

# CONSTITUTION

## **HORNSBY KU-RING-GAI & HILLS DISTRICT CRICKET COACHES' ASSOCIATION INC.** **(HKHDCCA)**

Founded 2010



ABN – 51 497 033 810

Incorporation No. **INC 1200016** (29 October 2012)

**Revised Constitution approved at SGM on 24 July 2024**

*(replaced previous version dated 22 January 2016)*

# MODEL CONSTITUTION

## Under the Associations Incorporation Act 2009

### About this model constitution

The constitution of an incorporated association forms the structure within which the association operates.

To assist associations develop their constitution, NSW Fair Trading has prepared this model constitution, which covers the matters required by law. An association may:

- adopt this model constitution; or
- **adopt a modified version of this model constitution**

### Registration with the ACNC

If your association is intending to seek registration as a charity with the Australian Charities and Not-for-profits Commission (ACNC) your constitution will need to set out the association's objects or purpose(s).

***The model constitution without modification is not suitable for that purpose.***

This means an association wishing to register as a charity with the ACNC must adopt its own constitution which includes objects or purposes that meet the ACNC's requirements for registration. That constitution can be based on the Model Constitution, but must include an additional clause setting out all of the association's objects.

Information regarding the ACNC's governing document requirements is available on the ACNC website at: <https://acnc.gov.au/tools/factsheets/governing-document>

### Changes to the model constitution

Any changes made to the model constitution will automatically apply to all associations that have adopted the model constitution (without modification).

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# Part 1 Preliminary

## 1 Definitions

- (1) In this Constitution:

**committee member** means an office-bearer or General Committee member.

**exercise** a function includes perform a duty.

**function** includes a power, authority or duty.

**office-bearer** means an Executive Committee member who is elected to an office referred to in clause 14 (1) (a) (i) - (iv).

**General Committee member** means a committee member who is not an office-bearer.

**register of members** means the register of members maintained under clause 4.

**Secretary**, of the association, means:

- (a) the person holding office under this Constitution as Secretary, or
- (b) if no person holds that office -the Public Officer of the association.

**Special General Meeting**, of the association, means a special meeting of the association other than an Annual General Meeting.

**Sub-committee** means a sub-committee established under clause 20.

**the Act** means the *Associations Incorporation Act 2009*.

**the Regulation** means the *Associations Incorporation Regulation 2022*.

**Note:** The Act and the *Interpretation Act 1987* contain definitions and other provisions that affect the interpretation and application of this constitution.

- (2) The *Interpretation Act 1987* applies to this Constitution as if it were an instrument made under the Act.

**Note:** The Act, Part 4 deals with various matters relating to the management of associations.

### 1a. Name of Association

The name of the Association is the:

Hornsby, Ku-ring-gai & Hills District Cricket Coaches' Association (HKHDCCA) Incorporated.

### 1b. Charter / Objectives

The **Coaches' Association** (HKHDCCA) is an inclusive, *not-for-profit* cricket coaching organisation responsible for recruiting and accrediting young coaches from within HK&HDCA and north-western Sydney; conducting junior cricket clinics during the school holidays, and off-season development programs. HKHDCCA designs and implements coaching programs aimed at increasing the cricket participation, skills and enjoyment of boys and girls aged 5 – 15, including beginners, club players, representative standard players, and children with special needs.

The main objectives of the Coaches' Association are to:

- (a) organising subsidised junior cricket clinics at Waitara, Cherrybrook, West Pennant Hills, Normanhurst and Hornsby, in partnership with Northern District CC, during the school holidays;
- (b) arranging HKHDCCA / NDCC Boys and Girls representative cricket tours, at least every two years;
- (c) organising annual Community (Level 1) accredited coaching courses in the local district;
- (d) providing active Coaches' Association members with professional coaching opportunities at the cricket clinics in the school holidays, and the annual HK&HDCA (U/15) Ross Turner Cup and (U/13) Glenn Hourigan Cup fixtures;
- (e) assisting HK&HDCA clubs by running an annual coaching session and demonstrating coaching drills to new club coaches, providing a mentor service to new or young coaches seeking guidance.

## Part 2 Members of association

### 2 Membership generally

- (1) An individual is taken to be a member of the association if:
- (a) the person applied to be a member under clause 3 (1) and the application has been approved, or
  - (b) the person was one of the individuals on whose behalf an application for registration of the association was made under the Act, section 6 (1) (a), or
  - (c) the person was:
    - (i) for an unincorporated body registered as the association - a member of the body immediately before the registration, or
    - (ii) for a registrable corporation registered as the association - a member of the corporation immediately before the registration, or
    - (iii) for an association that was amalgamated to form the relevant association - a member of the existing association immediately before the amalgamation.
- (2) A person who is not an individual is not eligible to be a member of the association.

