CONSTITUTION PALM BEACH

NETBALL CLUB (PBNC)

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INTRODUCTORY PROVISIONS AND DEFINITIONS

In this constitution:

a. act means Association Incorporation Act 1981 (Qld);

b. club means Palm Beach Netball Club Incorporated;

c. constitution means the clubs rules, as defined in the Act;

d. by-laws mean the Palm Beach Netball Club By-Laws;

e. PBNC means Palm Beach Netball Club;

f. Executive means a member or members duly elected to the identified Executive Committee position/s within the club;

h. NA means Netball Australia

i. NQ means Netball Queensland

PALM BEACH NETBALL CLUB INC.
CONSTITUTION

1. NAME OF THE CLUB

The name of the club shall be the “Palm Beach Netball Club (PBNC) Incorporated”.

2. OBJECTS OF CLUB

The objects for which the Club is established are the fostering, promotion and development of Netball in the Palm Beach district and surrounding areas in accordance with the laws, rules and policy of the official controlling body of Netball Queensland.

3. GENERAL

Location

The location of PBNC shall be at Firth Park, Somerset Drive, Mudgeeraba, Queensland, with a postal address of PO Box 124, Mudgeeraba. Qld. 4213

4. THE POWERS OF THE CLUB ARE:

I. To subscribe to become a member of and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the PBNC.

II. To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the club; to obtain from any such Government or Authority any rights, privileges and concessions, which the club may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.

III. To appoint, employ, remove or suspend any persons as may be necessary to uphold the purposes of the club.

IV. To renumerate any person for services rendered, or to be rendered.

V. To invest and deal with the money of the club not immediately required in such manner as may from time to time be thought fit.

VI. In furtherance of the objects of the Club to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Club.

VII. To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed beneficial for the purpose of procuring contributions to the funds of the club, in the shape of donations, annual subscriptions or otherwise.

VIII. To print and publish any digits, newspapers, periodicals, books or leaflets that the Club may think desirable for the promotion of its objects.

IX. To make donations for patriotic, charitable or community purposes.

X. To do all such things as are incidental or conducive to the attainment of the objectives and the exercise of the powers of the club.

5. CLASSES OF MEMBERSHIP

(1) The membership of the Club shall consist of ordinary members, and any of the following classes of members: -

(a) Non-playing Members:

- Non-playing Members shall be those people who have an interest in netball/club.
- Non-playing Members shall have the right to attend meetings but shall not be entitled to vote at any such meetings.

(b) Life Members:

a) Election

I. Life Members are those elected by the PBNC at an Annual General Meeting in recognition of having rendered extraordinary and commendable service to the club.

II. They are to be nominated in writing by two members of the Executive Committee or two Life Members or of PBNC.

III. Such nominations to be in the hands of the secretary at least 14 days prior to the Annual General Meeting.

IV. On receipt of a nomination which in order, the Secretary will include an appropriate item on the agenda for the Annual General Meeting for consideration at that meeting. The item should indicate the names of the nominees, proposer and seconder together with, if possible, a brief outline of the contribution made by the nominee.

V. No more than 1 person may be elected as a new Life Member in any one calendar year.

VI. Life Members shall be entitled to attend all General Meetings of the club and shall be entitled to vote at any such meetings.

b) Privileges

i) Life Members may attend and vote at PBNC meetings provided they have been deemed active in the past twelve (12) months.

ii) A Life Member will be deemed active if they have attended four (4) meetings in the past two (2) years or participated in PBNC activities and events in the past twelve (12) months as noted by the Executive Committee.

iii) Life Members shall be exempt from payments and fees.

6. MEMBERSHIP FEES

(1) The membership fees for each class of membership shall be such sum as the Executive committee so determine.

(2) The membership fees for each class of membership shall be payable at such time and in such manner as the Executive Committee shall determine.

7. ADMISSIONS AND REJECTION OF MEMBERS

(1) At the next meeting of the Executive Committee after the receipt of any application and the fee applicable for any class of membership, such application shall be considered by the Executive Committee, who shall thereupon determine upon the admission or rejection of the applicant.

(2) Any applicant who receives a majority of the votes of the members of the Executive Committee present at the meeting at which such application is being considered shall be accepted as a member to the class of membership being applied for.

