27 July 2024

NORTH ADELAIDE CROQUET CLUB INCORPORATED

CONSTITUTION

1. **Name**

The name of the Club shall be **North Adelaide Croquet Club Incorporated**.

This Club was formed by the amalgamation of the Fitzroy and Prospect Croquet Clubs on 1st July, 2002.

1.1. **Powers of the Club**

The Club shall have all the powers conferred by section 25 of the Act.

2. **Objectives**

2.1. To promote the game of croquet and its associated mallet sports and pursue such other objects as the Members shall determine, consistent with the advancement of the game of croquet and the interests of the Club.

2.2. To maintain Membership of the South Australian Croquet Association Incorporated.

2.3. To provide a clubhouse, lawns, equipment, and other amenities and social activities for the use and recreation of Members at such place or places and times as may be decided by the Management Committee.

2.4. To promote, organise, and manage Club events, tournaments and matches, decide conditions of play, and appoint Referees and Managers as required.

3. **Interpretation**

In this constitution, unless inconsistent with its context:-

3.1. "Committee" means the Management Committee established under Clause 5 of this constitution.

3.2. "A.G.M." means the Annual General Meeting of the Club.

3.3. "Club" means the North Adelaide Croquet Club Incorporated.

3.4. "Member" means person admitted to Membership of the Club by resolution of the Committee who has met all financial obligations entailed in Membership.

3.5. "Act" means the *Associations Incorporation Act 1985.*

3.6. "Regulations" means Associations Incorporation Regulations 2023.

3.7. "By-Laws" set out the rules that bind all members.

3.8. "Policies" are operational guidelines approved by the Committee.

3.9. "Procedures" are administrative instructions on how things are to be performed.

3.10. Any interpretation of this Constitution and the By-Laws shall be determined by a simple majority at a General Meeting of Members.

4. **Membership**

4.1. The Club shall consist of such classes of Membership as the Club may from time to time determine by By-Law and each class shall carry the rights and duties established in the By-Laws.

4.2. An intending Member shall apply for Membership in accordance with the procedure prescribed in the By-Laws and may be granted Membership in an appropriate class by resolution of the Management Committee.

4.3. Any Member may resign from Membership of the Club by giving written notice thereof to the Secretary. Any Member so resigning may be liable for any outstanding fees which shall be recovered as a debt due to the Club.

4.4. Payment of the subscription and/or use of the Club's property shall imply a Member's broad agreement with this Constitution, and the By-Laws, Regulations and Policies made by the Club.

4.5. The Secretary shall maintain a register of all Members which will contain:

4.5.1. The name, address and electronic mail address of each Member.

4.5.2. The date on which each Member was admitted to the Club.

4.5.3. The date of and reason for termination of Membership.

4.6. Discipline of Members and Handling of Complaints and Grievances

4.6.1. Jurisdiction

All members will be subject and reasonably submit to the jurisdiction, procedures, penalties and appeal mechanisms of the Club whether under this Constitution or in the By-laws, Policies and Procedures.

The Committee will appoint a person to the role of Complaints Officer, and this person will be assigned the task of being the recommended first point of contact for members with a complaint or grievance. They will follow the Club's Policies and Procedures pertaining to the handling of complaints and grievances.

4.6.2. Discipline of Members

Where the Committee is advised or considers that a member subject to the disciplinary jurisdiction of the Club has allegedly:

a) breached, failed, refused or neglected to comply with a provision of this Constitution, By-Laws, Policies and Procedures made under this Constitution or any resolution or determination of the Committee, or

b) acted in a manner unbecoming of a Member, or prejudicial to the objects or interests of the Club and/or Sport, or

c) brought the Club or any Member or the Sport into disrepute,

the Committee may commence or cause to be commenced, disciplinary proceedings against that Member.

