

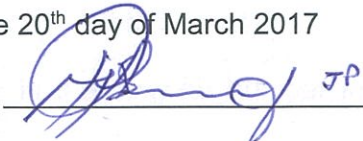
MENS AND MIXED NETBALL ASSOCIATION OF SOUTH AUSTRALIA

OFFICIAL CONSTITUTION

This is the Annexure marked 'A' referred to in the statutory declaration of Steven J. P. McInnes

made on the 20th day of March 2017

Before me:



(Justice of the Peace)

Michael Peter Dolensky

JP No. 21514

*A Justice of the Peace
for South Australia*

1. Name

The name of the Association shall be SOUTH AUSTRALIAN MENS AND MIXED NETBALL ASSOCIATION Incorporated, hereinafter referred to as the "Association".

It shall be proper for the Association to use the name and be known as "SAMMNA".

2. Interpretation

In this Constitution, unless the contrary intention appears:

"Act" means the *Associations Incorporation Act 1985*;

"AMMNA Delegate" means persons appointed by the Board to represent the Association on the Board of the Australian Mens and Mixed Netball Association;

"Association" means the Men's and Mixed Netball Association of South Australia Inc;

"Board" means the Board of Management of the Association;

"In writing" or **"written"** means and includes printing or other means of representing or reproducing words in visible form;

"Meeting" means a General Meeting or Special General Meeting of Members of the Association convened in accordance with these rules;

"Member" means a Member of the Association pursuant to Clause 5.1 of this Constitution;

"Member Association" means an association which has been granted membership into the Association pursuant to sub-Clause 5.1.2 of this Constitution;

"Member Club" means a club (or team) which has been granted membership into the Association pursuant to sub-Clause 5.1.3 of this Constitution;

"Officer" means a Member appointed into one of the positions set out at sub-Clause 6.2.1;

"Regulations" means the *Associations Regulations 1985*;

6.2.1;

“Regulations” means the *Associations Regulations 1985*;

“Special Resolution” means a resolution:

- (a) at least 21 days written notice specifying the intention to propose the resolution as a special resolution has been given to all Members of the association; and
- (b) it is passed at a meeting referred to in this paragraph by a majority of not less than three-quarters of such Members of the association as, being entitled to do so, vote in person or, where proxies are allowed, by proxy, at that meeting;

Words in the singular number include the plural and vice versa where the contexts permit;

Words importing a gender include every other gender.

3. Objects and Purposes

The Objects of the Association shall be:

- 3.1. To encourage, promote and control the game of Mens and Mixed Netball within the state of South Australia.
- 3.2. To promote, conduct and control State matches and control State Team tours.
- 3.3 To work with other state bodies, such as SA Crowns Indoor Netball, to help promote netball as a whole and for the greater good of both associations.
- 3.4. To act for its Members in all matters pertaining to Mens and Mixed Netball under the control of the Association.
- 3.5. To provide facilities to educate, train and encourage Members of the Association in all facets of Netball.
- 3.6. To promote good fellowship in Netball.
- 3.7. To do all such other things and acts conducive to the furtherance of the objects and interests of the Association.

4. Powers

The Association shall in accordance with the legal capacity and powers conferred in the Act, have the power to:

- 4.1. Raise money by fees, subscriptions or levies and by such other methods as from time to time the Board shall see fit.

4.2. Purchase, lease, hire or otherwise acquire any real or personal property which may be deemed necessary or convenient for all or any of the objects of the Association.

4.3. Manage, develop, lease, sell, convey or otherwise dispose of, either absolutely or by way of mortgage, any real or personal property of the Association, provided that any property which may be subject to trust shall be dealt with in such a manner as allowed by law, having regard to such trust.

4.4. Conduct appeals for funds and accept donations, whether of real or personal estate, and devises and bequests with the power to retain any such devises or bequests in the forms devised or bequeathed.

4.5. Invest the monies of the Association not immediately required in such manner as may be determined by the Board and authorized by law for the investment of trust funds.

4.6. Borrow, or raise upon loan any sum or sums of money and, for the purpose of securing payment thereof, to execute or give any mortgages, promissory notes or other securities over all or any of the property of the Association, as may be deemed necessary and to liquidate, redeem or pay off such obligations and securities or any of them.

4.7. Layout, construct, build, alter or maintain upon the premises for the time being belonging to or occupied by the Association, playing fields, grandstands, buildings or other improvements incidental thereto and maintain the same for the use of the Members of the Association or any of them.

4.8. Employ, pay and dismiss servants or agents as may be deemed necessary for furthering the objects of the Association and to define the duties of such servants or agents as it sees fit.