(3) Upon the acceptance or rejection of an application for any class of membership the Secretary shall forthwith give the applicant notice in writing of such acceptance or rejection. The Executive Committee shall not be obliged to give reasons for a rejection of membership.

8. TERMINATION OF MEMBERSHIP

(1) A member may resign from the club any time by giving notice in writing to the Secretary. Such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date.

(2) If a member: -

(a) is convicted of an indictable offence; or

(b) fails to comply with any of the provisions of the rules; or

(c) has membership fees in arrears for a period of two months or more; or

(d) conducts him/herself in a manner considered to be injurious or prejudicial to the character or interests of the Club. The Executive Committee shall consider whether his/her membership shall be terminated.

(3) The member concerned shall be given a full and fair opportunity of presenting his/her case and if the Executive Committee resolves to terminate his/her membership it shall instruct the Secretary to advise the member in writing accordingly.

9. APPEALS AGAINST REJECTION OR TERMINATION OFMEMBERSHIP

(1) A person whose application for membership has been rejected or whose membership has been terminated may within 21 days of receiving written notification thereof, lodge with the Secretary written notice of his/her intention to appeal against the decision of the Executive Committee.

(2) Upon receipt of a notification of intention to appeal against rejection or termination of membership the Secretary shall convene, within one month of the date of receipt by him/her of such notice, a general meeting to determine the appeal. At any such meeting the applicant shall be given the opportunity to fully present his/her case and the Executive Committee or those members thereof who rejected the application for membership or terminated the membership subsequently shall likewise have the opportunity of presenting its or their case. The appeal shall be determined by the majority vote of the members present at such meeting.

(3) Where a person, whose application is rejected, does not appeal against the decision of the Executive Committee within the time prescribed by these Rules or so appeals but the appeal if unsuccessful, the Secretary shall forthwith refund the amount of any fee paid.

10. REGISTER OF MEMBERS

(1) The Executive Committee shall cause a Register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the Club and the dates of their admission.

3) The Register shall be open for inspection at all reasonable times by any member who previously applies to the Secretary for such inspection.

(4) A member of PBNC must not –

(i) Use information obtained from the register of members of PBNC to contact, or send material to, another member of PBNC for the purpose of advertising for political, religious, charitable or commercial purposes: or

(ii) Disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of PBNC for the purpose of advertising for political, religious, charitable or commercial purposes.

11. MEMBERSHIP OF EXECUTIVE COMMITTEE

The Executive Committee of the Club shall consist of a President, Vice- President, Secretary, Treasurer and Registrar, all of whom shall be members of the Club, and such number of other members as the members of the Club at any general meeting may from time to time elect or appoint.

At the Annual General Meeting of the club, all members of the Executive Committee holding positions that are due to fall vacant shall retire from office but shall be eligible upon nomination for re-election.

(i) No person shall be eligible to nominate for Executive Position unless they have served one (1) full term as a General Member. If positions are unable to be filled on this basis, the current Executive Committee will determine by majority vote, if there shall be an exception based on nominee/submissions.

(ii) All positions will be elected for a period of one year.

(5) The election of members of the Executive Committee shall take place in the following manner:

(a) Any two members of the Club shall be at liberty to nominate any other member to serve as an officer or other member of the Executive Committee.

(b) The nomination, which shall be in writing and signed by the member and the proposer and a seconder, shall be lodged with the Secretary at least fourteen days before the Annual General Meeting at which the election is to take place.

(c) A list of candidates' names in alphabetical order, with the proposers' and seconders' names, shall be posted for at least seven days immediately preceding the Annual General Meeting.

(d) Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies.

(e) Should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.

(f) The President of the Club may not simultaneously serve as President of any other affiliated netball body.

12. RESIGNATION

Any member of the Executive Committee may resign from membership of the Executive Committee at any given time by giving notice in writing to the Secretary. Such resignation shall take effect at the time such notice is received by the Secretary, unless a later date is specified in the notice when it shall take effect on that later date, or such member may be removed from office at a General Meeting of the club, where that member shall be given the opportunity to fully present his/her case.

The question of removal shall be determined by the vote of the members present at such a General Meeting.

