

# CONSTITUTION OF THE TITANS SWIMMING CLUB INCORPORATED

## PART 1 – NAME

The name of the Club shall be the TITANS SWIMMING CLUB INCORPORATED, here is after referred to as the “Club”.

## PART 2 – OBJECTS

The objects of the Club shall be:

- 2.01 To promote, teach and encourage the arts of swimming.
- 2.02 To stimulate public opinion in favour of providing proper accommodation and facilities for swimming.
- 2.03 To do such things as are necessary and incidental to attain the objects of the Club.
- 2.04 To affiliate to the New South Wales Swimming Association Inc. and the Central Coast District Swimming Association. Affiliation to other kindred bodies may be effected from time to time by the Committee.

## PART 3 – MEMBERSHIP

- 3.01 Subject to this Constitution the membership of the Club shall comprise the members of the Club together with such other people as the Committee admits to membership and any life members appointed pursuant to Part 10 and any life members appointed prior to Incorporation.
- 3.02 Membership is open to all individuals who accept the objects and rules of the Club provided that any member who has not attained the age of sixteen (16) years shall not be entitled to vote at any meeting of the Club.
- 3.03 Individuals wishing to become members of the Club shall apply to the Committee for membership:
  - 3.03.1 in writing setting out name and address
  - 3.03.2 pay membership fees on application for membership
  - 3.03.3 show evidence of date of birth if required
- 3.04 The Committee shall determine whether or not to accept an application for membership. The Committee is not required to supply reasons for accepting or rejecting an application for membership.

- 3.05 Where a member is a competitor, then that member shall comply with any provisions relating to eligibility to compete, as adopted by the New South Wales Swimming Association Inc from time to time.
- 3.06 Members who are not “eligible to compete”, as provided by the New South Wales Swimming Association Inc shall be eligible to participate in the activities of the Club other than that of competitors, but not in the affairs of the New South Wales Swimming Association Inc. PROVIDED THAT all members as defined in Clauses 3.05 and 3.06 other than a patron, Vice-Patrons and Life Members shall be liable for the annual subscription provided herein.
- 3.07 Members shall pay such fees as determined by the Club at the Annual Meeting.
- 3.08 A register of members shall be kept by the Club showing the name, address and date of commencement of membership for each member. Provision for noting the date of cessation of the membership shall also be contained in the register.
- 3.09 Membership shall cease upon resignation in writing addressed to the Secretary, expulsion as defined in clause 5.11, or failure to pay outstanding membership fees within three (3) months of the due date.
- 3.10 Membership fees shall fall due on the first day of October of each year. The Club year and the financial year of the Club shall run from 1<sup>st</sup> October to 31<sup>st</sup> September next following.

#### PART 4 – DISCIPLINING OF MEMBERS

The procedure for disciplining members by suspension, disqualification or expulsion shall be for the Committee:

- 4.01 To charge the defaulting member in writing with the offence.
- 4.02 To cite the member to appear at a Special General Meeting.
- 4.03 To give fourteen (14) days notice of the meeting.
- 4.04 To decide the action to be taken by a vote of two-thirds ( $\frac{2}{3}$ ) of the members present at the Special General Meeting.
- 4.05 To keep proper minutes of the meeting, details of the action taken and to hold in safe custody any documents associated with the matter.
- 4.06 To advise the member charged as to the action decided by the Special General Meeting and that the member has the right of appeal to the New South Wales Swimming Association Inc.
- 4.07 To advise the New South Wales Swimming Association Inc. of the action taken in disciplining a member involving suspension, disqualification or expulsion.
- 4.08 To advise the member charged and so dealt with of the right of appeal to the New South Wales Swimming Association Inc. as provided in the Constitution of that body.