4.9. Obtain licenses and permits as may be considered necessary for the lawful operation of any activities deemed to be of benefit to the Association.

4.10. Become affiliated with or subscribe to other associations or bodies whose objectives are similar to, or deemed to be of benefit to furthering the objectives of the Association and, if thought fit, to withdraw or retire from any such association or body.

Each and all of the powers specified in Clause 4 shall be in no way limited or restricted by reference to or inference from terms of any other Clause or sub-Clauses of this Constitution.

5. Membership

5.1. Types of membership

Membership of the Association shall comprise:

5.1.1. Life Members of the Association.

5.1.1.1. Persons who have made an outstanding contribution to the Association over a period of time may be elected as Life Members by an Annual General Meeting of the Association.

(a) A proposal for the election of a person as a Life Member shall be submitted to the Secretary of the Association not less than six weeks prior to the Annual General Meeting.

(b) No more than one Life Member shall be elected in any year.

5.1.2. Other associations granted membership of the Association and all members of such associations including registered Umpires and Coaches of those associations.

5.1.3. Clubs granted membership of the Association and all Members of such Clubs including registered Umpires and Coaches of those Clubs.

5.1.4. Officers of the Association.

5.1.5. No less than two and no more than five General Members elected to the Board of the Association.

5.1.6. Members of the Board and Sub-Committees of the Association.

5.1.7. Persons elected or appointed to act in specified capacities for the Association.

5.1.8. All players of Mens and Mixed Netball currently selected to representing South Australia.

5.1.9. Other persons or bodies granted membership of the Association.

5.2. Duration of Membership

Unless terminated as provided for in this Constitution membership of the Association shall be for the terms or periods as follows:

5.2.1. Life Members shall have continuous membership, unless revoked by unanimous vote at an Annual General Meeting or Special General Meeting.

5.2.2. Member Associations shall have membership from the time the Association accepts their membership until such time as the Member withdraws, resigns, is ejected or the Member Association ceases to operate.

5.2.3. Member Clubs shall have membership from the time the Association accepts their membership until such time as the Member withdraws, resigns, is ejected or the Member Club ceases to operate.

5.2.4. Officers of the Association shall have membership from the time of their election or appointment until the end of the second Annual General Meeting of the Association following their election or appointment except

that in the first year of operation of this Constitution the Vice-President, Secretary, Promotions Officer and State Coaching and Development Officer shall have membership from the time of their election or appointment until the end of the next Annual General Meeting of the Association.

5.2.5. General Members to the Board shall have membership from the time of their election or appointment until the end of the next Annual General Meeting of the Association.

5.2.6. Members of Sub-Committees shall have membership until the end of the next Annual General Meeting of the Association.

5.2.7. Persons elected or appointed to any other office or position shall have membership in accordance with the terms of their election or appointment.

5.2.8. All state players who participate in a Southern Dragons branded state tour will have membership to the Association upon receipt of their touring deposit and the membership will continue until the return of the state team from the national competition in which that player competes or their withdrawal or expulsion from the touring group.

5.3. Admission to Membership

5.3.1. Each Association, Club, person or body granted membership of the Association shall:

(a) Be bound by the Constitution, Rules and By-Laws of the Association.

(b) Become liable for such fees, levies and subscriptions as may be fixed by the Association.

5.3.2. Each Member Association, Member Club, Officer, Member of a Sub-Committee or person elected or appointed to the Association shall be issued with a copy of the Association's Constitution, Rules and By-Laws.

5.3.3. Each Association or Club accepted as a Member shall elect or appoint no more than 2 delegates to the Association and no delegate shall represent more than one Association or Club.

5.3.4. Each Member Association or Member Club or person or body granted membership of the Association shall, until all fees, levies and subscriptions are paid, be regarded as an un-financial Member and the Association shall have the power to prohibit an un-financial Member from participating in any activity of the Association.

5.4. Subscriptions

5.4.1. The subscription and/or capitation fees for each class of membership shall be such sums, as the Members shall determine from time to time at a General Meeting.

5.4.2. The subscription fees for each class of membership shall be payable annually on the first day of October each year or at such other time or interval as the Board may from time to time determine.

5.5. Register of Members

5.5.1. A Register of Members must be kept and contain:

- (a) the name and address of each Member
- (b) the date on which each Member was admitted to the association, and
- (c) if applicable, the date of and reason(s) for termination of membership.

5.5.2. It shall be the responsibility of the currently elected Member Protection Officer to keep these records as true and correct as possible.

5.6. Termination of Membership

5.6.1. Membership of the Association shall be terminated and where appropriate, cause a vacancy of office by any of the following events:

- a) Death or incapacitation in the case of an individual membership.
- b) Resignation, pursuant to Clause 5.7
- c) Breach of the Association's rules where the penalty for such breach is ejection from the Association pursuant to Clause 5.8.
- d) Removal from office for failure to perform the duties to the satisfaction of the Association.