13. VACANCIES ON EXECUTIVE COMMITTEE

(1) The Executive Committee shall have power at any time to appoint any member of the club to fill any casual vacancy on the Executive Committee until the next Annual General Meeting.

(2) The continuing members of the Executive Committee may act notwithstanding any casual vacancy in the Executive Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Executive Committee, the continuing member or members may act for the purposes of increasing the number of members of the Executive Committee to that number or of summoning a General Meeting of the club but for no other purpose.

14. FUNCTIONS OF THE EXECUTIVE COMMITTEE

(1) Except as otherwise provided by these Rules and subject to resolutions of the members of the Club carried at any General Meeting the Executive Committee:

(a) shall have the general control and management of the administration of the affairs, property and funds of the club: and

(b) shall have authority to interpret the meaning of these Rules and any matter relating to the club on which these Rules are silent.

15. MEETINGS OF EXECUTIVE COMMITTEE

(1) The Executive Committee shall meet at least once every calendar month to exercise its functions.

(2) A special meeting of the Executive Committee shall be convened by the Secretary on the requisition in writing signed by not less than one-third of the members of the Executive Committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted there at.

(3) At every meeting of the Executive Committee a simple majority of a number equal to the number of members elected and/or appointed to the Executive Committee as at the close of the last General Meeting of the members, shall constitute a quorum.

(4) Subject as previously provided in this rule, the Executive Committee may meet together and regulate its proceedings as it thinks fit, provided that questions arising at any meeting of the Executive Committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative.

(5) A member of the Executive Committee shall not vote in respect of any contract or proposed contract with the Club in which he/she has as interest, or any matter arising thereout, and if he/she does so vote his/her vote shall not be counted.

(6) Not less than fourteen days' notice shall be given by the Secretary to members of the Executive Committee of any special meeting of the Executive Committee. Such notice shall clearly state the nature of the business to be discussed thereat.

(7) The President shall preside as Chairman at every meeting of the Executive Committee, or if there is no President, or if at any meeting he/she is not present within ten minutes after the time appointed for holding the meeting, the Vice President shall be Chairman or if the Vice President is not present at the meeting then the members may choose one of their number to be Chairman of the meeting.

(8) If within half an hour from the time appointed for the commencement of an Executive Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Executive Committee, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Executive Committee may Determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

16. SUB-COMMTTEES

(1) The Executive Committee may delegate any of its power to a sub-committee consisting of such members of the Club as the Executive Committee thinks fit. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Executive Committee. All sub-committees must consist of one executive member.

(2) A sub-committee may elect a Chairman of its meetings. If no such Chairman is elected, or if at any meeting the Chairman is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their numbers to be Chairman of the meeting.

(3) A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of equality of votes, the question shall be deemed to be decided in the negative.

17. EXECUTIVE COMMITTEE ACTS

All acts done by any meeting of the Executive Committee or of a sub-committee or by any person acting as a member of the Executive Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Executive Committee or persons acting as a foresaid, or that the members of the Executive Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Executive Committee.

18. EXECUTIVE COMMITTEE RESOLUTIONS IN WRITING

A resolution in writing signed by all the members of the Executive Committee for the time being entitled to receive notice of a meeting of the Executive Committee shall be as valid and effectual as if it had been passed at a meeting of the Executive Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more of the Executive Committee.

19. GENERAL MEETINGS

The first General Meeting shall be held at such time, not being less than one month, nor more than three months, after the incorporation of the Club and at such place as the Executive Committee may determine.

20. ANNUAL GENERAL MEETINGS

(1) The Annual General Meeting shall be held within three months of the close of the financial year.

(2) The business to be transacted at every Annual General Meeting shall be:

a. the receiving of the Executive Committee's report and the statement of income and expenditure, assets and liabilities, charges and securities affecting the property of the club for the preceding financial year.

b. the receiving of the Auditor's report upon the books and accounts for the preceding financial year.

c. the election of members of the Executive Committee;

d. the appointment of the Auditor.

