



CONSTITUTION

OF THE

AUSTRALIAN MASTERS SQUASH

ASSOCIATION

REVISED JULY 2014

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CONSTITUTION OF THE AUSTRALIAN MASTERS SQUASH ASSOCIATION

PRELIMINARY

1. Name

- 1.1 The name of the Association is the Australian Masters Squash Association Incorporated ('Association').

2. Definitions and Interpretations

2.1 Definitions

In this Constitution, unless the contrary intention appears:

- 2.1.1 'Act' means the *Associations Incorporation Act 1991* (ACT).
- 2.1.2 'Association' means the Australian Masters Squash Association Incorporated.
- 2.1.3 'By-Law' means any By-Law made by the Executive Committee under Clause 37.
- 2.1.4 'Constitution' means this constitution of the Association.
- 2.1.5 'Executive Committee' means the committee consisting of the president, vice-president, secretary, treasurer and registrar.
- 2.1.6 'Financial year' means the year ending on the next 30 June following the incorporation of the Association and thereafter a period of 12 months commencing on 1 July and ending on 30 June of each calendar year.
- 2.1.7 'General Meeting' means any meeting of the Association other than the Annual General Meeting.
- 2.1.8 'Member' means:
- 2.1.8.1 an organisation representing masters' squash at State or Territory level within the Commonwealth of Australia and includes the ACT Masters Squash Association Incorporated, New South Wales Masters Squash Players Association Incorporated, Northern Territory Masters Squash Association, Queensland Masters Squash Association Incorporated, South Australian Masters Squash Association Incorporated, Tasmanian Masters Squash Association Incorporated, Victorian Masters Squash Association Incorporated, and Western Australian Masters Squash Committee, or
- 2.1.8.2 someone who has been entered into the Register as a member of the Association.
- 2.1.9 'Intellectual property' means all rights subsisting in copyright, business names, trademarks (or signs), logos, designs, equipment, including computer software, images (including photographs, videos or films) or service marks relating to the Association or any activity of or conducted,

promoted or administered by the Association in the Australian Capital Territory.

- 2.1.10 'Life member' means an individual appointed as a life member of the Association under Clause 9 of the Constitution.
- 2.1.11 'Objects' means the objects of the Association in Clause 5.
- 2.1.12 'Public officer' means a person appointed to be the public officer of the Association in accordance with the Act.
- 2.1.13 'Register' means a register of members kept and maintained in accordance with Clause 10.
- 2.1.14 'Regulations' mean any regulation made by the Executive Committee under Clause 37.
- 2.1.15 'Seal' means the common seal of the Association.
- 2.1.16 'Term' means a period of two years.

2.2 *Interpretation*

In this Constitution:

- 2.2.1 Words importing the singular include the plural and vice versa;
- 2.2.2 Words importing any gender include the other genders;
- 2.2.3 References to persons include corporations and bodies' politics;
- 2.2.4 References to a person include the legal person or representative, successors and those persons who can legally assign their decision making powers to another person for various reasons;
- 2.2.5 Reference to a statute, ordinance, code or other law includes regulations and other statutory instruments under it and consolidations, amendments, reenactments or replacements of any of them (whether the same or any legislative authority having jurisdiction); and
- 2.2.6 A reference to 'writing' shall unless the contrary intention appears, be constructed as including references to printing, lithographic, photograph and other modes of representing or reproducing words in a visible form, including messages sent by electronic mail.

3. **Severance**

- 3.1 If any clause of this Constitution or any phrase contained in it is invalid or unenforceable, the clause or phrase is to be read down if possible, so as to be valid and enforceable.
- 3.2 Where the clause or phrase cannot be read down to be valid and enforceable, the clause or phrase shall be severed to the extent of the invalidity or enforceability, without affecting the remaining clauses of this Constitution.

4. ***The Associations Incorporations Act 1991 (ACT)***

- 4.1 Except where the contrary intention appears, in this Constitution, an expression that deals with a matter under the Act has the same meaning as that provision of the Act. The model rules under the Act are expressly displaced by this Constitution

save to the extent that they are not contained in the Constitution, Regulations or By-Laws of the Association.

5. Objectives of the Association

- 5.1 The Association is established solely to achieve the objectives of the Association.
- 5.2 The objectives of the Association are to:
 - 5.2.1 promote, administer and encourage the game of squash for players aged 35 years or over;
 - 5.2.2 to arrange for representation of the Association on any other body of similar nature formed for the purpose of promoting squash generally;
 - 5.2.3 to assist in the administration of:
 - 5.2.3.1 All Australian Masters Squash events;
 - 5.2.3.2 The selection of all teams representing the Association;
 - 5.2.3.3 International visits to or from Australia by Australian Masters Association Squash teams or individuals;
 - 5.2.4 apply the assets and income of the Association solely in furtherance of its objectives, with no portion of them to be distributed directly or indirectly to members of the organisation except as reasonable compensation for services rendered or expenses incurred on behalf of the organisation in pursuit of its objectives; and
 - 5.2.5 to do all things necessary and incidental to achieving all, or any part of, the objects outlined in this clause.