5.6.2. A removal from office, pursuant to sub-Clause 5.6.1(d) shall only be valid provided that:

- a) The proposal for removal is considered at a General Meeting of the Association.
- b) The Member concerned has been given the opportunity to put his case to the Members of the Association.
- c) The proposal for removal is agreed to by not less than two thirds of the Members present and entitled to vote at the meeting. The Member that is the subject of the proposed removal shall not be entitled to vote on the proposal.

5.6.3. Where a vacancy of office occurs by the termination of membership, the Board shall arrange a replacement, as it deems necessary.

- a) Replacements shall have membership in accordance with Clause 5.1
- b) The Board shall notify the Members of any replacements made.

5.7. Resignations

5.7.1. A Member may resign from membership of the Association by giving written notice to the Secretary or Public Officer of the association. Any resigning Member shall be liable for any outstanding subscriptions which may be recovered as a debt due to the association.

5.8. Expulsion of a Member

5.8.1. Subject to giving a Member an opportunity to be heard or to make a written submission, the Board may resolve to expel a Member upon a charge of misconduct detrimental to the interests of the Association.

5.8.2. Particulars of the charge shall be communicated to the Member at least one calendar month before the meeting of the Board at which the matter will be determined.

5.8.3. The determination of the Board shall be communicated to the Member, and in the case of an adverse determination the Member shall subject to sub-Clauses 5.6.1(d) and 5.6.2, cease to be a Member 14 days after the Board has communicated its determination to him.

5.8.4. It shall be open to a Member to appeal to the Association in General Meeting against the decision to expel him. The intention to appeal shall be communicated to the Association's Secretary or Public Officer within 14 days of the decision being communicated to him.

5.8.5. In the event of an appeal under sub-Clause 5.8.4 the appellant's membership shall not be terminated unless the determination of the Board is upheld by the Members in meeting after the appellant has been heard and in such event membership will be terminate from the time the General Meeting confirms the determination of the Board.

6. Management

6.1. Powers and duties

6.1.1. The management of the Association shall be vested in the Board of Management, which shall, in conformity with this Constitution:

- a) Endeavour to comprise a minimum of 12 Officers of the Association (as described in sub-Clause 6.2.1) and no less than two and no more than five General Members.
- b) Meet on a quarterly basis, or at other times as necessary, to conduct the business of the Association.
- c) Deal with the business of the Association within the bounds of the policies determined by the Association and in conformity with this Constitution.
- d) Provide to each meeting of the Association a comprehensive report on

the business transacted and, if appropriate, make recommendations to the Association for decision.

6.1.2. The Association shall meet annually, or at other times as necessary, to conduct the affairs of the Association.

6.1.3. The operational year of the Association shall commence on the first day following the Annual General Meeting and end on the day of the next Annual General Meeting.

6.1.4. In addition to sub-Clause 6.1.1 above, the management of the Association shall comply with any statutory Act or Regulations.

6.2. Appointment

6.2.1 The Board of Management shall be comprised of the following Officers:

- a) President
- b) Vice-President
- c) Secretary
- d) Treasurer
- e) Promotions Officer
- f) Competitions Manager
- g) Public Officer
- h) State Coaching and Development Officer
- i) State Umpiring Director
- j) Member Protection Officer
- k) General members pursuant to sub-Clauses 5.1.5 and 6.1.1 (a)

6.2.2. A Board Member shall be a natural person.

6.2.3. The first Board of the Association shall be appointed from the promoters of the Association, or be comprised of such persons as hold office prior to incorporation. The first Board shall hold office until the first Annual General Meeting after incorporation. At this time, all of the current members of the Board, shall retire from the Board.

6.2.4. A retiring Board Member shall be eligible to stand for re-election without nomination. No other person shall be eligible to stand for election unless a Member of the Association has nominated that person at least 28 days before the Meeting by delivering the nomination of that person to the Secretary of the Association. The nomination shall be signed by the proposer and by the nominee.

6.2.5. Notice of all persons seeking election to the Board shall be given to all Members of the Association with the notice calling the meeting at which the election is to take place.

6.2.6. The Board may appoint a person to fill a casual vacancy, and such a Board Member shall hold office until the next Annual General Meeting of the Association and shall be eligible for election to the Board without nomination.

6.2.7 Officers shall be elected at Annual General Meetings of the Association or be appointed by elected board members at an Annual General Meeting and shall hold office as prescribed in this Constitution.