21. SPECIAL GENERAL MEETINGS

The secretary shall convene a Special General Meeting:

(1) when directed to do so by the Executive Committee; or

(2) on the requisition in writing signed by not less than one-third of the members presently on the Executive Committee or not less than the number of ordinary members of the Club which equals double the number of members presently on the Executive Committee plus one. Such requisition shall clearly state the reasons why such Special General Meeting is being convened and the nature of the business to be transacted thereat; or

(3) on being given a notice in writing of an intention to appeal against the decision of the Executive Committee to reject an application for membership or to terminate the membership of any person.

22. QUORUMS

(1) At any General Meeting the number of members required to constitute a quorum shall be the number equivalent to the current Executive Committee plus one.

(2) A motion may be carried by a simple majority of delegates present and entitled to vote unless otherwise provided in the Constitution.

(3) If within half an hour from the time appointed for the commencement of a General Meeting, a quorum is not present, the meeting, if convened upon the requisition of members of the Executive Committee or the Club, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Executive Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.

(4) The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left

unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

23. NOTICE OF MEETINGS

(1) The secretary shall convene all General Meetings of the Club by giving not less than 7 days' notice of any such meeting to the members of the Club.

(2) The manner of which such notice shall be given shall be determined by the Executive Committee: Provided that notice of any meeting convened for the purpose of hearing and determining the appeal of his/her membership by the Executive Committee, shall be given in writing. Notice of a General Meeting shall clearly state the nature of the business to be discussed thereat.

24. GENERAL MEETING ORDER AND VOTING

Unless otherwise provided by these Rules, at every General Meeting:

1) The President shall preside as Chairman, or if there is no President, or if he/she is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice President shall be the Chairman or if the Vice-Present is not present or is unwilling to act then the members present shall elect one of their number to be Chairman of the meeting;

2) The Chairman shall maintain order and conduct the meeting in a proper and orderly manner;

3) Every question, matter or resolution shall be decided by a majority of votes of the members present;

4) Voting at all General Meetings shall be by show of hands unless a ballot is required by the Constitution or By-Laws or demanded by at least three-quarters of the delegates present and entitled to vote;

5) The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Executive Committee meeting and General Meetings to be entered in a book to be open for inspection at all reasonable times by any financial member who
previously applies to the Secretary for that inspection.

25. BY-LAWS.

The Executive Committee may from time to time make, amend, or repeal By-Laws, not inconsistent with these Rules, for the internal management of the Club and any By- Law may be set aside by a General Meeting of members.

27. COMMON SEAL.

The Executive Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Executive Committee and every instrument to which the seal is affixed shall be signed countersigned by the Secretary or by a second member of the Executive Committee or by some other person appointed by the Executive Committee for the purpose.

28. FUNDS AND ACCOUNTS.

(1) The funds of the Club shall be deposited in the name of the Club in such Bank or Permanent Building Society as the Executive Committee may from time to time direct.

(2) Proper books and accounts shall be kept and maintained in written, digital or printed form in the English language showing correctly the financial affairs of the Club and the particulars usually shown in books of a like nature.

(3) All moneys shall be deposited as soon as practicable after receipt thereof.

(4) All accounts of one hundred dollars or over shall be paid by electronic banking by the Treasurer or other Executive member authorized by President of Executive Committee.

(5) The Executive Committee shall determine the amount of petty cash flow required for club events.

(6) All expenditure shall be approved or ratified at an Executive Committee Meeting.

(7) As soon as practicable after the end of each financial year the treasurer shall cause to be prepared a statement containing the particulars of;

(a) the income and expenditure for the financial year just ended: and

(b) the assets and liabilities, charges and securities affecting the property of the Club at the close of that year.

(9) All such statements shall be examined by the Auditor who shall present his report upon such audit to the secretary prior to the holding of the Annual General Meeting next following the financial year in respect of which such audit was made.

(8) The income and property of the Club whence so ever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Club.

29. DOCUMENTS.

The Executive Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Club.

30. FINANCIAL YEAR.

The financial year of the Club shall close on the 30th September in each year.

31. DISTRIBUTION OF SURPLUS ASSETS.

If the Club shall be wound up and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Club, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Club.

32. GRIEVANCE PROCEDURE

32A Grievance procedure

1. This rule sets out a grievance procedure for dealing with a dispute under the rules between parties as mentioned in section 47A(1) of the Act.

2. To remove any doubt, it is declared that the grievance procedure cannot be used by a person whose membership has been terminated if the rules provide for an appeal process against termination.