6. Powers of the Association

- 6.1 In addition to the rights, powers and privileges conferred under the Act, the Association has a legal capacity and power to do all things necessary and incidental to achieving the objects of the Association.

MEMBERS

7. Members

- 7.1 The organisations currently recognised as members are:
 - 7.1.1 ACT Masters Squash Association Inc.;
 - 7.1.2 New South Wales Masters Squash Players Association Incorporated;
 - 7.1.3 Northern Territory Masters Squash Association;
 - 7.1.4 Queensland Masters Squash Association Inc.;
 - 7.1.5 South Australian Masters Squash Association Inc.;
 - 7.1.6 Tasmanian Masters Squash Association Inc.;
 - 7.1.7 Victorian Masters Squash Association Incorporated; and
 - 7.1.8 Western Australian Masters Squash Committee.

- 7.2 A person may also be a member of the Association if they have been made a Life Member.
- 7.3 Individual persons may apply to the Association where their State/Territory body ceases to exist.

8. Nomination for Membership

- 8.1 For a person or entity to be nominated for membership, they must:
- 8.1.1 Have lodged a written application with the Association; and
 - 8.1.2 The application be lodged with the Secretary of the Association; and
 - 8.1.3 Undertake to pay the fee as provided by clause 17.
- 8.2 After a nomination is received, the Secretary will refer the nomination to the Executive Committee who will decide whether to approve or reject the nomination.
- 8.3 Where the Executive Committee approves the application for membership, the Secretary will notify the applicant and request payment of the fee within 28 days after the receipt of the notification.
- 8.4 Upon receipt of payment by the applicant, the Secretary will register the applicant's name in the Register of Members.
- 8.5 Once the applicant's name is entered in the Register of Members they are a member of the Association.

9. Life Members

- 9.1 An individual who has given outstanding service to the Association may, by resolution at the Annual General Meeting, have a life membership conferred upon them.
- 9.2 A person on whom life membership is conferred must be notified in writing they are a life member.

10. Register of Members

- 10.1 The Association shall keep a Register in which particulars of each member shall be recorded.
- 10.2 The minimum information to be recorded in the Register for every member is their full name, address, category of membership and the date on which they became a member.
- 10.3 Any title held by a member in the association shall be recorded in the Register.
- 10.4 Subject to confidentiality considerations and privacy laws as in force, the Register shall be available for inspection, but not copying, by members upon a reasonable request, provided the information is being obtained to fulfil the objects of the Association.

11. Effect of Membership

- 11.1 The Constitution is a contract which binds both the Association and the member to the Constitution, Regulations and By-laws;
- 11.2 Each member shall comply with and be governed by the Constitution, Regulations and By-Laws or any other policy made under those instruments during the period they remain a member of the association;

- 11.3 The Constitution, Regulations and By-Laws are necessary and reasonable in allowing the Association to meet its objectives;
- 11.4 They are entitled to all benefits, advantages, privileges and services of Association membership; and
- 11.5 A member's entitlements are not transferrable and terminate once they cease to be a member.

12. Cessation of Membership

A person or an organisation covered by clause 7 ceases to be a member of the Association if:

- 12.1 The individual person dies;
- 12.2 The individual or organisation ceases to be a member of the Association;
- 12.3 If their membership revoked;
- 12.4 The state/territory Masters Squash Association or other recognised body they are a part of is dissolved, wound up or they otherwise cease to be a member of that entity; or
- 12.5 The organisation is otherwise disqualified under the Act.

13. Resignation/Discontinuance of Membership

- 13.1 A member of the Association may resign and upon receipt of the letter of resignation, the member ceases to be a member of the Association.
- 13.2 A membership of the Association may be discontinued by the Executive Committee for a breach of any of the clauses of the Constitution, Regulations or By-Laws.
- 13.3 In deciding whether a membership should be discontinued, the Executive Committee is to consider whether the conduct is in breach of the Constitution, Regulations and By-Laws, in addition to any other relevant factors.
- 13.4 Prior to the Executive Committee determining that a membership is discontinued, the member must have the opportunity to respond in accordance with the discipline protocols outlined in the Constitution, Regulations and/or By-Laws.
- 13.5 A member whose membership has been discontinued may seek to reapply for membership in accordance with the Constitution.

14. Members' Property rights

- 14.1 Once a member ceases to be a member of the Association they forfeit all rights they have with respect to the Association.
- 14.2 Any property belonging to the Association, in the member's possession when their membership ends or they otherwise cease to be a member, must be returned to the Association and the member forfeits any intellectual property to the Association.