4.6.3 The Policies of the Club shall provide for:

a) the manner in which disciplinary proceedings are to be conducted and determined, and the rights of appeal from any such determination including a final right of appeal to an independent body;

b) the rights of a Member to representation at any such proceeding or appeal;

c) pending the determination of any proceeding or appeal, the suspension of a Member from participating in club competition, use of Club facilities or representing the club in Local, State or National competition;

d) disciplinary action on a Member, including the imposition of conditions on a Member's continued participation in any aspect of the sport, the suspension of a Member's privileges of membership, and the expulsion of a member, and such matters as the Committee thinks fit.

4.7. Complaints and Grievances

Handling of complaints and grievances shall be dealt with through an existing policy which may be amended from time to time. The Committee will refer any complaints it receives to the Complaints Officer, to be dealt with as they believe appropriate. Club members should preferably take their complaints and grievances to the Complaints Officer in the first instance.

5. **Management**

5.1. The management of the Club will be conducted by the Members through the A.G.M. and General Meetings as provided in clause 6. The A.G.M. will elect a Management Committee which will meet monthly, or more often if necessary, to conduct the day-to-day affairs of the Club in accordance with policies and directions laid down at A.G.M.s or General Meetings.

5.2. The Management Committee shall consist of:-

5.2.1. President.

5.2.2. Vice-President.

5.2.3. Secretary.

5.2.4. Treasurer.

5.2.5. A Club Captain of each code of croquet played consistently at the Club.

5.2.6. Grounds Manager.

5.2.7. A Floor Member from each code of croquet played consistently at the Club.

5.3. The Executive Committee shall comprise the President, Vice-President, Secretary and Treasurer.

5.4. Sub-Committees may be formed or members may be appointed from time to time to undertake specific duties as directed by the Committee.

5.5. The Management Committee may appoint a person to fill a casual vacancy, except for the position of President where the Vice-President shall act, and such a Management Committee member shall hold office until the next A.G.M. and shall be eligible for election to the Management Committee without nomination.

5.6. The Membership of any Member of the Committee shall cease in any of the following circumstances:

5.6.1. Death of the Member.

5.6.2. Upon acceptance of the resignation of the Member by the Management Committee.

5.6.3. Disqualification from office under the Act.

5.6.4. Missing three consecutive Meetings of the Committee and failing to give any reason considered satisfactory by the Committee for doing so, within one week after being requested to do so.

6. Meetings

6.1. Annual General Meetings

6.1.1. An Annual General Meeting of Club Members shall be held in July each year unless exceptional circumstances prevent this from occurring.

6.1.2. The Secretary shall give each Member twenty-one clear days' notice, in writing, of such Meetings and proposed appointments and elections to the Management Committee. A copy of the notice of the A.G.M. shall be posted on the Club noticeboard for at least twenty-one days prior to the Meeting.

6.1.3. The business of the A.G.M. shall include: Adoption of the Minutes from the previous Meeting; Reports; Financial Report (Treasurer) and Adoption of Accounts; Election of Management Committee/Appointments; and Items of Business. The Agenda will be issued annually with the notice of the meeting by the Committee.

6.2. Special General Meetings

6.2.1. A Special General Meeting may be called by:

a) The President.

b) The Management Committee.

c) A written request to the President, signed by no fewer than seven full Members of the Club, stating clearly the business to be addressed. No business other than that

stated in the request shall be dealt with at such Meeting. The President shall, within seven days of receipt of such request, initiate steps to call a Meeting.

6.2.2. Fourteen days written notice (see section 11 in case of proposed Constitution changes) shall be given to Members stating the date, time and place of the Meeting and the business to be discussed. A copy of the notice will be placed on the Club noticeboard for at least fourteen days (21 days in the case of Constitution changes) prior to the Meeting.

