



DRAGON BOAT TASMANIA

CONSTITUTION

OCTOBER 2009 (Revised October 2013)

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1. **NAME**

The name of the incorporated Association is Dragonboating Tasmania and is referred to herein as "the Association".

2. **DEFINITIONS**

"Committee" means the committee of management of the Association.

"General Meetings" means a general meeting of members of the Association convened in accordance with these rules.

"Member" means a member club of the Association.

"Participating paddler" means any registered member of any member club of the Association.

"the Act" means the Associations Incorporation Act 1964.

"Special Resolution" means a special resolution as defined in the Act.

"month" shall mean a calendar month.

Expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography and other modes of representing or reproducing words in visible form.

Words imparting the singular include the plural and vice versa, and words imparting the masculine gender shall include feminine or neutral gender as the case may require.

3. **OBJECTS AND PURPOSES OF THE ASSOCIATION**

The objectives of the Association shall be to:

- (a) promote and foster dragon boat racing through organised activities and events;
- (b) encourage community participation in recreational activities by providing opportunities for people to enjoy dragon boating regardless of their skill level;

- (c) facilitate or assist in the formation of new dragon boat clubs in Tasmania;
- (d) promote Tasmania as a venue for interstate dragon boat races;
- (e) facilitate the accreditation of sweeps, coaches and officials in Tasmania in line with the Australian Dragon Boat Federation (AusDBF) rules;
- (f) maintain a register of eligible participants;
- (g) do all such things as may be incidental to the attainment of these objectives.

4. POWERS

The Association is incorporated as an Association with the powers conferred by the Associations Incorporation Act 1964. In addition to the powers conferred by Sections 12 and 21 of the Act, the Association may:

- (a) enter into contracts;
- (b) acquire, hold, deal with and dispose of property;
- (c) receive grants, bequests and donations;
- (d) make charges for services and facilities it supplies;
- (e) do other things necessary or convenient to be done in carrying out its affairs.

5. MEMBERSHIP

5.1 MEMBERSHIP CATEGORIES

5.1.1 Member club

Member clubs are clubs/teams (whose members are Registered Participants) formed to race or paddle together. These clubs require a minimum of 12 Registered Participants to qualify for membership.

5.1.2 Associate Membership

An associate member is a club, organization or association that has an interest in the sport or tradition or culture of dragon boating.

- 5.1.3 Life and Honorary Membership
Life Members are individuals who are granted special membership of the Association.

5.2 APPLICATION FOR MEMBERSHIP

- 5.2.1 Applicants for membership must submit the Association's completed application form to the Administrative Director and shall include the appropriate fee. In applying for membership the club or team demonstrates their acceptance of this Constitution and the Association's Rules.
- 5.2.2 The application shall be considered at the next meeting of the Committee. The application shall be deemed to be accepted or rejected on the basis of the information provided in the application form.
- 5.2.3 The voting rights of a new Member will commence immediately on the Committee's acceptance of the application and payment of the relevant fees being cleared.

5.3 VOTING RIGHTS AT ANY GENERAL MEETING

- 5.3.1 Member Clubs
Member Clubs are entitled to (1) one vote for each Participating Paddler present at general and extraordinary general meetings and in the election of persons to the Management Committee.
- 5.3.2 Associate Membership
Associate Members are not entitled to vote.
- 5.3.3 Life and Honorary Membership
Life and Honorary Members are not entitled to vote unless a majority of the Member Clubs at a General Meeting deem otherwise.

5.4 MEMBERSHIP FEE

- 5.4.1 The annual membership fee of the Association is due on July 1st and must be paid by Member Clubs by August 31st. This fee assists in providing the management, administrative and promotional functions of the Association in support of dragon boating in Tasmania as set out in the Association's Objectives (Section 3).
- 5.4.2 The fees for each membership category will be determined by the Management Committee as allowed for under Section 6.3 (Management Committee Powers and Responsibilities).
- 5.4.3 Any Member whose subscription is outstanding for more than two (2) months after the due date for payment shall cease to be a member of

the Association. The Committee may reinstate such membership on such terms as it thinks fit.