#### 2a. Membership Categories

Membership will consist of:

- (i) Junior Membership
  - (ii) Associate Membership
  - (iii) Ordinary Membership
  - (iv) Full Membership
  - (v) Life Membership
- (1) **Junior** membership is available to coaches under the age of 18 years, with a minimum age of 14 years (with or without Community [Level 1] accreditation). Junior Members are not entitled to vote at any HKHDCCA Meetings.
- (2) **Associate** Membership is for those individuals involved in cricket coaching (aged 18 or over) who have not yet completed an accredited coaching course (Level 1 minimum). Associate Members (& higher categories) are entitled to vote at all HKHDCCA Meetings.
- (3) **Ordinary** Membership is for Community (Level 1) accredited coaches aged 18 or over.
- (4) **Full** Membership is for Representative (Level 2) or High Performance (Level 3) accredited coaches.
- (5) **Life** Membership may be awarded for conspicuous service by approval of the members at an Annual General Meeting, on the recommendation of the Executive Committee.

#### 2b. Life Membership

The members of the association may approve, in exceptional circumstances, that an individual be admitted for **Life Membership**, subject to meeting at least two of the following criteria:

- Performed creditably as an active cricket coach for HKHDCCA (Coaches' Association) and/or in HK&HDCA club or representative competitions for a period of at least 10 years;
- Served with distinction as an office bearer on the HKHDCCA Executive Committee for at least 5 years; and
- Made an outstanding, long-term contribution to cricket coaching within the Association and/or the local cricket community.

Written nominations for Life Membership may be submitted to the Secretary of HKHDCCA. The submission would require the endorsement of the association's Executive Committee prior to being considered for approval by the members at the next Annual General Meeting.

### **3 Membership applications**

- (1) An application by a person to be a member of the association must be:
  - (a) made in writing, and
  - (b) in the form determined by the committee, and
  - (c) lodged with the Secretary.
- (2) The committee may determine that an application may be made or lodged by email or other electronic means.
- (3) The Secretary must refer an application to the committee as soon as practicable after receiving the application.
- (4) The committee must approve or reject the application.
- (5) As soon as practicable after the committee has decided the application, the Secretary must:
  - (a) give the applicant written notice of the decision, including by email or other electronic means if determined by the committee, and
  - (b) if the application is approved - inform the applicant that they are required to pay the entrance fee and annual subscription fee (if any) under clause 5 within 28 days of the day the applicant received the notice.
- (6) The Secretary must enter the applicant's name in the register of members as soon as practicable after the applicant pays the entrance fee and annual subscription fee in accordance with subclause (5) (b).
- (7) The applicant becomes a member once the applicant's name is entered in the register.

### **4 Register of members**

- (1) The Secretary must establish and maintain a register of members of the association.
- (2) The register:
  - (a) may be in written or electronic form, and
  - (b) must include, for each member:
    - (i) the member's full name, and
    - (ii) a residential, postal or email address, and
    - (iii) the date on which the person became a member, and
    - (iv) if the person ceases to be a member - the date on which the person ceased to be a member, and
  - (c) must be kept in New South Wales:
    - (i) at the association's main premises, or
    - (ii) if the association has no premises - at the association's official address, and
  - (d) must be available for inspection, free of charge, by members at a reasonable time, and
  - (e) if kept in electronic form, it must be able to be converted to hard copy.
- (3) If the register is kept in electronic form, the requirements in subclause (2) (c) and (d) apply as if a reference to the register is a reference to a current hard copy of the register.

- (4) A member may obtain a hard copy of the register, or a part of the register, on payment of a fee of not more than \$1, as determined by the committee, for each page copied.
- (5) Information about a member, other than the member's name, must not be made available for inspection if the member requests that the information not be made available.
- (6) A member must not use information about a member obtained from the register to contact or send material to the member, unless:
  - (a) the information is used to send the member:
    - (i) a newsletter, or
    - (ii) a notice for a meeting or other event relating to the association, or
    - (iii) other material relating to the association, or
  - (b) it is necessary to comply with a requirement of the Act or the Regulation.
- (7) All members must agree to comply with the Coaches' Association's Child Safety policy.
- (8) All members (coaches, committee, volunteers, etc.), aged 18 or over, must hold a valid Government *Working with Children* (5-year) clearance, and provide their WwC registration number, expiry date, and date of birth to the HKHDCCA Secretary for verification.

