

# ADELAIDE SURVIVORS ABREAST INC

## CONSTITUTION

### 1. NAME

The name of the Club shall be "Adelaide Survivors Abreast Inc" hereinafter called "the Club".

### 2. DEFINITIONS

"Committee" means the committee of management of the club/association.

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

"Member" means a member of the association.

"The Act" means the Associations Incorporation Act 1985.

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

"month" shall mean a calendar month.

### 3. AIMS

#### *Our Charter*

Adelaide Survivors Abreast members, both survivors and supporters, promote Breast Cancer awareness (with special awareness that men get breast cancer too) and the early detection and living side of breast cancer by training and fundraising. Our Club competes in dragon boat racing locally, nationally and internationally.

(1) The aims of the Club are to:

- a) Promote breast cancer awareness by dragon boat paddling.
- b) Give survivors hope, motivation, inspiration and the sense of achievement.
- c) Accept national and international invitations to participate in events whilst providing opportunities for financial assistance (dependent upon financial situation at time of event) to members to attend and promote Breast Cancer awareness.
- d) Have fun whilst participating in a healthy sport.
- e) Show that breast cancer survivors can lead full and active lives.
- f) Develop a Club which embraces unity, harmony and a competitive spirit.
- g) Set and achieve goals amidst the camaraderie and support of a team environment.
- h) Promote the early detection of breast cancer in women and men.
- i) To uphold the Constitution and aims of any governing body with which this Club is affiliated.
- j) Promote the Club in a friendly and sporting manner.
- k) Coordinate activities that are incidental to, but supporting the prior aims.

(2) Powers

- The association shall have all the powers conferred by Section 25 of the Association Incorporation Act 1985.
- The Committee shall have the power to appoint such persons as deemed necessary to fulfill all Club obligations.

**4. AFFILIATION**

The Club is affiliated with Dragon Boat Association of South Australia (DBSA) and shall affiliate with any other organisation that the Committee may from time to time determine.

**5. MEMBERSHIP**

Ordinary Membership shall be granted to a person who:

- 1) Is a breast cancer survivor.
- 2) Is a supporter who actively promotes Breast Cancer awareness.
- 3) Has agreed to accept the Aims of the Club.
- 4) Has paid the prescribed fee.
- 5) The subscription fees for membership shall be such sum, as the members shall determine from time to time in general meeting.
- 6) The subscription fees shall be payable annually on a date to be determined by the committee.
- 7) Clearance from the Club must be according to DBSA rules.
- 8) All property belonging to the Club must be returned by the resigning member.
- 9) Membership shall cease on:
  - resignation in writing delivered to the Club Secretary; or
  - failure to renew membership within thirty days of expiry.

**6. MANAGEMENT**

- (a) Management shall be invested in a committee of not less than five (5) members and not more than nine (9) members who shall be elected at the Annual General Meeting. It is preferable that the majority be breast cancer survivors.
- (b) The term of office is for a period of 2 years, after which time it is preferable that one half of the members of the committee, being the longest serving members retire, if appropriate. This will be dependent upon club membership numbers and/or willingness and skills of club membership.
- (c) The Committee shall include at least four (4) office bearers, but must include the President, the Secretary and the Treasurer who will be elected at the Annual General Meeting as:
  - I. The President (Priority given to a breast cancer survivor).
  - II. The Secretary/Minute Secretary
  - III. The Treasurer
  - IV. Up to five Committee Members.Any of the above can hold the title of Club Captain, Team Captain, Coach – Coordinator.
- (d) The Committee shall meet as often as needed to conduct the business of the Club and not less than six (6) times in each Financial Year.

- (e) The quorum for Committee meetings shall be one half of the Committee and not less than three.
- (f) A Committee Meeting may be called by –
  - The President, or
  - Two (2) other members of the Committee
  - Members shall be informed at least seven days before the meeting.
- (g) A member of the Committee shall cease to hold office upon
  - Resignation in writing
  - Suspension as a club member
  - Absence from three (3) consecutive committee meetings without an apology accepted by a committee member.
- (h) Elected positions falling vacant may be filled by the Committee by co-opting members until the next General Meeting where the position must be filled by majority vote.
- (i) The Committee may function validly notwithstanding any vacancies so long as its number is not reduced below the quorum.
- (j) The Committee may appoint Sub-Committees of members for specific purposes. These shall meet as they see fit or as directed by the Committee. They shall report to the Committee.