5.5 PADDLERS REGISTRATION FEE

- 5.5.1 Participating paddlers shall register with the Association and pay the prescribed registration fee through their Member Club. This fee includes a levy to cover paddler's insurance and enables paddlers to access the Associations' equipment and to race in the Associations fixtures or endorsed events, including Australian Dragon Boat Federation fixtures.
- 5.5.2 The annual registration fee is due on July 1st and will be paid by each Member Club as one payment.
- 5.5.3 The amount due for each member will be determined by the Management Committee as allowed for under Section 6.3 (Management Committee Powers and Responsibilities).
- 5.5.4 Each participating paddler shall submit a completed registration form. In doing so each paddler demonstrates their acceptance of this Constitution and the Association's Rules. These forms are to be collected by the Member Clubs and submitted to the Administration Director, together with the appropriate fees, within 1 month of the member joining the club.
- 5.5.5 Any participating paddler whose registration is outstanding for more than two (2) months after the due date for payment shall cease to be covered by insurance and ineligible to participate in any Association fixture or endorsed event.

5.6 MEMBERSHIP REGISTER

- 5.6.1 A complete list of all participating paddlers, sweeps and coaches in Tasmania, together with their details, shall be held by the Association. Each Member Club shall submit a list of registered paddlers belonging to their club or team, with the annual fees.
- 5.6.2 Member Clubs are responsible for submitting a registration form for each new member within 1 month of the member joining the club with the following details: full name, date of birth, accreditation (coach, sweep), and member number. Member clubs should allocate member numbers on a four-digit basis.

5.7 MEMBERS LIABILITY

- 5.7.1 No member club of the Association is liable to contribute towards the payment of debts or liabilities of the Association beyond subscriptions and accounts payable by that member to the Association.

5.8 CESSATION OF MEMBERSHIP

5.8.1 Membership may be terminated by:

- (i) the member giving written notice of resignation; and/or
- (ii) the member failing to pay the subscription within 2 months of the due date.

5.9 PENALTIES

5.9.1 The Association may, by resolution of the Committee, expel or suspend a member if it concludes that:

- (i) a member has persistently refused or neglected to comply with a provision of these rules
- (ii) has persistently and wilfully acted in a manner prejudicial to the interests of the Association.

5.9.2 In so doing the Association shall act at all times in accordance with the rules of Natural Justice.

5.9.3 If the Committee decides to terminate or alter the membership, the Administration Director must give the member a written notice of the decision, including reasons for that decision.

5.10 DISPUTE RESOLUTION

5.10.1 The dispute resolution procedure set out in this rule applies to disputes under these Rules between –

- (i) a Member Club and another Member Club
- (ii) a Member Club and the Association.

5.10.2 The parties to the dispute must meet and discuss the matter in dispute, and, if possible resolve the dispute within 21 days after the dispute comes to the attention of all of the parties. Where a face-to-face meeting between the disputing parties is impractical, discussion via a tele-conferencing facility is an option.

5.10.3 If the parties are unable to resolve the dispute at the meeting the parties may choose to meet and discuss the dispute before an independent third person agreed to by the parties. Before proceeding, all parties in dispute must agree a method for payment of any costs that may be incurred during this process.

6 MANAGEMENT COMMITTEE

6.1 ELECTION OF MANAGEMENT COMMITTEE

- 6.1.1 The Management Committee, 'The Committee', will be elected from the nominees of the member clubs of the Association by registered club members at the Annual General Meeting;
- 6.1.2 Notice of all persons seeking election to the Committee shall be given to all member clubs of the Association with the notice calling the Annual General Meeting at which the election is to take place.
- 6.1.3 The selection of nominees to Management Committee election is at the discretion of member clubs.
- 6.1.4 The nomination must be:
 - (i) in writing;
 - (ii) signed by the candidate and the representatives of the member club that nominated him or her; and
 - (iii) given to the Administration Director at least 7 days before the Annual General Meeting at which the election is to be held.
- 6.1.5 Each registered member present at the Annual General Meeting may vote for any number of candidates but not more than the number of vacancies;
- 6.1.6 If, at the start of the meeting, there are no candidates nominated for a position on the management committee, nominations may be taken from the floor of the meeting;
- 6.1.7 Election of Committee members shall be by secret ballot and be decided by simple majority. A returning officer shall be appointed either from among non-retiring committee members or at the Committee's discretion. Where there is more than one candidate for a position, the successful candidate will be decided by simple majority. Where there is only one candidate for a position, this position will be voted on and appointment of the candidate will require a majority of 51 per cent of votes cast. If the candidate fails to poll the required percentage, then the chairperson shall call for further candidates from among those present.