## 5 Fees and subscriptions

- (1) The entrance fee to be paid to the association by a person whose application to be a member of the association has been approved is:
  - (a) \$1, or
  - (b) another amount determined by the committee.
- (2) A member must pay to the association an annual subscription fee of \$2, or another amount determined by the committee:
  - (a) if the member becomes a member on or after the first day of the financial year of the association in a calendar year:
    - (i) in accordance with clause 3(5)(b), and
    - (ii) before the first day of the financial year of the association in each subsequent calendar year, or
  - (b) otherwise - before the first day of the financial year of the association in each calendar year.

## 6 Members' liabilities

The liability of a member of the association to contribute to the payment of either of the following is limited to the amount of any outstanding fees for the member under clause 5:

- (a) the debts and liabilities of the association,
- (b) the costs, charges and expenses of the winding up of the association.

## 7 Disciplinary action against members

- (1) A person may make a complaint to the committee that a member of the association has:
  - (a) failed to comply with a provision of this Constitution, or
  - (b) willfully acted in a way prejudicial to the interests of the association.
- (2) The committee may refuse to deal with a complaint if the committee considers the complaint is trivial or vexatious.

- (3) If the committee decides to deal with the complaint, the committee must:
  - (a) serve notice of the complaint on the member, and
  - (b) give the member at least 14 days from the day the notice is served on the member within which to make submissions to the committee about the complaint, and
  - (c) consider any submissions made by the member.
- (4) The committee may, by resolution, expel the member from the association or suspend the member's membership if, after considering the complaint, the committee is satisfied that:
  - (a) the facts alleged in the complaint have been proved, and
  - (b) the expulsion or suspension is warranted.
- (5) If the committee expels or suspends the member, the Secretary must, within 7 days of that action being taken, give the member written notice of:
  - (a) the action taken, and
  - (b) the reasons given by the committee for taking the action, and
  - (c) the member's right of appeal under clause 8.
- (6) The expulsion or suspension does not take effect until the later of the following:
  - (a) the day the period within which the member is entitled to exercise the member's right of appeal expires, or
  - (b) if the member exercises the member's right of appeal within the period - the day the association confirms the resolution under clause 8.

## **8 Right of appeal against disciplinary action**

- (1) A member may appeal against a resolution of the committee under clause 7 by lodging a notice of appeal with the Secretary within 7 days of being served notice of the resolution.
- (2) The member may include, with the notice of appeal, a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) The Secretary must notify the committee that the Secretary has received a notice of appeal.
- (4) If notified that a notice has been received, the committee must call a general meeting of the association to be held within 28 days of the day the notice was received.
- (5) At the general meeting:
  - (a) no business other than the question of the appeal is to be transacted, and
  - (b) the member must be given an opportunity to state the member's case orally or in writing, or both, and
  - (c) the committee must be given the opportunity to state the committee's case orally or in writing, or both, and
  - (d) the members present must vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (6) The appeal is to be determined by a simple majority of votes cast by the members.

## **9 Resolution of internal disputes**

- (1) The following disputes must be referred to a Community Justice Centre within the meaning of the Community Justice Centres Act 1983 for mediation:
  - (a) a dispute between 2 or more members of the association, but only if the dispute is between the members in their capacity as members, or
  - (b) a dispute between 1 or more members and the association.



- (2) If the dispute is not resolved by mediation within 3 months of being referred to the Community Justice Centre, the dispute must be referred to arbitration.
- (3) The Commercial Arbitration Act 2010 applies to a dispute referred to arbitration.

## **10 Membership entitlements not transferable**

A right, privilege or obligation that a person has because the person is a member of the association:

- (a) cannot be transferred to another person, and
- (b) terminates once the person ceases to be a member of the association.

## **11 Member resignation**

- (1) A member of the association may resign from being a member by giving the Secretary written notice of at least one month, or another period determined by the committee, of the member's intention to resign.
- (2) The member ceases to be a member on the expiration of the notice period.

## **12 Cessation of membership**

A person ceases to be a member of the association if the person:

- (a) dies, or
- (b) resigns from being a member, or
- (c) is expelled from the association, or
- (d) fails to pay the annual subscription fee payable under clause 5 (2) within 3 months of the due date.

## Part 3 Committee

### Division 1 Constitution

#### 13 Functions of committee

Subject to the Act, the Regulation, this Constitution and any resolution passed by the association in a General Meeting, the committee:

- is to control and manage the affairs of the association, and
- may exercise all the functions that may be exercised by the association, other than a function that is required to be exercised by the association in general meeting, and
- has power to do all things that are necessary or convenient to be done for the proper management of the affairs of the association.