6.2.8 Up to two but no less than one AMMNA Delegates shall be appointed by, and hold office at, the pleasure of the Board and have the duties defined in the Rules of the Association.

6.2.9. The duties of the Officers shall be defined in the Rules of the Association.

6.3. Proceedings of Board

6.3.1. Questions arising at any meeting of the Board shall be decided by a majority of votes, and in the event of equality of votes the chairperson shall have a casting vote in addition to a deliberative vote.

6.3.2. A quorum for a meeting of the Board shall be determined pursuant to Clause 8.7.

6.3.3. A member of the Board having a direct or indirect pecuniary interest in a contract or proposed contract with the Association must disclose the nature and extent of that interest to the Board as required by the Act, and shall not vote with respect to that contract or proposed contract. The member of the Board must disclose the nature and extent of his or her interest in the contract at the next Annual General Meeting of the Association.

6.4 Disentitlement of Board Members

6.4.1 The office of a Board Member shall become vacant if a Board Member is:

- a) Disentitled from being a Board Member by the Act
- b) Expelled as a Member under these rules pursuant to sub-Clause 5.6.1 (d)
- c) Permanently incapacitated by ill health
- d) Absent without apology from more than four meetings in a financial year
- e) No longer the duly appointed representative of a Member Club or Member Association.

6.4.2 The Board shall be able to fill these vacancies pursuant to the requirements of sub-Clause 5.6.3

6.5. Sub-Committees

6.5.1. The Board shall have the power to appoint Sub-Committees, as it deems necessary.

6.5.2. Each Sub-Committee shall:

- a) Exist at the pleasure of the Board.
- b) Be responsible to the Board.
- c) Have such powers and duties as determined by the Board.

7. Common Seal

7.1 The Board must ensure the Association has a Common Seal.

7.2 The Common Seal must be –

7.2.1 kept securely by the Board; and

7.2.2 used only under the authority of the management committee.

7.3 Each instrument to which the Common Seal is attached must be signed by a member of the Board and countersigned by –

7.3.1 the Secretary or Treasurer; or

7.3.2 someone appointed by the management committee.

7.4. The Treasurer shall keep a record of all such deeds, instruments or documents upon which the Association's Seal has been used.

8. Meetings

8.1 General Meetings

8.1.1. A General Meeting is a meeting which all members of the Association are entitled to attend.

8.1.2. The Annual General Meeting and Special General Meetings are, for the purposes of this Constitution, General Meetings.

8.1.3. Each affiliated Association or Club participating in Association competition, or having participated in the last competition of the Association at the time of the General Meeting, shall be represented at such meeting.

- a) No person shall represent more than one category of membership.
- b) No person shall represent more than one Association or Club.
- c) All persons attending the meeting who wish to be eligible to vote shall sign the attendance register provided by the Public Officer and shall indicate in the register the category of membership, which entitles them to vote.

8.2. Annual General Meetings

8.2.1. The Annual General Meeting of the Association shall be held any time after the financial year but before the end of the calendar year.

8.2.2. The business of the Annual General Meeting shall include:

- a) President's Annual Report
- b) Secretary's Annual Report
- c) Treasurer's Annual Report, which shall include the audited financial statements of the Association.
- d) Public Officer's Annual Report
- e) State Coaching and Development Officer's Annual Report
- f) State Umpiring Director's Annual Report
- g) Member Protection Officer's Annual Report
- h) Any Sub-Committee's Annual Report
- i) Elections
- j) Honoraria
- k) Affiliation

8.3 Special General Meetings

8.3.1. The Secretary shall call a Special General Meeting upon:

- a) The request of the President.
- b) The written request of not less than three Members of different affiliated Associations, Clubs or bodies or otherwise representing not less than three categories of membership.

8.3.2. If the Secretary fails to call the meeting within the time prescribed, the requisitions or any of them, shall be entitled to call the meeting and the notice shall be of the same effect as if the meeting had been called by the Secretary.

8.3.3. The notice calling a Special General Meeting shall set out clearly the purpose for which the meeting has been called and no other business shall be dealt with.

8.4. Elections

8.4.1. The notice calling the Annual General Meeting of the Association shall include a call for written nominations for elections of General Members and Officers whose term of office expires at the meeting.

8.4.2. The Board may propose, by way of recommendation to the Annual General Meeting, the election of persons to positions to be filled by election.

8.4.3. The Chairperson shall call for nominations at the Annual General Meeting for all positions required to be filled.

8.4.4. Nominations shall have a proposer and a seconder who shall not be Members of the same Association, Club or body.

8.4.5. The proposer of a nomination may be the nominee.

8.4.6. A nomination shall not be accepted without the nominee indicating to the meeting acceptance of the nomination.

a) Written acceptance of a nomination shall be accepted whether or not the nominee is present at the meeting.