6.3. Management Committee Meetings

6.3.1. Without limiting the power of the Committee to regulate its meetings as members think fit, a meeting of the Committee may be held where one or more of the Committee members is not physically present at the meeting, provided that:

a) all persons participating in the meeting are able to communicate with each other effectively, whether by means of telephone or other form of communication;

b) notice of the meeting is given to all Committee members entitled to notice in accordance with the usual procedures agreed upon or laid down from time to time by the Committee and such notice specifies the Committee members are not required to be present in person;

c) in the event that a failure in communications prevents condition a) from being satisfied by that number of Committee members which constitutes a quorum, and none of Committee members are present at the location where the meeting is deemed by virtue of the further provisions of this Rule to be held, then the meeting shall be suspended until condition a) is satisfied again. If such condition is not satisfied within fifteen minutes from the interruption, the meeting shall be deemed to have terminated.

6.4. The President shall be the chairperson of all General and Management Committee Meetings, and in the absence of the President, the Vice- President. If both are absent, the Honorary Secretary shall conduct an election for a chairperson for that Meeting.

7. **Quorums**

7.1. At A.G.M.s and Special General Meetings, one quarter of the full Members of the Club shall form a quorum.

7.2. At Management Committee Meetings, five Members shall form a quorum.

7.3. If a quorum is not present at any time during a Meeting, such Meeting may still continue but any decisions reached shall only be validated at the next Meeting of the body concerned, at which a quorum is present.

7.4 A Sub-Committee quorum shall be a majority of sub-committee members .

8. **Voting**

8.1. At all Meetings only full Members shall be entitled to have one vote only, except when there is a tied vote, then the Chairperson shall have a casting vote.

8.2. Members may, in case of a special meeting being called to vote on a specific motion, appoint another Member to act as a proxy by notifying the Secretary in writing, prior to the Meeting, the name of the proxy.

Constitution approved on 23 August 2024

8.3. The election of all officers, for contested positions, shall be by secret ballot. All other motions shall be proposed and seconded and determined by a show of hands, provided that a secret ballot may be held if determined by the President or if requested by no fewer than four Members present and entitled to vote.

9. **Election of Officers**

9.1. All Management Committee office holders will be elected for a two-year term, except for Floor Members who will be elected annually.

9.2 Members standing for election to the Management Committee will submit their nomination prior to the A.G.M. Their nomination is to include the signatures of a Proposer and a Seconder, who in turn must be club members with an entitlement to vote.

9.3. In the interest of maintaining a level of continuity, terms of office holders will be staggered. The positions of President and Vice President will come up for election in alternate years. The positions of Secretary and Treasurer will come up for election in alternate years. In the event that both President and Vice-President or Secretary and Treasurer come up for vote in the same year then the Vice- President and Secretary roles will be for a term of one year only. The positions of Club Captains shall be voted on in alternate years.

9.4. The person filling the role of President or Vice President shall hold that position continuously for a maximum of four years (2 terms of 2 years).

9.5. The duties and responsibilities of all officers will be determined by the Committee and contained in the By-Laws.

10. **Finance and Property**

10.1. The Management Committee has the management and control of the funds and other property of the Club.

10.2. All monies received by the Club shall be paid to the Treasurer, recorded in proper books of account and held in appropriate bank accounts approved by the Management Committee in trust and at the disposal of the Club.

10.3. The Management Committee shall establish and maintain policies which:

10.3.1. provide the Treasurer with effective day-to-day banking facilities;

10.3.2. manage and protect the assets of the Club; and

10.3.3. such policies shall be published in the Club's By-Laws and updated as necessary.

10.4. Annual subscriptions and other relevant fees shall be determined at an A.G.M. or Special General Meeting. The subscription shall include Registration and Insurance fees payable to the South Australian Croquet Association Incorporated.

10.5. The Club may, at an A.G.M. or a Special General Meeting, declare a levy on Members for a specific purpose with a majority vote from members present.

10.6. The Club shall have a common seal. Any two of the President, Vice-President, Secretary, Treasurer and Public Officer may attest to the fixing of the Seal.

10.7. The Seal may only be affixed to an instrument with the approval of the Management Committee or a General Meeting.

10.8. Members shall have no personal rights in the property of the Club and the Club shall not carry out business for the personal profit of individual Members.