#### 14 Composition of committee

- (1) The committee must have at least 8 members, as elected in accordance with clause 15, consisting of:
  - (a) the following office-bearers (*any of which may be appointed as Public Officer*):
    - (i) President,
    - (ii) Vice-President,
    - (iii) Secretary,
    - (iv) Treasurer,
    - (v) Head Coach, and
  - (b) at least 3 (maximum 5) General Committee members, one of which must be the Child Safety (Member Protection) Officer.

**Note** - The Act, section 28 contains requirements relating to membership eligibility and composition of the committee.

- (2) An office-bearer may hold up to two offices, other than both the offices of President and Vice-President.
- (3) The office-bearers of the Association may appoint one or more persons as a Patron of HKHDCCA.

#### 15 Election of committee members

- (1) Any Ordinary, Full or Life Member of the association may be nominated as a candidate for election as an office-bearer on the Executive Committee.
- (2) Any member of the association may be nominated as a candidate for election as a General Committee member.
- (3) The nomination must be:
  - (a) made in writing, and
  - (b) signed by at least two members of the association, not including the candidate, and
  - (c) accompanied by the written consent of the candidate to the nomination, and
  - (d) given to the Secretary at least 7 days before the date fixed for the Annual General Meeting at which the election is to take place.
- (4) If insufficient nominations are received to fill all vacancies:
  - (a) the candidates nominated are taken to be elected, and
  - (b) a call for further nominations must be made at the meeting.

- (5) A nomination made at the meeting in response to a call for further nominations must be made in the way directed by the member presiding at the meeting.
- (6) Vacancies that remain after a call for further nominations are taken to be casual vacancies.
- (7) If the number of nominations received is equal to the number of vacancies to be filled, the members nominated are taken to be elected.
- (8) If the number of nominations received is more than the number of vacancies to be filled, a ballot must be held at the meeting in the way directed by the committee.

## **16 Terms of office**

- (1) Subject to this Constitution, a committee member holds office from the day the member is elected until immediately before the next Annual General Meeting.
- (2) A member is eligible, if otherwise qualified, for re-election.
- (3) There is no limit on the number of consecutive terms for which a committee member may hold office.

## **17 Vacancies in office**

- (1) A casual vacancy in the office of a committee member arises if the member:
  - (a) dies, or
  - (b) ceases to be a member of the association, or
  - (c) resigns from office by written notice given to the Secretary, or
  - (d) is removed from office by the association under this clause, or
  - (e) is absent from 3 consecutive meetings of the committee without the consent of the committee, or
  - (f) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
  - (g) is prohibited from being a director of a company under the *Corporations Act 2001* of the Commonwealth, Part 2D.6, or
  - (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty is imprisonment for at least 3 months, or
  - (i) becomes a mentally incapacitated person.
- (2) The association in general meeting may, by resolution:
  - (a) remove a committee member from office at any time, and
  - (b) appoint another member of the association to hold office for the balance of the committee member's term of office.
- (3) A committee member to whom a proposed resolution referred to in subclause (2) relates may:
  - (a) give a written statement, of a reasonable length, to the President or Secretary, and
  - (b) request that the committee send a copy of the statement to each member of the association at least 7 days before the general meeting at which the proposed resolution will be considered.
- (4) If the committee fails to send a copy of a statement received under subclause (3) (a) to each member in accordance with a request made under subclause (3) (b), the statement must be read aloud by the member presiding at the general meeting at which the proposed resolution will be considered.
- (5) The committee may appoint a member of the association to fill a casual vacancy other than a vacancy arising from the removal from office of a committee member.
- (6) Subject to this Constitution, a member appointed to fill a casual vacancy holds office until the next Annual General Meeting.

## **18 Secretary**

- (1) As soon as practicable after being elected as Secretary, the Secretary must lodge a notice with the association specifying the Secretary's address.
- (2) The Secretary must keep minutes of:
  - (a) all elections of committee members, and
  - (b) the names of Committee members and guests present (in person or online) at HKHDCCA meetings, and
  - (c) all proceedings at the General Committee Meetings; Executive Committee Meetings; Special General Meetings; and Annual General Meetings.
- (3) The minutes must be:
  - (a) kept in written or electronic form, and
  - (b) co-signed by the Chairperson of the meeting (usually the HKHDCCA President, or the member who presided at the meeting) and by the Secretary, in writing or by electronic means.
- (4) The Secretary (or other designated Committee member) is to ensure that information relating to the Association's activities is kept up-to-date on its social media platforms, as well as in email correspondence with the families who utilise HKHDCCA's services.
- (5) The Secretary is also required to maintain the HKHDCCA Membership database.