3. A member (the aggrieved party) initiates the grievance procedure in relation to the dispute by giving a notice in writing of the dispute:

a) to the other party; and
b) if the other party is not the management committee, to the management committee.

4. If 2 or more members initiate a grievance procedure in relation to the same subject matter, the management committee may deal with the disputes in a single process and the members must choose 1 of the members (also the aggrieved party) to represent the members in the grievance procedure.

5. Subject to rule 32B, the parties to the dispute must, in good faith, attempt to resolve the dispute.

6. If the parties to the dispute cannot resolve the dispute within 14 days after the aggrieved party initiates the grievance procedure, the aggrieved party may, within a further 21 days, ask the club's secretary to refer the dispute to mediation.

7. Subject to rule 32B, if the aggrieved party asks the clubs secretary to refer the dispute to mediation under subrule (6), the management committee must refer the dispute within 14 days after the request.

32B Grievance procedure not continued in particular circumstances

1. This rule applies if—
a) a member initiates a grievance procedure in relation to a dispute and the club or club's management committee is the other party to the dispute; or
b) the aggrieved party asks the club's secretary to refer the dispute to mediation under rule 32A(6).
2. The management committee does not have to act under rule 32A(5) or (7) if—

a) the aggrieved party has, within 21 days before initiating the grievance procedure, behaved in a way that would give the management committee grounds for taking disciplinary action under the rules against the aggrieved party in relation to the matter the subject of the grievance procedure; or

b) before the grievance procedure was initiated, a process had started to take action under the rules against the aggrieved party or terminate the aggrieved party's membership, as provided for under the rules, and the dispute relates to that process or to a matter relevant to that process; or

c) the dispute relates to an obligation under the Liquor Act 1992 or any other State law to prevent the entry of the aggrieved party to, or to remove the aggrieved party from, premises used by the club, or to refuse to serve liquor to the aggrieved party at the premises; or

d) the dispute could reasonably be considered frivolous, vexatious, misconceived, or lacking in substance or the dispute relates to a matter that has already been subject of the grievance procedure.

32C Appointment of mediator

1. If a dispute under rule 32A is referred to mediation

a) the parties to the dispute must choose a mediator to conduct the mediation; or

b) if the parties are unable to agree on the appointment of a mediator within 14 days after the dispute is referred to mediation, the mediator must be

i) for a dispute between a member and another member-a person appointed by the management committee; or

ii) for a dispute between a member and the management committee or the club accredited mediator or a mediator appointed by the director of the dispute resolution centre.

2. An accredited mediator may refuse to be the mediator, or the director of a dispute resolution centre may refuse to appoint a mediator, to mediate the dispute.

3. If subrule (2) applies, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

32D Conduct of mediation

1. If a mediator is appointed under rule 32A, the mediator must start the mediation as soon as possible after the appointment and try to finish the mediation within 28 days after the appointment.

2. Subrule (1) does not apply if the mediator is the director of a dispute resolution centre.

3. The mediator—

a) must give each party to the dispute an opportunity to be heard on the matter the subject of the dispute; and

b) must comply with natural justice; and

c) must not act as an adjudicator or arbitrator; and d) during the mediation, may see the parties, with or without their representatives, together or separately.

4. The parties to the dispute must act reasonably and genuinely in the mediation and help the mediator to start and finish the mediation within the time required under subrule (1)

5. The costs of the mediation, if any, are to be shared equally between the parties unless otherwise agreed.

6. If the mediator can not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

32E Representation for grievance procedure

1. A party to a dispute may appoint any person to act on behalf of the party in the grievance procedure.

2. If a party appoints a person under subrule (1) to be the party's representative, the party must give written notice of the appointment to each of the following entities—

a) the other party to the dispute;
b) the management committee;
c) if a mediator has been appointed before the party appoints the representative—the mediator.

3. A representative who acts for a party at a mediation must—

a) have sufficient knowledge of the matter the subject of the dispute to be able to represent the party effectively; and

b) be authorised to negotiate an agreement for the party.

32F Electronic communication for grievance procedure

Any meeting or mediation session required under the grievance procedure may be conducted by electronic means if the parties to the dispute and, for a mediation, the mediator agrees