## PART 5 – MANAGEMENT – BY COMMITTEE

- 5.01 The Club shall have its affairs controlled and managed by the Committee comprising the office bearers and the other Committee positions as defined in Clause 5.02 who shall be members.
- 5.02 The Committee shall consist of:
- 5.02.01. President
  - 5.02.02. Vice President
  - 5.02.03. Secretary
  - 5.02.04. Treasurer
  - 5.02.05. Race Secretary
  - 5.02.06. Team Manager
  - 5.02.07. Chief Timekeeper
  - 5.02.08. Handicappers (3)
  - 5.02.09. Publicity Officer
  - 5.02.010. Social Secretary
  - 5.02.011. Assistant Secretary
  - 5.02.012. Referee
  - 5.02.013. Registrar
  - 5.02.014. Point Score Registrars
  - 5.02.015. Carnival Secretary
  - 5.02.016. Marshalls (2)
  - 5.02.017. Starter
  - 5.02.018. Property Officer
  - 5.02.019. Delegate to the Annual General Conference of New South Wales Swimming Association Inc.
  - 5.02.020. Delegates to the Central Coast Swimming Association (3)
- 5.03 The office bearers shall consist of a President, Vice President, Secretary, Treasurer, Assistant Secretary and Race Secretary.
- 5.04 The office bearers and the other members of the Committee shall be elected at each Annual General Meeting. Any casual vacancy occurring in the Committee may be filled by a member appointed by the Committee. Where insufficient nominations are received any vacant positions remaining on the Committee shall be deemed to be casual vacancies.
- 5.05 Election of Committee:
- 5.05.01 Nominations for Committee positions shall be made in writing to the Secretary not less than seven (7) days before the date of the Annual General Meeting. Such nomination shall be signed by one member of the Club as nominator and the nominee's consent shall be appended thereto.
  - 5.05.02 If more persons are nominated for a position than the number required by Clause 5.02 then the election shall be secret ballot.

- 5.05.03 Where insufficient nominations are received for a position prior to the Annual General Meeting, it shall be competent to accept nominations directly from members in attendance at the Annual General Meeting, with the approval in each case of the nominee. However nominations received in writing in accordance with Clause 5.05.01 shall have absolute preference over nominations received at the Annual General Meeting.
- 5.06 Each member of the Committee shall hold office from the date of their election or appointment until the conclusion of the next Annual General Meeting.
- 5.07 Retiring Committee members are eligible for re-election.
- 5.08 The Committee shall meet as determined by the Annual General Meeting or as determined by the Committee from time to time to conduct the business of the Club and not less than on ten (10) occasions in the twelve (12) months period following any Annual General Meeting.
- 5.09 The quorum for meetings of the Committee shall be seven (7) Committee members elected at the previous Annual General Meeting or appointed under the provisions relating to casual vacancies.
- 5.10 Only Committee Members shall be entitled to attend a Committee meeting and shall be entitled to one (1) vote. If a swimmer or non-swimmer member or parent wishes to raise an item at a Committee meeting, they will be entitled to request that this item be added to the agenda for the next Committee meeting. On agreement by the Committee, the swimmer or non-swimmer member or parent will be invited to attend the meeting for the item as raised by them.
- 5.11 Notice of Committee meetings shall be given at the previous Committee meeting or by such other means as the Committee may decide.
- 5.12 A casual vacancy in the office of a member of the Committee occurs if the member:
- 2.12.01 Dies
  - 5.12.02 Ceases to be a member of the Club
  - 5.12.03 Becomes bankrupt or insolvent
  - 5.12.04 Resigns office by notice in writing given to the secretary
  - 5.12.05 Absence from three (3) successive Committee meetings without reasonable cause, provided the member is notified in writing by the Secretary, prior to that fourth meeting, of intentions of the Committee and permitted to submit in writing to, or personally at, that fourth meeting the reasons for non-attendance at the three (3) previous consecutive meetings.
  - 5.12.06 Becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health.
- 5.13 The Committee may function validly provided its number is not reduced below the quorum. 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 be dissolved.