15. Liability of Members

- 15.1 No member is personally liable to contribute towards the payments of any debts or liabilities of the Association that may arise, save to the extent of any unpaid membership fees.

16. Discipline

- 16.1 The method of disciplining any members is to be as provided by the Constitution, Regulations and/or By-Laws.

17. Membership Fees

- 17.1 A member shall pay to the Association an annual fee of an amount determined by the Executive Committee and paid by each member, from 1 July in each calendar year.
- 17.2 Failure to pay the annual fee by a member constitutes a breach of the Constitution.
- 17.3 A life member is exempt from payment of any membership fees.

FUNDS**18. Association Funds**

- 18.1 The funds of the Association will be derived from membership fees, license fees, donations and subject to any resolution passed by the Executive Committee, other sources approved by the Executive Committee.
- 18.2 All funds received by the Association will be deposited into the Association's bank account as soon as practicable.
- 18.3 The funds of the Association shall be used to achieve the objectives of the Association.
- 18.4 All invoices, accounts or other liabilities paid by the Association must be approved by the Treasurer and one other member of the Executive Committee.

19. Audits

- 19.1 At the Annual General Meeting an Honorary Auditor must be appointed by the Association. The Honorary Auditor is to be elected by a simple majority.
- 19.2 The Honorary Auditor will audit the financial records of the Association and report to the members at the next Annual General Meeting after their appointment.

EXECUTIVE COMMITTEE**20. Existing Executive Committee**

- 20.1 Members of the Executive Committee of the Association, elected prior to the approval of this Constitution, shall continue in those positions until the first Annual General Meeting following the adoption of this Constitution.
- 20.2 At that first Annual General Meeting, the positions of the Executive Committee shall be filled, vacated or otherwise dealt with in accordance with this Constitution.

21. Powers of the Executive Committee

- 21.1 Subject to the Constitution, Regulations and By-Laws, the business of the Association shall be managed, and the powers of the Association exercised, by the Executive Committee.

22. Composition of the Executive Committee

- 22.1 The Executive Committee shall consist of five members, who are elected by a simple majority at the Annual General Meeting.
- 22.2 The Executive Committee shall consist of:
- 22.2.1 The President;
 - 22.2.2 The Vice-President;
 - 22.2.3 The Secretary;
 - 22.2.4 The Treasurer; and
 - 22.2.5 The Registrar.
- 22.3 Should a vacancy arise in the Executive Committee, the Executive Committee may appoint a temporary Executive Committee member to fill the vacancy until a new Committee member is appointed pursuant to the Constitution, Regulations and By-Laws.
- 22.4 If an Executive Committee member has a conflict of interest with their membership to the Association, they shall declare that interest to all Executive Committee members. The remainder of the Executive Committee will then, by a simple majority, decide whether the Executive Committee Member ought to remain as part of the Executive Committee.
- 22.5 For the purposes of clause 22.4 a conflict will not arise simply as a result of the Executive Committee members' membership to one of the organisations listed at 7.1 or any other entity which later becomes a member of the Association.
- 22.6 On appointment, each member of the Executive Committee will hold that position for a period of two years, for a maximum of five consecutive terms.
- 22.7 After the expiration of five consecutive terms, the member must wait one term before they can reapply for the position.

23. Vacancies

- 23.1 A vacancy in the Executive Committee arises if the member:
- 23.1.1 Dies;
 - 23.1.2 Ceases to be a member of the Association;
 - 23.1.3 Resigns from the Executive Committee;
 - 23.1.4 Is removed from office;
 - 23.1.5 Becomes bankrupt or personally insolvent;
 - 23.1.6 Suffers from a mental or physical incapacity; or
 - 23.1.7 Is otherwise disqualified under the Act.

24. Public Officer

- 24.1 The Executive Committee must elect a Public Officer of the Association, who will ensure the Association's compliance with the Act.
- 24.2 The Public Officer will be elected by a simple majority at a meeting of the Executive Committee.
- 24.3 The Executive Committee may appoint someone other than a member of the Executive Committee, provided they consent to accepting the position in writing.

25. Meetings of the Executive Committee

- 25.1 The Executive Committee shall meet as often as is deemed necessary to attend to the business of the Association, but on sufficient occasions so as to satisfy the requirements of the Act, and the Constitution.
- 25.2 Subject to the Constitution, any issues to be determined by the Executive Committee at the meetings shall be determined by a simple majority of votes. To remove any doubt, where a vote is equal the motion will be lost.
- 25.3 All Executive Committee members have one vote for each item of business.
- 25.4 No business can be transacted at an Executive Committee meeting without a quorum of three members.
- 25.5 Unless all Executive Committee members agree, no Executive Committee meeting shall be held unless each Executive Committee member receives at least 48 hours written or oral notice.
- 25.6 An agenda for each meeting must be forwarded to each Executive Committee member no less than 24 hours prior to each Executive Committee meeting.