10.8.1 The assets and income of the Club shall be applied solely in furtherance of its above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the Club, except as bona fide compensation for services rendered or expenses incurred on behalf of the Club.

10.9. The Financial Year of the Club shall be the fiscal year, for which period the annual financial statements, duly audited, shall be presented to the A.G.M.

11. **Alterations to This Constitution**

11.1. No alteration or addition to this Constitution shall be made except by resolution of an A.G.M. or Special General Meeting called for that purpose, and only if the motion is carried by a majority of no fewer than two thirds of the Members present and entitled to vote.

11.2. A notice of motion setting out the proposed change shall be lodged with the Secretary at least thirty days (30) prior to the date of the Meeting called to consider it.

11.3. All Members shall receive written notice, setting out in full the notice of motion, not less than twenty one (21) days prior to the date of the Meeting called to consider it.

12. **Dissolution of the Club**

12.1. The Club may be wound up in the manner provided for in the Act.

12.1.1. In the event of the Club being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes which is not carried on for the profit or gain of its individual members.

13. **By-Laws, Policies, Regulations, and Procedures**

13.1. The Club shall have the power to establish By-Laws, Policies, Regulations and Procedures consistent with the objects of the Club.

13.2. The making or variation of such matters shall require a resolution of a General Meeting carried by a majority of not less than two thirds of the Members present and entitled to vote.

13.3. For various other policies covering aspects of Club management, refer to the North Adelaide Croquet Club Incorporated Policies document which in turn references the relevant Australian Croquet Association policy.

13.4. The Committee may from time to time make or amend policies and procedures:

a) that are required to be made under this Constitution; and

b) that in its opinion are necessary or desirable for the control, administration and/or management of the Club's affairs and may amend, repeal or replace those policies and procedures through a Management Committee Meeting motion.

13.5. All Policies and Procedures:

a) are subject to this Constitution;

b) must be consistent with this Constitution;

c) when in force, are binding on all members and have the same effect as a provision in this Constitution; and

d) may be overruled if a resolution to that effect is passed by a simple majority at a General Meeting of members.

27 July 2024

INDEX

A
Annual General Meeting……..4
Annual General Meeting – Agenda……..4
Annual General Meeting – Notice……..4
Audited Statements – Reasons for……..7
Audited Statements Presented……..7

B
Bank Authorised Signatories……..6
By-Laws……..8

C
Chair of Meetings……..5
Constitution Amendments……..7

D
Date Formed……..1
Dissolution of Club……..7
Discipline of Members& Handling Complaints & Grievances……..2

E
Election of Officers……6
Executive Committee……4

F
Fees……..7
Finance and Property……6
Financial Year……..7
Fitzroy Croquet Club……..1
Formed……..1

I
Interpretation ……..1

M
Management……..3
Management Committee……3
Management Committee – Attendance at Meetings……..5
Management Committee – Casual Vacancy..4
Management Committee Members……3
Management Committee – Nomination……..4
Management Committee – Term of Office….6

N
Name of the Club……..1
New Members Nomination……..2

O
Objectives……..1

P
Patron Appointed……..4
Personal Conduct……..2
Personal Conduct Appeal……..2
Prospect Croquet Club……..1

Q
Quorum of Sub-committees……..5
Quorums of Meetings……..5

R
Resignation of Member……..2

S
Seal……..7
Special General Meeting Called……4
Special General Meeting Called by Members…..4
Special General Meeting Notice……..4
Sub-committee – Chairperson ……..5
Sub-committees……4
Subscription and other fees……7

T
Terms of Office……6

U
Unbecoming Personal Conduct……2
Unbecoming Personal Conduct Appeal……3

V
Voting at Meetings……..6
Voting by Proxy……..6
Voting by Secret Ballot……6
Voting Tied……..6

Constitution approved on 23 August 2024