8.4.7. If the number of nominations accepted does not exceed the number of positions vacant, the Chairperson may:

a) Give the meeting the opportunity to propose that any or all of the nominees not be elected.

b) If a resolution that any or all of the nominees not be elected is carried, call for further nominations.

c) If no such resolution is made, declare the nominees elected.

8.4.8. If there are more accepting nominees than vacancies for an office or position, the election shall be determined by a vote.

8.4.9. In the event that two or more nominees receive equal numbers of votes, the Chairperson shall, if required, draw lots between the nominees to determine which of them is elected.

8.5 Notice of Meetings

8.5.1. Notice of the time, date and place of all General Meetings of the Association shall be provided to:

a) Life Members of the Association.

b) The Secretary of each affiliated Association, Club or body of the

Association.

c) Officers of the Association.

d) At the discretion of the Board, persons appointed to act in any specified capacity for or on behalf of the Association.

e) Persons granted membership of the Association who are not Members receiving notice under sub-Clause 8.5.1.

8.5.2. Notice of General Meetings, except Special General Meetings, shall be given not less than fourteen days not more than twenty eight days prior to the date of the meeting.

8.5.3. Notice of a Special General Meeting shall be given within seven days of the receipt of a request for such meeting and the meeting shall be called for a date not less than seven days nor more than twenty one days of the date the request was received.

8.5.4. Where a meeting has been adjourned for the lack of a quorum, the notice re-convening the meeting shall provide Members with not less than seven days' notice of the meeting.

8.5.5. Notices of General Meetings shall be provided by the Secretary.

8.6 Standing Orders

8.6.1. If the Chairperson is not present within fifteen minutes of the scheduled starting time, the meeting shall, unless the Rules provide otherwise, elect from the Members present a Chairperson for the meeting.

8.6.2. The Chairperson shall control the meeting in a fair and orderly manner and not vacate the chair without the approval of the meeting.

8.7 Quorum

8.7.1. A quorum of Members shall be present for a meeting to commence and continue.

8.7.2. Quorums for meetings shall be determined as follows:

Number of active Board Members in Association	Number of active Board Members to make a quorum
9 or less	= 5 members
10 or 11	= 6 members
12 or 13	= 7 members
14 or 15	= 8 members

OR

a) At General Meetings, when not less than 75 per centum of the minimum number of votes allotted to Members required to be represented can be cast.

b) At meetings of the Board or other Committee when not less than 60 per centum of the numbers of its Members are present.

c) If a quorum of Members is not present within thirty minutes of the time called for the meeting, the Chairperson shall adjourn the meeting to a time, date and place to be fixed.

8.8 Voting

8.8.1. Persons entitled to vote at meeting shall be as follows:

a) The chairperson of a meeting shall have casting vote only and, in exercising the casting vote, shall vote in a manner, which maintains the status quo.

8.8.2. At General Meetings:

a) A maximum of two delegates as provided for in sub-Clause 5.3.3, who have signed the attendance register, may represent each Member Association.

b) A maximum of two delegates as provided for in sub-Clause 5.3.3, who have signed the attendance register, may represent each Member Club.

c) All other Members as defined in Clause 5 of this Constitution.

8.8.3. At Board of Sub-Committee meetings, members of the Board or Sub-Committee present.

8.8.4. No person shall have more than one vote on a motion.

8.8.5. Voting shall be by show of hands unless a division or ballot is requested and agreed to by the meeting.

8.9 Poll at General Meetings

8.9.1. If a poll is requested by at least five Members, it must be conducted in a manner specified by the person presiding and the result of the poll is the resolution of the meeting on that question.

8.9.2. A poll demanded for the election of a person presiding or on a question of adjournment must be taken immediately, but any other poll may be conducted at any time before the close of the meeting.

8.10 Special and ordinary resolutions

8.10.1. A special resolution as defined in the Act.

8.10.2 An ordinary resolution is a resolution passed by a simple majority at a

General Meeting.

8.11 Proxies

8.11.1 A Member shall be entitled to appoint in writing a natural person who is also a Member of the Association to be their proxy, and attend and vote at any General Meeting of the Association.

8.12. Minutes

8.12.1. Proper minutes of all proceedings of General Meetings of the Association and of meetings of the Board, shall be entered within one month after the relevant meeting in minute books kept for the purpose.

8.12.2. The minutes kept pursuant to this rule must be confirmed by the Members of the Association or the members of the Board (as relevant) at a subsequent meeting.

8.12.3. The minutes kept pursuant to this rule shall be signed by the Chairperson of the meeting at which the proceedings took place or by the Chairperson of the next succeeding meeting at which the minutes are confirmed.