- 5.14 Questions arising at any meeting of the Committee shall be decided by the majority of votes of those present and eligible to vote. In the case of an equality of votes the person appointed to chair the meeting shall have a second or casting vote.
- 5.15 At the Annual General Meeting the Committee shall form the following sub-committees as defined in Clauses 7.15:
- 5.15.01 Selection Committee
  - 5.15.02 Programme Committee
  - 5.15.03 Social Committee
  - 5.15.04 Trophy Committee

## PART 6 – GENERAL MEETINGS

- 6.01 The Club shall convene the Annual General Meeting of the members of the Club in each Club year and within the period up to 30th June after the expiration of each financial year of the Club.
- 6.02 A Special General Meeting shall be convened by the President or Secretary at any time and is to be convened by the President or Secretary within thirty (30) days of receipt of a Special Resolution or a requisition in writing from not less than ten (10) members stating the business to be discussed.
- 6.03 At least fourteen (14) days notice of all general meetings and notices of motion shall be given to members by such means as may be determined by the Committee. In the case of general meetings where a special resolution is to be proposed, notice of the resolution shall be given to members at least twenty-one (21) days before the meeting.
- 6.04 No business other than that specified in the notice convening a general meeting shall be transacted at the meeting. The order of business at the Annual General Meeting will be:
- 6.04.01 To confirm the minutes of the last preceding Annual General Meeting and of any special General Meeting held since that meeting.
  - 6.04.02 To receive from the Committee reports upon the activities of the Club during the last preceding financial year.
  - 6.04.03 To elect office bearers of the Club and ordinary members of the Committee and sub-Committees.
  - 6.04.04 To receive and consider a statement from the Committee which is not misleading and gives a true and fair view for the last Club financial year of:
    - Income and Expenditure
    - Assets and Liabilities
    - Mortgages, charges and other securities
    - Trust priorities

- 6.04.05 Deal with motions on notice
- 6.04.06 Appointment of one or two auditors.
- 6.04.07 Determination of the rates of membership fees of the Club year.
- 6.04.08 Determination of the venue at which and the day of the month on which Committee Meetings of the Club will be held.

In the case of the Annual General Meeting the business set out in Clause 6.04.01, 6.04.02, 6.04.03 and 6.04.04 shall be transacted whether specified or not.

- 6.05 The quorum for a general meeting or annual general meeting shall be 10 members eligible to vote.
- 6.06 Voting at the Annual General Meeting shall be by a show of hands unless a secret ballot is demanded. Decision shall be made by a simple majority vote except for those matters which must be decided by a special resolution where a three quarters (3/4) majority of the members present and eligible to vote is required. At the Annual General Meeting the only persons entitled to vote are:
  - 6.06.01 any person who was a fully paid up member during the previous Club year, or the current Club year.
  - 6.06.02 any member who has attained the age of sixteen (16) years.
- 6.07 All votes shall be given personally and there shall be no voting by proxy.
- 6.08 In the case of an equality of votes the person appointed to the chair at the general meeting shall have a second or casting vote.
- 6.09 Nominations of candidates for election as office bearers or other Committee members shall be made in accordance with Clause 5.05.
- 6.10 If within half an hour of the appointed time for the commencement of a general meeting a quorum is not present the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the same time and, unless another place is specified at the time of the adjournment by the person presiding at the
- 6.11 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 meeting shall be dissolved.
- 6.12 At Committee or General Meetings proceedings must only be concerned with natatorial matters and the management of the Club and must not involve private and personal concerns of individual Club members.

## PART 7 – OFFICE BEARERS AND OTHER COMMITTEE MEMBERS

- 7.01 PRESIDENT shall preside over all meetings of the Club and Committees, excluding the Social Committee. In the absence of the President the Vice President shall be

Chairman or, if the Vice President is not in attendance the Meeting shall elect its own Chairman.