## 7. MEETINGS

### ***Committee Meetings***

- (a) The President shall open and close committee meetings and conduct them in accordance with the rules ordinarily observed in the conduct of meetings.
- (b) Only elected committee members shall be eligible to vote at committee meetings.
- (c) All motions must be clearly formulated, proposed and seconded to be voted on.
- (d) Voting shall be by show of hands, unless a secret vote is demanded. Decision shall be by simple majority.
- (e) The President shall have the right and without assigning any reason for doing so, to adjourn a matter of particular importance to the ensuing meeting.
- (f) Any committee member who shall be absent from three (3) consecutive meetings without consent may be removed from office by the Committee (a prior forwarded apology is deemed consent).
- (g) Committee meetings will be convened 4-6 weekly unless decided otherwise, from time to time, by the Committee.

### ***Annual General Meetings***

- (a) The Annual General Meeting of the Club shall be held no later than 31 August each year.
- (b) Fourteen (14) days' clear notice shall be given in writing prior to any such meeting. This notice to include the time and place of said meeting.
- (c) The business of the Annual General Meeting shall among other transactions include the following:

- Attendance
  - Confirmation of minutes
  - Presentation of reports and the audited balance sheet
  - General business
  - Confirmation of fees
  - Election of officers
  - Next year auditor
- (d) Any notice of motions to be lodged in writing and received by the secretary not less than seven (7) days prior to the Annual General Meeting.
- (e) Notice of any General business items are to be lodged with the Secretary not less than (7) days prior to that Annual General Meeting.
- (f) The accidental omission to give to any member or the non-receipt by any Member of any notice of meeting required to be given by the constitution shall not invalidate or effect any proceedings or elections at such meetings.
- (g) Voting at General Meeting shall be by show of hands unless a secret ballot is demanded. Decisions shall be by simple majority.
- (h) A record of all members in attendance of Annual General meeting to be kept and members must be a financial member to vote.

***Special General Meeting***

The Secretary may convene these by giving not less than seven (7) days' notice to all members stating the proposed business. This to be done at –

- (a) The request of the Committee or
- (b) Upon receipt of a requisition stating the object of such a meeting signed by no fewer than seven (7) financial members.

**8. VOTING**

- (a) All ordinary members are entitled to one vote.
- (b) Voting shall be by show of hands except –
  - i. Any contested election at an Annual General Meeting or otherwise shall be by secret ballot.
  - ii. Where the meeting, by show of hands, requires any subsequent vote to be by secret ballot.
- (c) Resource persons with special interests or knowledge relevant to the Club may be invited to attend any meeting and to speak at the discretion of the President. Resource persons may not vote.
- (d) Postal votes to be lodged in writing to the Secretary seven days prior to the meeting.
- (e) All members are entitled to appoint a proxy to vote on their behalf provided written notice is given to the Secretary prior to the commencement of the meeting. A duly appointed proxy must be a member of the Club.
- (f) Poll at General Meetings:

- i. If a poll is demanded by at least five members it must be conducted in a manner specified by the person presiding and the results of the poll is the resolution of the meeting on that question.
  - ii. A poll demanded for the election of a person presiding or on a question of adjournment must be taken immediately, but any other poll may be conducted at any time before the close of the meeting.
- (g) Special and Ordinary Resolutions
- i. A special resolution is a special resolution as defined in the Act
  - ii. An ordinary resolution is a resolution passed by a simple majority vote at a General Meeting.

## **9. THE PRESIDENT**

The President shall –

- Keep the common seal
- At any meeting, have a personal vote and in addition, have a casting vote if votes are equal. This vote shall be used to defeat the motion or maintain the status quo
- Act as Chairman at both committee and general meetings, except in the absence of the President, or at the request of the President, another member may be elected as the meetings Chairman.
- Together with the secretary, prepare the agenda for the committee and general meetings.
- Encourage full and balanced participation in meetings by all members and shall decide after listening to all discussion then decide on matters of order.
- The President shall act as a representative and spokesperson for the Club unless an alternative representative has been appointed by the Committee at a General meeting. The representative may make statements in accordance with Club policy, or in an emergency after consulting with at least two Committee members.