8.12.4 Where minutes are entered and signed they shall, until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that that all appointments made at a meeting shall be deemed to be valid.

9. Finance and Property

9.1. All funds and property of the Association shall be kept or secured in a manner approved by the Board and consistent with the objects of the Association.

9.2. The Board shall cause true accounts to be kept of all moneys received and expended, and of matters in respect of all property, assets, contracts and liabilities.

9.3. All accounts due by the Association shall be passed for payment by the Board or paid directly as per clause 1.4 in Annexure 1 - Rules of the Association.

9.4. A statement of the financial position of the Association shall be made available to each meeting of the Board.

9.5. An annual statement of Income and Expenditure and a Balance Sheet of Assets and Liabilities, together with the Auditor's Report shall be presented to each Annual General Meeting.

9.6. Any member of the Board, or Sub-Committee who has any direct or indirect pecuniary interest in the Association shall comply with the requirements of the Act.

10. Financial Year

The financial year of the Association shall commence on the first day of July each year

and end on the thirtieth day of June the following year.

11. Auditor

11.1. The Board shall appoint one or more auditors and their names shall be advised to the Members of the Association.

11.2. An auditor shall not be a member of the Board.

11.3. An auditor's position may be paid or honorary.

12. Honoraria

12.1. The total amount of honoraria to be paid in a year of the Association shall be determined by the preceding Annual General Meeting.

12.2. An honorarium may only be paid subsequent to the completion of the term of office of the recipient.

12.3. The Treasurer shall be paid an honorarium.

12.4. The President of the Association shall determine the disbursement of honorariums within the limit approved by the Association and shall notify the Annual General Meeting of the honorariums determined.

13. Colours

13.1. The Association's colours shall be red, blue and gold. The predominant colour shall be red.

13.2. The Association's uniform shall not be used without the Board's permission.

14. Branding

14.1. The Association shall brand itself as the "Southern Dragons" for all interstate outdoor competitions in which the State is competing.

15. Control

15.1 The control of the Association shall be vested in its Members in meeting and in conformity with this Constitution and the Act.

16. Constitution, Rules, By-Laws and Guidelines

16.1. The Constitution of the Association shall define its existence, and operations.

16.1.1. No alteration, addition or repeal shall be made to the Constitution except

at an Annual or Special General Meeting provided that the notice of the meeting sets out in full the proposed alteration, addition or repeal and no motions regarding such changes, or any parts thereof, shall be of effect unless agreed to by not less than two thirds of the Members present and voting at the meeting.

16.2. The Rules of the Association shall define the duties of the officers of the Association.

16.2.1. The Rules of the Association may be altered, added to or repealed by the same procedures required for alterations to the Constitution.

16.2.2. The Rules of the Association may be altered, added to or repealed by the Board provided that at least ten days written notice of the intention to alter, add to or repeal any Rule is given to each Member of the Board and the motion to alter, add to or repeal any Rule includes the date on which the amendment is to be effective.

16.3. The By-Laws of the Association shall define the operational aspects applying to the arrangement and conduct of match competitions.

16.3.1. The By-Laws of the Association may be altered, added to or repealed by the Board provided that the motion to alter, add to or repeal any By-Law includes the date on which the amendment is to become effective and the notice of amendment is provided to all Members of the Association to provide them with not less than seven days' notice of the date of effect of the amendment.

16.4. Guidelines may be issued at the Board's absolute discretion for the purpose of amplifying or expanding the duties or responsibilities of Members of the Association acting in specified capacities for the Association.

17. Jurisdiction

17.1. The Association shall have sole jurisdiction in all matters pertaining to its objects and the game of Mens and Mixed Netball throughout its membership and the State of South Australia.

18. Discipline

18.1. The Association shall have the power to enquire into, deal with and adjudicate upon all questions and disputes or any alleged breach of the provisions of the Constitution, Rules, By-Laws or guidelines or upon any complaint made to it of conduct that is detrimental to the objects, interests or welfare of the Association by any Member or person associated with any Member of the Association.

18.2. All enquiries into any matter before the Association shall be conducted in a fair and impartial manner and have regard for the principles of natural justice.

18.3. The Public Officer or Arbitrator may, at any time, summon any Member or person associated with a Member of the Association or any other party to:

18.3.1. Provide to the Association any information or evidence relating to any

matter under investigation.

18.3.2. Appear before a hearing to answer an allegation.

18.4. The summons shall:

18.4.1. State the allegation and describe the manner in which the allegation constitutes a breach of the Constitution, Rules, By-Laws or Guidelines or is detrimental to the objects, interests or welfare of the Association.