- 7.02 VICE PRESIDENT shall act in the absence of the President in accordance with Clause 7.01 and shall preside over meetings of the Social Committee.
- 7.03 SECRETARY shall conduct the correspondence of the Club and Shall hand all subscriptions and other monies received to the Treasurer at the earliest opportunity. The Secretary shall keep, or cause to be kept, records of the business of the Club including, the rules, register of members, a file of correspondence and minutes of all general and Committee meetings. These records shall be available for inspection by any member. The register of members shall be kept in the custody of the Registrar. The Minute Book shall be kept in the custody of the Assistant Secretary.
- 7.04 TREASURER shall ensure that all monies received by the Club are paid into an account in the Club's name, pay promptly all accounts passed for payment by the Committee or general meeting. The Treasurer shall ensure that correct books and accounts are kept showing the financial affairs of the Club including full details of all receipts expenditure connected with the activities of the club. These records shall be available for inspection by any member and shall be held in the custody of the Treasurer. The Treasurer shall prepare, on a monthly basis, an up to date Statement of the financial affairs of the Club for presentation to the Committee Meetings. The Treasurer shall submit the books to the Club's auditor as soon as practicable after the end of the Club year for auditing and the preparation of Annual Statement of Receipts and Payments and Balance Sheet and Auditor's Report for presentation to the Annual General Meeting.
- 7.05 ASSISTANT SECRETARY shall keep minutes of all general and Committee meetings to be recorded in a Minute Book and shall assist the Secretary as required.
- 7.06 RACE SECRETARY shall supervise the conduct of the programme as finalised by the Programme Committee at all swim meets conducted by the Club and keep all records which shall be available for inspection by any member.
- 7.07 TEAM MANAGER shall be responsible for the conduct of the members at all swim meets and for the supervising of all teams selected to represent the Club.
- 7.08 PUBLICITY OFFICER shall arrange for the publication of all swim meet results and liaise with the press representatives and circulate newsletters to Club members on a regular basis.
- 7.09 SOCIAL SECRETARY shall put into effect the decisions of the Social Committee and report to the Committee Meetings on the results of all Social functions.
- 7.10 REGISTRAR shall keep an up to date register of all members of the Club as defined in Clause 3.08 and shall forward to New South Wales Swimming Association Inc and Central Coast Swimming Association Returns of Membership together with the appropriate remittance as and when required.

7.11 POINT SCORE REGISTRARS shall keep an up to date recording of all Club swims and the respective points accumulated. The Point Score Registrars will record the points earned on a weekly basis.

- 7.12 CARNIVAL SECRETARY shall advertise all appropriate swim meets on the Club notice board, collect all entries before the notified closing date, together with the required monies, summarise the Club entries and forward all entries, summary sheets and monies to promoting body prior to the closing date for the meet.
- 7.13 PROPERTY OFFICER shall have sole responsibility for ordering and selling of Club T-shirts, costumes, towels, caps, tracksuits, entry cards, medals, etc and shall keep an up to date stock control listing of all items ordered and sold including an up to date list of stock on hand. The Property Officer shall hand to the Treasure all monies received for sales at the earliest opportunity.
- 7.14 THE EXECUTIVE generally is to act for the Club during periods between meetings and is to report to the next Meeting (Committee or General) as the case may be. At a meeting of the Executive three(3) is to form a quorum and is to comprise at least two of the President, Vice President, Secretary and treasurer, plus any other office bearer.
- 7.15 ALL OTHER COMMITTEE MEMBERS shall carry out their duties in accordance with the constitution of the NSW Swimming Associate Inc.
- 7.16 SUBCOMMITTEES:
- 7.16.01 SOCIAL COMMITTEE is to comprise of the Vice Present, Social Secretary and as many other members as necessary. The duties of the Social Committee are to organise:
- (a) Entertainment for the Club members
  - (b) Fund raising activities at Club nights, carnivals and generally
  - (c) Catering arrangements for Club carnivals
  - (d) The Club presentation function held at the end of the Club year
  - (e) Newsletters advising Club members of the Club's social activities and fund raising ventures
- 7.16.02 SELECTION COMMITTEE is to select members to represent the Club at swim meets. The selection Committee is to comprise the President, the two point Score Registrars, one member of the Social Committee and one other office bearer.
- 7.16.03 PROGRAMME COMMITTEE is to comprise the President, Race Secretary, the three Handicappers, Referee and Chief Timekeeper. The duties of the Programme Committee are to prepare for submission to the Committee a programme of events for Club Championships and other meets.
- 7.16.04 TROPHY COMMITTEE is to comprise the President, Point Score Registrars, Race Secretary and one member of the Social Committee. The Trophy Committee shall organise trophies for the Club presentation held at the end of the Club Year and select the recipients of annual awards.
- 7.17 ALL OTHER OFFICE BEARERS shall carry out their duties in accordance with the Constitution of NSW Swimming Association Inc.

