolution of the Executive Committee. The affixation of the seal shall be witnessed by the President and the Secretary.

[31] NON PROFIT MAKING:

The income and property of the HTBA when so ever derived shall be applied solely towards the promotion of its objects as set forth in this constitution and no portion there of shall be paid directly or indirectly by ways of dividend, bonus, or other wise howsoever to its members, provided that nothing herein shall prevent the payment in good faith or remuneration to any officer or servant of the HTBA for services actively rendered of the HTBA.

[32] DISSOLUTION:

The HTBA may at any time, with the consent of a majority of 75% of the members present, at an Annual General Meeting, called for the purpose, be dissolved.

If upon the dissolution of the HTBA there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed amongst its members or former members, but shall be given or transferred:

- (i) to another association incorporated under the Associations Incorporation Act (1987) which has similar objects, wholly or in part to the objects of HTBA, and which prohibits the distribution of its income and property among its members; or
- (ii) for charitable purposes

which association or purposes shall be determined by the resolution of the members of the HTBA at or before the time of dissolution.

In default thereof, or if insofar as any effect can not be given to such determination, then such payment or distribution shall be determined by a judge of the Supreme Court.

[33] ALTERATIONS TO THE CONSTITUTION:

To alter this constitution, a majority vote of 75% of those present at a Special or Annual General Meeting is required. Such alteration cannot be made unless written notification of the motion is lodged

with the secretary and all affiliated organizations/clubs have received written notification at least 14 days prior to the meeting.

[34] VOTING AT EXECUTIVE COMMITTEE AND DIRECTORS MEETINGS:

Only members of the Executive Committee plus one (1) delegate from each affiliated club, as per Clause [4]B, may vote on any issue before the Executive Committee.

Only Directors may vote on any issue at a Directors Meeting.

The decision of any question to be decided at any HTBA meeting shall be by a show of hands, except where upon a resolution carried by the majority of the members present, it is decided to submit the question to ballot.

[35] AUDITORS:

- A. One or more persons shall be appointed at the Annual General Meeting of the HTBA to audit the accounts and books of the HTBA at least once a year and at other times when instructed by the Executive Committee.
- B. The auditors shall examine and audit all the books and accounts of the HTBA annually and have the power to call for all books, papers, accounts receipts etc. relating to the affairs of the HTBA and report thereon to the Annual General Meeting or at any other time, as requested by the Directors.

[36] ELECTIONS:

- A. Members of the Executive Committee (excluding affiliated organization delegates) shall hold office until the end of the Annual General Meeting or Special General Meeting, at which their successors are elected.
- B. Nominations shall be declared open by the Secretary for a period, not less than 14 days and received by the Secretary up to a time and date fixed by the retiring Executive Committee and not later than the date of the Annual or Special General Meeting.

- C. Should nominations for office exceed vacancies, a ballot shall be taken.
- D. Should nominations equal the number of vacancies, the person nominated shall be deemed elected.
- E. Should insufficient nominations be received at the Annual or Special General Meeting for the number of vacancies, the Executive Committee shall appoint a member to fill each position still remaining vacant.

[37] GROUND RULES / BY LAWS:

Ground rules / By laws are to be settled for the year at the meeting following the Annual General Meeting and cannot be altered through out the season. Ground rules / By laws are to be discussed each year at this meeting.

[38] SUB COMMITTEE'S

All Sub committees appointed by the HTBA shall be bound by the rules of this Constitution.

As per Clause [9]K, the President shall be an ex-officio member of all Sub committees.

As per Clause [12]J, the Treasurer shall be an ex-officio member of all Sub committees.