26. Chairperson of Executive Committee

- 26.1 At the first meeting of the Executive Committee after an Annual General Meeting, the Executive Committee shall appoint the President who will act as the chairperson of each meeting at which they are present.
- 26.2 If the President is unable to attend a meeting, then a temporary chairperson, being another member of the Executive Committee, may be elected, for that meeting only.

27. Delegations

- 27.1 The Executive Committee, by written agreement, may create or establish Special Committees. The Executive Committee will also determine who shall constitute the Special Committees and stipulate the functions and duties the Special Committee is to attend to.
- 27.2 The powers that may be delegated to a Special Committee by the Executive Committee are those that are specified in the written statement but cannot include the power of delegation provided by this clause or a function imposed on the Executive Committee by the Act, this Constitution, Regulations or By-Laws.
- 27.3 The delegation given to the Special Committee may be revoked at any time by a simple majority vote of the Executive Committee.
- 27.4 In exercising their delegated responsibility, the Special Committee is to proceed in the same manner as the Executive Committee, as provided for in this Constitution, Regulations and By-Laws.

- 27.5 Any votes by the Special Committee will follow the same process as for the Executive Committee.

ANNUAL GENERAL MEETINGS AND GENERAL MEETINGS

28. Annual General Meeting

- 28.1 The Association must hold an Annual General Meeting at least once in each calendar year and within five months after the expiration of each financial year of the Association.
- 28.2 Notice of the Annual General Meeting must be given in accordance with clause 30.

29. General Meetings

- 29.1 The Executive Committee may call a General Meeting at any time they deem appropriate.
- 29.2 Notice of a General Meeting must be given in accordance with clause 30.

30. Notice of Annual/General Meetings

- 30.1 Members must be given at least 14 days written notice of an Annual General meeting or General Meeting, including details of the location, date and time of the meeting.
- 30.2 Members must be given notice of all business to be transacted at the Annual General Meeting or General Meeting at least five days prior to the meeting.

31. Presiding Member

- 31.1 The President, or where the President is absent an appointed member of the Executive Committee, will chair the Annual General Meeting or any General Meeting.

32. Quorum

- 32.1 For any business to be transacted at the Annual General Meeting or a General Meeting, there must be a quorum of at least five members.

33. Business

- 33.1 No business other than that stated on the notice for the Annual General Meeting or a General Meeting shall be transacted at that meeting.

34. Notice of Motion

- 34.1 Members entitled to vote may submit notices for motion for inclusion of special business at an Annual General Meeting or a General Meeting. All notices of motion must be submitted in writing to the Secretary at least seven days prior to a general meeting.
- 34.2 Each member gets one vote for each notice of motion.
- 34.3 Each member is allowed to submit a proxy vote at an Annual General Meeting or General Meeting but if the proxy vote is not received by the Association at least one day prior to the Annual General Meeting or General Meeting, it is to be disregarded.

35. Voting

- 35.1 Members of the Executive, Life Members and one person from each of the member state/territory Masters Squash Associations or other recognised body, as defined in clause 7.1.8, may vote at an Annual General Meeting or General Meeting. Individual persons are not eligible to vote where their State/Territory body has ceased to exist.

36. Making Decisions

- 36.1 Any matter of business put to a vote at the Annual General Meeting or a General Meeting will be decided by a simple majority, unless otherwise provided by this Constitution.

REGULATIONS AND BY-LAWS**37. Establishing/Amending Regulations and By-Laws**

- 37.1 The Association may implement and amend Regulations and By-Laws.
- 37.2 Any proposed amendments to the Regulations or By-Laws must be provided to each member.
- 37.3 Any new Regulations or By-Laws, or amendments to the Regulations or By-Laws, must be passed by a normal majority at any Annual General Meeting or General Meeting.
- 37.4 The new Regulations or By Laws, including any amendments, will be taken to come into effect 14 days after the Regulations or By-Laws, including any amendments, are passed.

AMENDMENT**38. Amendment of the Constitution**

- 38.1 This constitution shall not be amended unless any amendment is approved by at least 75% of all members present at the Annual General Meeting or General Meeting at which the motion to make the changes is presented.
- 38.2 Any proposed amendments must be provided to each member.

39. Repealing the Constitution

- 39.1 If this Constitution is repealed, any appointment made or motion passed under this Constitution shall continue in force, to the extent it is practicable, as if it were made under this Constitution.

MISCELLANEOUS**40. Seal**

- 40.1 The Association will have a seal upon which its corporate name shall appear in legible characters and may only be used with the authorisation of the Executive Committee.
- 40.2 The affixing of the seal must be witnessed by two Executive Committee members.