## PART 8 – SPECIAL RESOLUTIONS

- 8.01 A Special Resolution may be passed by a general meeting of the Club to affect the following:
- 8.01.01 To change the name of the Club
  - 8.01.02 To change the Constitution of the Club
  - 8.01.03 To change the objects of the Club
  - 8.01.04 To amalgamate with another swimming Club
  - 8.01.05 To voluntarily wind up the Club
- 8.02 A Special Resolution shall be passed in the following manner:
- 8.02.01 A notice must be posted on the Club notice board advising all members that a general meeting is to be held to consider a special resolution
  - 8.02.02 The notice must give details of the proposed Special Resolution and give at least twenty-one (21) days notice of a meeting
  - 8.02.03 A quorum must be present at the meeting
  - 8.02.04 At least three quarters majority of those present and eligible to vote must vote in favour of the resolution
- 8.03 A Special Resolution to change the Club's name, constitution or objects shall be of no effect until such time as it has been approved by the New South Wales Swimming Association Inc or such other body or corporation as may succeed that organisation.

## PART 9 - INSURANCE

The Club shall effect and maintain insurance as required together with any other insurance which may be required by law or regarded as necessary by the Club.

## PART 10 - FUNDS

- 10.01 The funds of the Club shall be derived from the fees of members, donations, grants and such other sources approved by the Club.
- 10.01.01 The funds of the Club shall be kept in an account with a recognised banking institution. There shall be three (3) authorised signatories for the operation of the Club's bank and/or investment accounts comprising the President, Treasurer and Secretary provided that at least two (2) signatories are required for the purpose of withdrawing any amount.
  - 10.01.02 All money received by the Club shall be deposited as soon as practicable to the credit of the Club's bank account by the Treasurer or, in the Treasurer's absence, by any other authorised Committee member.
  - 10.01.03 The Club shall, as soon as practicable after receiving any money issue an appropriate receipt.

## PART 11 - COMMON SEAL

The Common Seal of the Club shall be kept in the custody of the Public officer and shall only be affixed to a document with the approval of the Committee. The stamping of the Common Seal shall be witnessed by the signatures of two (2) members of the Committee.

## PART 12 - AFFILIATION

12.01 The Club shall affiliate with and remain affiliated with the New South Wales Swimming Association Inc or such other body or corporation as may succeed that organisation, and shall to the extent permissible by this Constitution comply with any lawful and reasonable direction of that Association.

12.02 The Club shall affiliate with and remain affiliated with the Central Coast Swimming Association or such other body or corporation as may succeed that organisation, and shall to the extent permissible by this Constitution comply with any lawful and reasonable direction of that Association.

## PART 13 - DISSOLUTION

13.01 The Club shall not be dissolved unless determined by a Special Resolution in accordance with Clause 8.02.

13.02 In the event of the Club being dissolved the Committee shall have the power to dispose of the assets at its discretion if necessary for payment of all just debts. Proceeds and remaining assets shall be passed to the New South Wales Swimming Association Inc who shall hold them in trust for three (3) years until the Club is reformed if within this period.

## PART 14 - CLUB COLOURS, BADGE AND JACKET

14.01 The official club colours are to be determined at a committee meeting and may be changed at any time.

14.02 The Official Badge of the Club is to be a design determined at a Committee meeting of the Club.

14.03 The Official Jacket is to be of material to be selected, and is to have on the pocket the Official Badge of the Club.

## PART 15 – CONTROL OF COMPETITIONS

- 15.01 All races, and other natatorial events of each season are to be governed by the Rules of the New South Wales Swimming Association Inc, and such standing local rules, and any Club Rules or By-laws for the time being in force.