## **10. THE TREASURER**

- The Treasurer shall cause monies received to be paid into accounts authorized by the Committee in the name of the Club. Payments shall be by debit card or by cheque signed by two authorised signatories. There shall be no more than three appointed signatories appointed by the Committee or at a General Meeting. Major or unusual expenditure shall be authorised in advance by the Committee or a General Meeting.
- The Treasurer shall cause records to be kept of all receipts and payments and other financial transactions. These records shall be available for inspection by any member.
- The Treasurer shall cause to be prepared financial budgets and statements – within seven (7) days of the end of the calendar month at the direction of the Committee.
- Financial reports shall be presented to the Committee at the next Committee Meeting or as directed by the Committee.

## **11. THE SECRETARY**

- a) The Secretary shall call meetings in accordance with the provisions of the Constitution.
- b) The Secretary shall cause to be kept records of the business of the Club including
  - The Constitution and policies
  - Records of members
  - A register of minutes of meetings and of notices
  - A file of correspondence
  - Records of submissions or reports made by or on behalf of the Club
  - Immediate attention to all DBSA correspondence.
- c) In the absence of the Secretary another member shall be elected as Minutes Secretary
- d) The Secretary may appoint or co-opt a Minutes Secretary.

## **12. AMENDMENT OF THE CONSTITUTION AND RULES**

The Constitution may be repealed, altered or amended by resolution of two-thirds of Members present and voting at a General Meeting provided –

- At least seven days' written notice has been distributed to all Members
- The proposed repeal, alteration or amendment has been distributed in the notice.

A General Meeting may make, repeal, alter or amend Rules for the proper conduct and administration of meetings or business provided that –

- At least seven days' written notice has been distributed to all members
- The proposed new rule or repeal, alteration or amendment has been given in the notice.

## **13. CONDUCT**

Club members shall at all times abide by the Constitution and all rulings made by the Committee.

## **14. FINANCES AND PROPERTY**

- a) Members who by authority accept or incur any pecuniary liability on behalf of the Club shall be indemnified against any personal loss in respect of such liability.
- b) The income, property and funds of the Club shall be used and applied solely towards the promotion of the Aims of the Club.

## **15. WINDING UP**

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

## **16. APPLICATION OF SURPLUS ASSETS**

- (a) If after winding up of the association there remains "surplus assets" as defined in the Act, such surplus assets shall be distributed to any organisation or fund which has similar objects and has rules which prohibit the distribution of its asset and income to its members, and which is an endorsed Deductible Gift Recipient for the purposes of any Commonwealth Income Tax Act.

(b) Such organisations shall be identified and determined by resolution of members in a general meeting.

## **17. RULES**

These rules may be altered (including an alteration to the association's name) by special resolution of the members of the association. This includes rescission or replacement by substitute rules. The alteration shall be registered with the Office of Consumer and Business Affairs, Corporate Affairs and Compliance branch, as required by the Act.

While the association is endorsed as a deductive gift recipient under Commonwealth Income Tax Legislation, it will advise the Commissioner of Taxation of any alteration to these rules within 30 days of the alteration being made.

The registered rules shall bind the association and every member to the same extent as if they have respectively signed and sealed them and agreed to be bound by all provisions thereof.

## **18. TRAVEL CRITERIA**

- (a) Members of any other dragon boat teams are unable to travel with the Club unless specifically invited to do so.
- (b) The selection criteria for inclusion in travelling with the squad at dragon boat events, locally, national and internationally will include –
  - Participation in fundraising events and attendance at their planning meetings.
  - Attendance at dragon boat training sessions.
  - The wearing of appropriate uniforms as set out in the Uniform Policy.
  - Appropriate behavior towards the public and sponsors and other club members.
- (c) All participants in the Club will abide by the "Code of Conduct" rules and act as a responsible "team" member rather than an individual.
- (d) A uniform Policy will be incorporated into our club rules for both Dragon Boat race days and public relations commitments for both Breast Cancer survivors and supporters to be worn at both Breast Cancer awareness, sports and social commitments.
- (e) Financial assistance may be provided by members in accordance with the Travel Expenses Policy

## **19. THE SEAL**

The association shall have a common seal upon which its corporate name shall appear in legible characters.

The seal shall not be used without the express authorisation of the committee and every use of the seal shall be recorded in the minute book of the association. Any two of the President, Secretary or Treasurer shall witness the affixing of the seal. The Seal shall be used to affix to the Annual General Meeting minutes.