18.4.2. State the time and place for the determination of the matter.

18.4.3. State that they shall be entitled to be heard and to produce evidence or witnesses and to ask questions relating to the allegation or any evidence produced.

18.4.4. Be signed by the Public Officer or the Arbitrator.

18.4.5. Be delivered personally or posted to them in time to give them not less than seven days' notice of the time and place for the determination of the matter.

18.4.6. Advise that in the event of a failure to respond to the summons that the matter may be proceeded with in the absence of their information or attendance.

18.5. Proof of the allegation dealt with in Committee shall be the subject of a motion, which shall be determined by a secret ballot.

18.6. Where the allegation is considered proved, the Association may caution, reprimand, suspend, fine or otherwise deal with the Member or person concerned.

18.6.1. The Association may, with such conditions it sees fit, suspend a penalty.

18.7. The penalty and any subsequent conditions dealt with in Committee shall be the subject of motions, which shall be determined by secret ballot.

18.8. An appeal against a decision of the Association may be lodged with the Secretary within twenty-eight days of the decision.

18.9. The grounds on which an appeal may be lodged shall be one or more of the following:

18.9.1. That the provisions of the Constitution, Rules, By-Laws or Guidelines were incorrectly used or applied in the investigation or the decision.

18.9.2. That the principles of natural justice have not been satisfied.

18.9.3. That the penalty is manifestly excessive.

18.9.4. That the penalty is manifestly inadequate.

18.10. An appeal shall clearly state the grounds on which it is made and shall be supported by detailed evidence or opinion.

19. Disbandment

19.1. The Association shall not disband unless with the consent of three fourths of its Members.

19.2. A motion to disband the Association, signed by the proposer and seconder, shall be submitted in writing to an Annual General Meeting or included with a request for a Special General Meeting.

19.3. If the motion to disband the Association is carried by the required majority, the meeting shall:

19.3.1. Determine the date on which the disbandment becomes effective.

19.3.2. Determine the disbursement of the Association's property, books and moneys.

19.3.3. Appoint a committee of three Members, one of whom shall be the Public Officer, to wind up the affairs of the Association.

19.4. The committee appointed to wind up the affairs of the Association shall:

19.4.1. From the date the disbandment becomes effective, take control of the Association's property, books and moneys.

19.4.2. Request in writing and/or publish by Public Notice that any Member, person or body holding and property or money to forthwith deliver such property or moneys to the Association.

19.4.3. Request in writing and/or publish by Public Notice than any creditor lodge within a specified time proof of the Association's indebtedness.

19.4.4. Where appropriate, liquidate any of the Association's property or equipment.

19.4.5. Pay, from its funds the cost incurred with the winding up and any other debts of the Association.

19.4.6. Disburse in the manner determined, the Associations property, books or moneys.

19.4.7. Within one calendar month of the completion of the disbursement, provide to each Member of the Association at the time disbandment was resolved, a statement which describes in full the nature, amounts and recipients of all disbursements, together with details of the liquidation of the Association's assets, the cost incurred in winding up the Association and the discharge of the Association's liabilities.

20. Indemnity

20.1. This Constitution shall repeal all previous Regulations, but except as specifically

provided shall not affect any right, duty or liability or any other matter or thing done or commenced, acquired or imposed under the previous Constitution.

20.2. No Member of the Association shall have any claim against the Association.

20.3. The Association may, as it sees fit, indemnify any Member against any losses which such Member may incur by reason of any act done bona fide by such Member in the discharge of any duty relating to that Member's authority except where such loss is brought about by the Member's own dishonesty, criminal offence or negligence.

21. Giving of Notices

21.1 The Association shall give notice to any Member:

- (a) Personally; or
- (b) by sending it by post to the address of the relevant Member as recorded in the Register of Members or the alternative address (if any) nominated by the or Member; or
- (c) By sending it to the facsimile number or electronic address (if any) nominated by the Member; or
- (d) By posting it on the Association's website

Annexure 1 - Rules of the association

1. Duties of Officers

1.1. The PRESIDENT shall, as Chief Executive Officer of the Association:

- a) Be the senior Association Official at any function conducted by the Association or to which the Association is invited or represented.
- b) Be the Chairperson of General and Board meetings.
- c) Be the Association Arbitrator.
- d) Supervise the duties of Officers and other appointed persons and the work of Sub-Committees of the Association.

1.2. The VICE-PRESIDENT shall assume the powers, duties and responsibilities of the President in his absence.

1.3. The SECRETARY shall:

- a) Arrange and attend all General and Board meetings and record and keep the minutes of meetings' proceedings.
- b) Keep proper files and records of the Association's correspondence, reports and records.
- c) Keep records of membership of the Association and place before the Board all applications for membership.
- d) Keep a written record of the Constitution, Rules, By-Laws and Guidelines of the Association that are in force from time to time.