6.2 COMMITTEE COMPOSITION

- 6.2.1 The Management Committee will:
 - (i) consist of 10 members with a minimum of one and no more than two representatives from each member club until such time as the Association in General Meeting changes the composition;
 - (ii) consist of the following positions:
 - a. president
 - b. vice-president
 - c. administration director
 - d. finance director

- e. other positions that the Management Committee determines are necessary to fulfil the objects and aims of the Association.
- 6.2.2 No member of the Management Committee shall hold more than one position.
 - 6.2.3 Each Management Committee member will hold office until the conclusion of the Annual General Meeting following the date of the member's election, but is eligible for re-election.
 - 6.2.4 The term of office shall be two years with half the Committee members retiring each year. Members are eligible to stand for re-election but must seek nomination from their club.
 - 6.2.5 The Committee may appoint a person to fill a casual vacancy and such a Committee member shall hold office until the next AGM of the Association and shall be eligible for election to the Committee but must seek nomination from their club.
 - 6.2.6 Committee members are not eligible for renomination after three terms and must stand down for one two-year term before being eligible for nomination to the Management Committee.

Provisional Management Committee Membership Arrangements

Provisional arrangements for the Committee's composition are allowed if member clubs are unable to provide sufficient nominations. In this case, the Association in General Meeting shall decide the Committee's composition.

6.3 POWERS AND RESPONSIBILITIES

- 6.3.1 Subject to these rules or a resolution of the Association members carried at a general meeting, the Management Committee:
 - (i) is responsible for setting policy, planning, managing and administering the usual business affairs of the Association in accordance with the Objects and Aims of the Association detailed in Clause 3;
 - (ii) has the management and control of the funds and other property of the Association;
 - (iii) may delegate other duties to a sub-committee;
 - (iv) may co-opt members of the Association for specific purposes;
 - (v) shall appoint a Public Officer as required by the Act;
 - (vi) shall submit to member clubs annually a report on its activities and plans;
 - (vii) shall submit to member clubs annually an audited account of the administration of the funds of the Association for the preceding financial year;

- (viii) has authority to interpret the meaning of these rules and any other matter relating to the affairs of the Association on which these rules are silent;
- (ix) determine fees for participant paddlers.

6.4 COMMITTEE ROLES

6.4.1 The President:

- (i) shall keep the Common Seal which shall be affixed only by resolution of the Committee or of a General Meeting and in the presence of two Committee members, who must sign the instrument to which the seal is applied.
- (ii) ensure that standards of governance are followed in accordance with relevant legislation and the contents of this constitution.
- (iii) shall chair Committee and General Meetings except that in the absence of the President another member may be elected as the meeting chair.
- (iv) together with the Administration Director shall prepare the agenda for the Committee and General Meetings.
- (v) shall act as spokesperson for the association unless an alternative spokesperson has been appointed by a General Meeting.

6.4.2 The Vice-president:

- (i) shall deputise for the president in the absence of the president and shall undertake such duties of the president as the Committee decides. In the event of the resignation of the president, the vice-president will assume the role of president and the casual vacancy will be deemed to exist at vice-president.

6.4.3 The Administration Director:

- (i) shall call meetings in accordance with the provision of this Constitution.
- (ii) shall ensure accurate records to be kept of the Association including the Constitution, Policies, Register of Members, a register of minutes of meetings and/or notices, a file of correspondence and records of submissions or reports made by or on behalf of the Association and other duties as directed by the Committee.
- (iii) shall make the minutes of all meetings available to registered members on request.