## PART 16 - SERVICE OF NOTICES

- 16.01 A notice may be served by or on behalf of the Club upon any member either personally or by sending it by post to the member at the member's address shown in the register of members.
- 16.02 Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

## PART 17 - PAYMENT OF OFFICE BEARERS AND MEMBERS

- 17.01 A member of the Committee shall not be appointed to any salaried office of the Club or any office of the Club paid by fees and no remuneration or other benefit in money or money's worth shall be given by the Club to any member of the Committee except:
- 17.01.01 Repayment of out-of-pocket expenses.
  - 17.01.02 Interest at a rate not exceeding interest at the rate for the time being which is or would be charged by the Club's bankers for money lent to the Club.
  - 17.01.03 Reasonable and proper rent for premises let to the Club.

## PART 18 - LIFE MEMBERS

- 18.01 At any Annual General Meeting of the Club a member who shall have reached a standard of sustained excellence in application and attendance to allotted duties to the Club for a period of not less than ten (10) years may be elected as a Life Member.
- 18.02 Each nominee shall be recommended to the Committee for consideration and if approved by the Committee, be submitted for election at the Annual General Meeting of the Club and carried by a three quarters majority of those present and eligible to vote.
- 18.03 A life Member shall be entitled to attend and speak to any motion at all meetings of the Club and shall have such other privileges as may be decided upon from time to time by the Club. A Life Member is entitled to election to office or the Committee or Sub-Committees with full voting power.

## PART 19 - BY-LAWS

- 19.01 A General Meeting may from time to time make such By-laws as may be necessary for the purposes of attaining the Objects of the Club.
- 19.02 A General Meeting may from time to time make, amend or repeal any by-laws made pursuant to this Clause and such action shall take effect immediately or at such later time as the General Meeting shall determine.
- 19.03 A by-law made pursuant to this Clause shall not be inconsistent with this Constitution nor inconsistent with any rules adopted or recognised by the New South Wales Swimming Association Inc or such body or corporation as may succeed that organisation, unless the Association has given its prior written approval to the by-law.

## PART 20 - CLUB RULES

- 20.01 The Committee may from time to time make such Club Rules as may be necessary and convenient for the purposes of attaining the objects of the Club.
- 20.02 The Committee may adopt wholly or in part by reference any rules relating to the conduct of swimming or swimming competitions.
- 20.03 The Committee may from time to time vary, amend or repeal any Club Rules made pursuant to this Clause.
- 20.04 A Club Rule made pursuant to this Clause shall take effect from the date that it is made or such later date as the Committee shall decide and shall be laid before the next Annual General Meeting of the Club and that General Meeting may disallow the Club Rule whereupon it shall cease to have effect from the date of that meeting.
- 20.05 A Club Rule made pursuant to this Clause shall not be inconsistent with this Constitution nor inconsistent with any rules adopted or recognised by the New South Wales Swimming Association Inc or such body or corporation as may succeed that organisation, unless the Association has given its prior written approval to the Club Rule.

## PART 21 - PUBLIC OFFICER

- 21.01 The Committee shall ensure that a person is appointed as Public Officer.
- 21.02 The Committee may at any time remove the Public Officer and appoint a new Public Officer provided the person appointed is eighteen (18) years of age or older and a resident of New South Wales.
- 21.03 The Public Officer shall be deemed to have vacated this position in the following circumstances:
- 21.03.01 death;

- 21.03.02 resignation;
- 21.03.03 removal by the Committee or at a General Meeting;
- 21.03.04 bankruptcy or financial insolvency;
- 21.03.05 mental illness~
- 21.03.06 residency outside New South Wales.

21.04 When the vacancy occurs in the position of Public Officer the Committee shall within fourteen (14) days notify Business & Consumer Affairs on the prescribed form and appoint a new Public Officer.

21.04 The Public Officer may be an office bearer, committee member or any other member regarded as suitable for the position by the Committee.

## PART 22 - LIABILITY OF MEMBERS

22.01 The Members of the Club shall have no liability to contribute towards the payment of debts and liabilities of the Club or the costs, charges and expenses of the winding up of the Club except to the amount of any unpaid membership fees.

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