## **19 Treasurer**

The Treasurer of the association must ensure:

- (a) that all money due to the Association is received and that all payments authorised by the Association are made in a timely fashion, and
- (b) that correct books and accounts (and/or electronic records) are maintained showing the financial affairs of the Association, including full details of receipts and expenditure connected with the activities of the Association, and
- (c) that the registration fees paid by parents whose children attended (or will attend) a HKHDCCA cricket clinic or coaching program are properly recorded and reconciled, and
- (d) that the bank account details of the paid coaches are confidentially maintained to facilitate the payment of coaching fees by EFT, and
- (e) that all financial transactions associated with HKHDCCA's overseas cricket tours are properly recorded in the Association's spreadsheets and that the finances are managed through a separate, dedicated tour bank account, and
- (f) that a detailed Profit / Loss balance sheet is compiled each financial year for presentation at the AGM, accurately setting out the financial position of the Association, and
- (g) that brief financial updates are provided at all Executive and General Committee Meetings, if required by the President.

## **20 Delegation to sub-committees**

- (1) The committee may:
  - (a) establish one or more sub-committees to assist the committee to exercise the committee's functions, and
  - (b) appoint one or more members of the association to be the members of the sub-committee.

- (2) The committee may delegate to the sub-committee the exercise of the committee's functions specified in the instrument, other than:
  - (a) this power of delegation, or
  - (b) a duty imposed on the committee by the Act or another law.

**Note:** The *Interpretation Act 1987*, section 49 deals with various matters relating to delegations.

## Division 2      **Procedure**

### **21 Executive Committee meetings**

- (1) The Executive Committee of office-bearers must meet at least 3 times in each period of 12 months at such place and time as the President or Secretary may determine.
- (2) Attendance at HKHDCCA meetings can be either in person or online.
- (3) Additional meetings of the committee may be called by any committee member.
- (4) The procedure for calling and conducting business at a meeting of a sub-committee is to be as determined by the sub-committee.

**Note:** The Act, section 30 (1) provides that committee meetings may be held as and when the association's constitution requires.

### **22 Notice of Executive Committee meetings**

- (1) The Secretary must give each committee member oral, written or electronic notice of a meeting of the committee at least 48 hours, or another period on which the committee members unanimously agree, before the time the meeting is due to commence.
- (2) The notice must describe the general nature of the business to be transacted at the meeting.
- (3) The only business that may be transacted at the meeting is:
  - (a) the business described in the notice, and
  - (b) business that the Executive Committee members present at the meeting unanimously agree is urgent business.

### **23 Quorum of Executive Committee meetings**

- (1) The quorum an Executive Committee Meeting of the association is 3 members.
- (2) No business may be transacted by the committee unless a quorum is present.
- (3) If a quorum is not present within half an hour of the time the meeting commences, the meeting is adjourned:
  - (a) to the same place, and
  - (b) to the same time of the same day in the following week.
- (4) If a quorum is not present within half an hour of the time the adjourned meeting commences, the meeting is dissolved.
- (5) If the number of committee members is less than the number required to constitute a quorum for an Executive Committee meeting, the committee members may appoint one or more members of the association as committee members to enable the quorum to be constituted.
- (6) A committee member appointed under subclause (5) holds office, subject to this Constitution, until the next Annual General Meeting.
- (7) This clause does not apply to the filling of a casual vacancy to which clause 17 applies.

**Note:** The Act, section 28A provides for the filling of vacancies on the committee to constitute a quorum.

## **24 Presiding committee member**

- (1) The following committee member presides at a meeting of the committee:
  - (a) the President,
  - (b) if the President is absent - the Vice-President,
  - (c) if both the President and Vice-President are absent, one of the members present at the meeting, as elected by the other members.
- (2) The member presiding at the meeting has:
  - (a) a deliberative vote, and
  - (b) in the event of an equality of votes - a second or casting vote.

## **25 Voting**

A decision supported by a majority of the votes cast at a meeting of the committee or a sub-committee at which a quorum is present is the decision of the committee or sub-committee.

## **26 Acts valid despite vacancies or defects**

- (1) Subject to clause 23 (1), the Executive Committee may act, despite there being a casual vacancy in the office of a committee member.
- (2) An act done by a committee or sub-committee is not invalidated because of a defect relating to the qualifications or appointment of a member of the committee or sub-committee.