6.4.4 The Finance Director:

- (i) shall cause monies received to be paid into an account authorised by the Committee in the name of the Association. Payments shall be as petty cash or by cheque signed by two authorised signatories from among the president, administration director, or finance director, or by electronic bank transfer authorised by the president, administration director, or finance director.
- (ii) shall keep the petty cash account. The amount of petty cash to be kept shall be decided by the Committee.
- (iii) shall cause records to be kept of all receipts and payments and other financial transactions, of which records shall be available for inspection by any member club authorised representative, by previous arrangement at a Committee meeting.
- (iv) shall cause financial budgets and statements to be prepared and shall submit a report on the finances to each Committee meeting.
- (v) as soon as practicable after the end of each financial year, shall ensure a statement containing the following particulars is prepared:
 - a. the income and expenditure for the financial year just ended;
 - b. the Association's assets and liabilities at the close of the year.
- (vi) shall present audited accounts to the Annual General Meeting.

6.4.5 The Public Officer:

- (i) will be the contact for the Commissioner for Corporate Affairs to pass on information to Dragon Boat Tasmania or to notify changes to legislation or procedures and the like.
- (ii) will undertake the duties specified in Section 14 of the Act.

6.5 PROCEEDINGS OF COMMITTEE

- 6.5.1 The Management Committee shall meet as often as required to conduct the business of the Association and not less than six times in each calendar year.
- 6.5.2 A quorum for Management Committee meetings is half the number of Committee members plus one.
- 6.5.3 Questions arising at any meeting of the Committee 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. The casting vote should advance the objects and aims of the Association.
- 6.5.4 A member of the Committee 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 Committee as required by the Act, and shall not vote with respect to that contract or proposed contract. The member of the Committee must disclose the nature of his or her interest in the contract at the next AGM of the Association.

6.5.5 A meeting of the Committee may be called on the written request of at least three Committee members addressed to the Administration Director of the Association and upon receipt of such request, the Administration Director shall convene a meeting on a date not later than 14 days following the receipt of such a request.

6.6 DELEGATION OF POWERS

6.6.1 The Management Committee may delegate the whole or part of its powers to a subcommittee.

6.6.2 A subcommittee may only exercise delegated powers in the way the Management Committee decides.

6.6.3 The subcommittee shall meet as often as is necessary to fulfil its delegated tasks.

6.7 DISQUALIFICATION OF COMMITTEE MEMBERS

6.7.1 A Committee member shall cease to hold office in any capacity with the Association upon any of the following:

- (i) Expelled from the Association under these rules.
- (ii) Ceasing to be a financial registered member of a member club of the Association;
- (iii) Giving notice of resignation in writing to the Administration Director;
- (iv) Disqualified from being a committee member by the Act.
- (v) Becoming permanently incapacitated by ill-health such that he/she is unable to fulfil their duties as a Committee member.
- (vi) Being absent without apology from three Committee meetings in any one calendar year.

7 GENERAL MEETINGS

7.1 ANNUAL GENERAL MEETING

7.1.1 The Committee shall call an Annual General Meeting (AGM) in accordance with the Act and these rules.

7.1.2 The Annual General Meeting shall be held within the four (4) months after the end of the Association's financial year.

- 7.1.3 Notification shall be by sending to each member's secretary, at least 30 days before the meeting, a notice of the time and place of the meeting, and the nature of the business to be transacted at the meeting.
- 7.1.4 A quorum shall be two thirds of member delegates.
- 7.1.5 Associate and life or honorary members are entitled to attend General Meetings of the Association as non-voting observers.
- 7.1.6 All registered members are eligible to vote at Annual General Meetings. Voting by proxy shall not be permitted. Teleconference voting will be allowed.
- 7.1.7 The order of business of the AGM shall be:
 - (i) the confirmation of the minutes of the previous AGM and any Extraordinary General Meeting held since that meeting;
 - (ii) the consideration of the accounts and reports of the Committee and the auditor's report;
 - (iii) election of Committee members;
 - (iv) the appointment of an auditor;
 - (v) any other business requiring consideration by the Association in General Meeting as notified to the Administration Director for inclusion on the Agenda.