1.4. The TREASURER shall:

- a) Be responsible for the receipt, collection, holding and disbursement of all monies, documents, notes or other matters of a financial nature which are the property of the Association and shall issue numbered official receipts of the Association for all monies received.
- b) As authorised by the Board pay accounts claimed against the Association and be authorised, with the approval of the President or Secretary, to pay an account not exceeding \$1000.
- c) Maintain true and accurate books and accounts and submit to each meeting of the Board a report on the current financial position of the Association including balances of accounts and estimates of expenditure not yet paid for which funds will be required in the current financial year.
- d) Close and balance the books of the Association as at the 30th day of June each year and present, by the 31st July following, such books and other information required for the preparation of an audited balance sheet that shall be presented to the next Annual General Meeting.

e) As directed by the Board arrange insurance of the Association's property.

1.5. The PROMOTIONS OFFICER shall, as directed by the Board, and assisted by such persons, as the Board shall appoint, plan, organise and conduct programs for the publicity and fundraising activities of the Association.

1.6 The COMPETITIONS MANAGER shall, as directed by the Board, and assisted by such persons, as the Board shall appoint, plan, organize and conduct the Monday night competition, M League, on a week-to-week basis.

1.7. The PUBLIC OFFICER shall:

a) Oversee the operations of the Board, Sub-Committees, Officers and other appointed persons to ensure their activities accord with the provisions of these Rules and the statutory requirements provide for in the Associations Incorporation Act, 1985 and the Associations Regulations, 1985.

b) Ensure the Association is properly licensed for fundraising and other activities for which a license may be required.

c) Prepare, as required, guidelines for the duties and operations of Sub-Committees, Officers or other appointed persons.

d) Upon the request of a Member, provide advice on the interpretation of the Association's or statutory rules or requirements affecting that Member's rights, obligations or responsibilities.

e) Act as the Returning Officer for the Association and for this purpose keep a register of attendances at each General Meeting claiming an entitlement to vote and as necessary arrange the provision, distribution and collection of ballot papers and the counting of votes cast for any motion, ballot or division.

1.8. The STATE COACHING AND DEVELOPMENT OFFICER shall, as directed by the Board and assisted by such persons as the Board shall appoint, plan, organise and conduct programs for the education, training, coaching and development of Members of the Association.

1.9. The STATE UMPIRING DIRECTOR shall, as directed by the Board and assisted by such persons, as the Board shall appoint, plan, organise and conduct programs for the training, grading and assessment of umpires of the Association.

1.10 The MEMBER PROTECTION OFFICER shall maintain all databases of SAMMNA members, including all Associations and Clubs, the M League competition and Southern Dragons touring teams.

1.11. The GENERAL MEMBERS shall attend all Board and General Meetings.

1.12. The DELEGATE(S) to the All Australia Mens Netball Association shall:

a) As directed by the Board, represent the Association's position to the All

Australia Mens and Mixed Netball Association.

b) Prepare for each meeting of the Board, a detailed report of the business of the All Australia Mens Netball Association.

c) Attend meetings of the All Australia Mens Netball Association.

1.13. The ARBITRATOR shall:

a) Be responsible to the Board for the adjudication of matters of discipline and complaint that are within his jurisdiction and in particular shall:

1. Deal with Disciplinary Action Reports or other complaints directly related to competition matches in a manner which accords with Clause 18 of the Association's Constitution provided that, for the purposes of competition expediency, the provisions of sub-Clause 18.4.5 may be dispensed with.

2. Call such Members or persons to place evidence before him as may be deemed necessary for the proper hearing of any matter.

3. Liaise with Sub-Committees or associations where it is determined that a complaint and/or its subsequent findings may affect those Sub-Committees' or associations' operations or responsibilities.

4. Upon the request of the Secretary, furnish to the Board such material and evidence associated with a complaint for the adjudication of an appeal against his decision.

5. Upon the request of the Public Officer, furnish such material and evidence associated with a complaint for the adjudication of an appeal against the operations or procedures of the Arbitrator in relation to any matter or complaint.

b) Provide to the Board written monthly reports on his activities.

1.14. Extra-ordinary duties

a) In addition to those prescribed in these Rules, the By-Laws or guidelines, the duties, powers and responsibilities of each or any Officer or Official shall include those duties determined by the Board from time to time.

b) Where appropriate, the Board shall issue guidelines regarding responsibilities and operations.

1. Guidelines shall be approved by the Public Officer as being in accord with the objects of the Association.

2. Where practicable, guidelines shall be appended to the Association's Rules.