## **27 Transaction of business outside meetings or by telephone or other means**

- (1) The committee may transact its business by the circulation of papers, including by electronic means, among all committee members.
- (2) If the committee transacts business by the circulation of papers, a written resolution, approved in writing by a majority of committee members, is taken to be a decision of the committee made at a meeting of the committee.
- (3) The committee may transact its business at a meeting at which one or more committee members participate by telephone or other electronic means, provided a member who speaks on a matter can be heard by the other members.
- (4) The member presiding at the meeting and each other member have the same voting rights as they would have at an ordinary meeting of the committee for the purposes of:
  - (a) the approval of a resolution under subclause (2), or
  - (b) a meeting held in accordance with subclause (3).
- (5) A resolution approved under subclause (2) must be recorded in the minutes of the meetings of the committee.

**Note:** The Act, section 30(2) and (3) contains requirements relating to meetings held at 2 or more venues using technology.

## Part 4      General meetings of association

### 28 Annual General Meetings

- (1) The association must hold the association's first Annual General Meeting within 18 months of the day the association was registered under the Act.
- (2) The association must hold subsequent Annual General Meetings within:
  - (a) 6 months of the last day of the association's financial year, or
  - (b) the later period allowed or prescribed in accordance with the Act, section 37 (2) (b).
- (3) Subject to the Act and subclauses (1) and (2), the Annual General Meeting is to be held at the place and time determined by the committee.
- (4) The business that may be transacted at an Annual General Meeting includes the following:
  - (a) confirming the minutes of the previous Annual General Meeting and any Special General Meetings held since the previous Annual General Meeting,
  - (b) receiving reports from the committee on the association's activities during the previous financial year,
  - (c) electing office-bearers and general committee members for the next year,
  - (d) receiving and considering financial statements or reports required to be submitted to members of the association under the Act.

**Note:** The Act, section 37 (1) and (2) provides for when Annual General Meetings must be held.

- (5) The Secretary (or President) must give each member at least 21 days notice of an Annual General Meeting.
- (6) The quorum for an Annual General Meeting of the association is 6 members.

### 29 Special General Meetings

- (1) The committee may call a Special General Meeting whenever the committee thinks fit.
- (2) The committee must call a Special General Meeting if the committee receives a request made by at least 10% of the total number of members.
- (3) The request:
  - (a) must be in writing, and
  - (b) must state the purpose of the meeting, and
  - (c) must be signed (on paper or electronic) by the members making the request, and
  - (d) may consist of more than one document in a similar form signed by one or more members, and
  - (e) must be lodged with the Secretary, and
  - (f) may be in electronic form and signed and lodged by electronic means.
- (4) If the committee fails to call a Special General Meeting within one month of the request being lodged, one or more of the members who made the request may call a Special General Meeting to be held within 3 months of the date the request was lodged.
- (5) A Special General Meeting held under subclause (4) must be conducted, as far as practicable, in the same way as a general meeting called by the committee.
- (6) The Secretary (or President) must give each member at least 14 days notice of a Special General Meeting.
- (7) The quorum for a Special General Meeting of the association is 5 members.

### **30 General Meetings**

- (1) The Secretary must give each member at least 7 days notice of a General Meeting.
  - (a) if a matter to be determined at the meeting requires a special resolution - at least 14 days notice before the meeting.
- (2) The notice must specify:
  - (a) the place and time at which the meeting will be held, and
  - (b) the nature of the business to be transacted at the meeting, and
  - (c) if a matter to be determined at the meeting requires a special resolution - that a special resolution will be proposed.
- (3) The only business that may be transacted at the meeting is the business specified in the notice.
- (4) A member may give written notice to the Secretary of business the member wishes to raise at a General Meeting.
- (5) If the Secretary receives a notice under subclause (4), the Secretary must specify the nature of the business in the next notice calling a General Meeting.

### **31 Quorum for General Meetings**

- (1) The quorum for a General Meeting of the association is 4 members entitled to vote under this Constitution.
- (2) No business may be transacted at a General Meeting unless a quorum is present.
- (3) If a quorum is not present within half an hour of the time the meeting commences, the meeting:
  - (a) if called on the request of members - is dissolved, or
  - (b) otherwise - is adjourned:
    - (i) to the same time of the same day in the following week, and
    - (ii) to the same place, unless another place is specified by the member presiding at the meeting at the time of the adjournment or in a written notice given to members at least 1 day before the adjourned meeting.
- (4) If a quorum is not present within half an hour of the time an adjourned meeting commences, but there are at least 3 members present, the members present constitute a quorum.

### **32 Adjourned meetings**

- (1) The member presiding at a General Meeting may, with the consent of the majority of the members present, adjourn the meeting to another time and place.
- (2) The only business that may be transacted at the adjourned meeting is the business remaining from the meeting at which the adjournment took place.
- (3) If a meeting is adjourned for at least 14 days, the Secretary must give each member oral or written notice, at least one day before the adjourned meeting, of:
  - (a) the time and place at which the adjourned meeting will be held, and
  - (b) the nature of the business to be transacted at the adjourned meeting.