7.2 GENERAL MEETING

- 7.2.1 The Committee may, whenever it sees fit, convene a General Meeting of the Association.
- 7.2.2 Notification shall be by sending to each member's secretary, at least 30 days before the meeting, a notice of the time and place of the meeting, and the nature of the business to be transacted at the meeting.
- 7.2.3 A quorum shall be two thirds of member delegates.
- 7.2.4 Associate and life or honorary members are entitled to attend General Meetings of the Association as non-voting observers.
- 7.2.5 All registered members are eligible to vote at Extraordinary General Meetings. Voting by proxy shall not be permitted. Teleconference voting will be allowed.

7.3 EXTRAORDINARY GENERAL MEETING

- 7.3.1 An Extraordinary General Meeting may be called by the Management Committee or by request in writing from 20 per cent of member clubs.
- 7.3.2 Notification shall be by sending to each member's secretary, at least 30 days before the meeting, a notice of the time and place of the meeting, and the nature of the business to be transacted at the meeting.

- 7.3.3 A quorum shall be two thirds of member delegates.
- 7.3.4 Associate and life or honorary members are entitled to attend Extraordinary General Meetings of the Association as non-voting observers.
- 7.3.5 All registered members are eligible to vote at Extraordinary General Meetings. Voting by proxy shall not be permitted. Teleconference voting will be allowed.

8. FINANCIAL

- 8.1 The financial year shall be the 12 months period commencing on 1st July and ending on 30th June of each year.
- 8.2 Major or unusual expenditures shall be authorised in advance by the Committee or a General Meeting. All expenditure must be approved or ratified at a Management Committee meeting. The Committee is authorised to undertake expenditure up to a limit of \$15,000 per transaction. Expenditure in excess of this amount must be authorised by a General Meeting.
- 8.3 The Association shall keep and retain such accounting records as are necessary to correctly record and explain financial transactions and the financial position of the Association in accordance with the Act.
- 8.4 The auditor must examine the statement of the Association's accounts prepared by the Finance Director and present a report about it to the Administration Director before the next annual general meeting following the financial year for which the audit was made.
- 8.5 The accounts, together with the auditor's report on the accounts, the Committee's statement and the Committee's report, shall be laid before Members at the Annual General Meeting.

9. PROHIBITION AGAINST SECURING PROFITS FOR MEMBERS

The income and capital of the Association shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to Members or their associates except as bona fide remuneration of a Member for services rendered or expenses incurred on behalf of the Association.

10. RULES

- 10.1 These rules may be altered (including an alteration to the Association's name) by registered members of the Association at an Extraordinary General Meeting. This includes rescission or replacement by substitute rules

and requires a resolution of two thirds of the registered members voting at the meeting.

- 10.2 Alterations shall be registered with the Commissioner for Corporate Affairs as required by the Act.
- 10.3 The registered rules shall bind the Association and every registered member to the same extent as if they have respectively signed and sealed them, and agreed to be bound by all of their provisions.

11. DISSOLUTION

The Association shall not be wound up except by approval of not less than three quarters of the registered members present and voting at a meeting called for that purpose of which not less than one calendar month written notice, including notice of the proposed dissolution, has been given to all member clubs.

Upon the dissolution of the Association, a liquidator shall be appointed to wind up the affairs of the Association. All property of the Association shall be realised and sold and the monies obtained thereby together with any monies in hand shall be used and applied firstly in paying the expenses of such realisation and sale, secondly in paying and discharging all debts and liabilities for which the Association is responsible, and the surplus (if any) then remaining shall be distributed to another incorporated association having objects and aims similar to those of the Association or for charitable purposes.

12. INTERPRETATION

Contended items, words and definitions used within this constitution shall be interpreted according to popular usage. Where such usage is still contended, the item shall be interpreted by a majority decision at a General Meeting. Such an interpretation shall remain in force until the subsequent Annual General Meeting at which time it will be reviewed.

13. COMMON SEAL

Refer to section 6.4.1.