### **33 Presiding member**

- (1) The following member presides at a general meeting:
  - (a) the President,
  - (b) if the President is absent - the Vice-President,
  - (c) if both the President and Vice-President are absent - one of the members present at the meeting, as elected by the other members.



- (2) The member presiding at the meeting has:
  - (a) a deliberative vote, and
  - (b) in the event of an equality of votes - a second or casting vote.

### **34 Voting**

- (1) A member is not entitled to vote at a general meeting unless the member:
  - (a) is at least 18 years of age, and
  - (b) has paid all money owed by the member to the association.
- (2) Each member has one vote, except as provided by clause 33 (2) (b).
- (3) A question raised at the meeting must be decided by:
  - (a) a show of hands, or
  - (b) if clause 36 applies - an appropriate method as determined by the committee, or
  - (c) a written ballot, but only if:
    - (i) the member presiding at the meeting moves that the question be decided by ballot, or
    - (ii) at least 4 members agree the question should be determined by ballot.
- (4) If a question is decided using a method referred to in subclause (3) (a) or (b), either of the following is sufficient evidence that a resolution has been carried, whether unanimously or by a majority, or lost, using the method:
  - (a) a declaration by the member presiding at the meeting,
  - (b) an entry in the association's minute book.
- (5) A written ballot must be conducted in accordance with the directions of the member presiding.
- (6) A member cannot cast a vote by proxy.

### **35 Postal, electronic or combined ballots**

- (1) The association may hold a postal, electronic or combined ballot, as determined by the committee, to decide any matter other than an appeal under clause 8.
- (2) The ballot must be conducted in accordance with Schedule 2 of the Regulation.

### **36 Transaction of business outside meetings or by telephone or other means**

- (1) The association may transact its business by the circulation of papers, including by electronic means, among all members of the association.
- (2) If the association transacts business by the circulation of papers, a written resolution, approved in writing by a majority of members, is taken to be a decision of the association made at a general meeting.
- (3) The association may transact its business at a general meeting at which one or more members participate by telephone or other electronic means, provided a member who speaks on a matter can be heard by the other members.
- (4) The member presiding at the meeting and each other member have the same voting rights as they would have at an ordinary meeting of the association for the purposes of:
  - (a) the approval of a resolution under subclause (2), or
  - (b) a meeting held in accordance with subclause (3).

- (5) A resolution approved under subclause (2) must be recorded in the minutes of the meetings of the association.

**Note:** The Act, section 37(3) and (4) contains requirements relating to meetings held at 2 or more venues using technology.

## Part 5 Administration

### 37 Change of name, objects or Constitution

An application for registration of a change in the association's name, objects or constitution made under the Act, section 10 must be made by:

- (a) the Public Officer, or
- (b) an office-bearer on the Executive Committee of the association.

### 38 Funds

- (1) Subject to a resolution passed by the association, the association's funds may be derived from the following sources:
  - (a) registration fees from parents for their children to attend HKHDCCA's school holiday junior cricket clinics, and other development programs,
  - (b) corporate sponsorship and/or Government Grants,
  - (c) the entrance fees and annual subscription fees (if any) payable by members,
  - (d) fundraising activities,
  - (e) donations,
  - (f) other sources, as determined by the committee.
- (2) Subject to a resolution passed by the association, the association's funds and assets must be used to pursue the association's objects in the way that the committee determines.
- (3) As soon as practicable after receiving money, the association must:
  - (a) deposit the money, without deduction, to the credit of the association's authorised deposit-taking institution account, and
  - (b) issue a receipt for the amount of money received to the person from whom the money was received.
- (4) Bank transactions or other negotiable instruments must be (electronically) signed by two authorised signatories (office-bearers: the President, Treasurer or Secretary).

**Note:** The Act, section 36 provides for the appointment of authorised signatories.

### 39 Insurance

The association may take out and maintain insurance, as appropriate for the association's assets and liabilities.

### 40 Non-profit status

Subject to the Act and the Regulation, the association must not conduct the association's affairs in a way that provides a pecuniary gain for a member of the association.

**Note:** See the Act, section 40.

### 41 Service of notices

- (1) For the purposes of this constitution, a notice may be given to or served on a person:
  - (a) by delivering the notice to the person personally, or
  - (b) by sending the notice by pre-paid post to the address of the person, or
  - (c) by sending the notice by electronic transmission to an address specified by the person for giving or serving the notice.

- (2) A notice is taken to have been given to or served on a person, unless the contrary is proved:
- (a) for a notice given or served personally - on the date on which the notice is received by the person, or
  - (b) for a notice sent by pre-paid post - on the date on which the notice would have been delivered in the ordinary course of post, or
  - (c) for a notice sent by electronic transmission:
    - (i) on the date the notice was sent, or
    - (ii) if the machine from which the transmission was sent produces a report indicating the notice was sent on a later date—on the later date.

## **42 Custody of records and books**

Except as otherwise provided by this constitution, all records, books and other documents relating to the association must be kept in New South Wales:

- (a) at the association's main premises, in the custody of either of the following persons, as determined by the committee:
  - (i) the Public Officer,
  - (ii) the Secretary of the association, or
- (b) if the association has no premises - at the association's official address, in the custody of the Public Officer.

## **43 Inspection of records and books**

- (1) The following documents must be available for inspection, free of charge, by members of the association at a reasonable time:
- (a) this Constitution,
  - (b) minutes of committee meetings and general meetings of the association,
  - (c) records, books and other documents relating to the association.
- (2) A member may inspect a document referred to in subclause (1):
- (a) in hard copy, or
  - (b) in electronic form, if available.
- (3) A member may obtain a hard copy of a document referred to in subclause (1) on payment of a fee of not more than \$1, as determined by the committee, for each page copied.
- (4) The committee may refuse to allow a member to inspect or obtain a copy of a document under this clause:
- (a) that relates to confidential, personal, commercial, employment or legal matters, or
  - (b) if the committee considers it would be prejudicial to the interests of the association for the member to do so.

## **44 Financial year**

The association's financial year is:

the period commencing on the date of incorporation of the association and ending on the following 30 April, and

- (a) each period of 12 months after the expiration of the previous financial year, commencing on **1 May** and ending on the following **30 April**.

**Note:** The Regulation, section 21 contains a substitute clause 44 for certain associations incorporated under the *Associations Incorporation Act 1984*.

## **45 Distribution of property on winding up**

- (1) Subject to the Act and the Regulation, in a winding up of the association, the surplus property of the association must be transferred to another organisation:
  - (a) with similar objects, and
  - (b) which is not carried on for the profit or gain of the organisation's members.
- (2) In this clause:  
**surplus property** has the same meaning as in the Act, section 65.

## APPLICATION FOR MEMBERSHIP OF ASSOCIATION



[Clause 3 (1)]

### **HORNSBY KU-RING-GAI & HILLS DISTRICT CRICKET COACHES' ASSOCIATION INC.**

I, .....  
[full name of applicant]

of .....  
[address]

hereby apply to become a \* \_\_\_\_\_ member of the Hornsby Ku-ring-gai & Hills District Cricket Coaches' Association Inc. In the event of my admission as a member, I agree to be bound by the Constitution of the Association for the time being in force.

\* Junior, Associate, Ordinary or Full

Signature of applicant

Date

I, .....  
[full name]

a member of the Association, nominate the applicant for membership of the Association.

Signature of proposer

Date

I, .....  
[full name]

a member of the Association, second the nomination of the applicant for membership of the Association.

Signature of seconder

Date

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### **HKHDCCA Official Use only**

- Membership category confirmed \_\_\_\_\_
- HKHDCCA Membership Register updated \_\_\_\_\_
- Date applicant notified by email \_\_\_\_\_

## NOMINATION FOR OFFICE-BEARER OR GENERAL COMMITTEE POSITION



[Clause 15 (1)]

### HORNSBY KU-RING-GAI & HILLS DISTRICT CRICKET COACHES' ASSOCIATION INC.

We the undersigned, being office-bearers or Life Members of the Hornsby Ku-ring-gai & Hills District Cricket Coaches' Association Inc, hereby nominate

....., who is a Member of the Hornsby Ku-ring-gai & Hills District Cricket Coaches' Association Inc, for election to the position of

..... for the \_\_\_\_\_ year (season)  
(position name)

.....  
(name of nominator) (signature of nominator)

.....  
(name of seconder) (signature of seconder)

I hereby accept the above nomination and accept that my Association Membership details may be used in full or in part on election information material used in the case of a ballot being required.

.....  
(signature of nominee) (date)

### Footnotes:

1. There are **five (5) office-bearer positions on the HKHDCCA Executive Committee – President, Vice-President, Treasurer, Secretary & Head Coach.**  
(only Ordinary, Full or Life Members can nominate for these positions).
2. Nominations are also being called for up to **five (5) General Committee positions (minimum 3).**
3. Unless seven (7) days notice prior to the AGM is given in writing (by email) to the HKHDCCA Secretary that an Officer of the Association does not seek re-election, then that person will be considered to have been nominated for the following season in the same office.