

CHANGE HISTORY

VERSION NO.	DATE APPROVED	CHANGED ITEMS	CHANGED BY
Original		Initial Version	SupaNova Committee
1.0	20/11/16	Updated to reflect new requirements	SupaNova Committee
2.0	30/9/2017	Updated to reflect changes to requirement to have accounts audited	SupaNova Committee
3.0	9/9/2018	Updated to align with ASWA's constitution.	SupaNova Committee
4.0	08/09/2019	Updated to align with SSAI name change to ASAI, change accounting year and add flexibility to audit requirements	SupaNova Committee
5.0		Updated to align with Synchro WA name change to ASWA, correction of error at 13.22 from The Treasurer to The Registrar	SupaNova Committee

1.0 NAME

- 1.1 The name of the association is SUPANOVA SYNCHRONISED SWIMMING CLUB INC. ("SupaNova").

2.0 DEFINITIONS

- 2.1 Unless the contrary intention appears, the following terms shall have the following meanings:

Annual General Meeting	- a meeting held each year for all members as determined under rule 15.0
Act	- the Associations Incorporation Act 2015
SupaNova Association	- SupaNova Synchronised Swimming Club Incorporated
ASWA	- Artistic Swimming W.A Incorporated
ASAI	- Artistic Swimming Australia Incorporated
Committee	- the Executive Committee members
Commissioner	- the Commissioner for Consumer Protection exercising powers under the Act
Department	- the Government department with responsibility for administering the Associations Incorporation Act (2015)
Committee Meeting	- a meeting of the Executive members referred to in sub rules 13.19-13.31
Convene	- to call together for a formal meeting

Financial Year	- a period not exceeding 15 months fixed by the Committee, being a period commencing on the date of incorporation of the Association and ending on 30 June; and thereafter each period commencing 1 July and ending on 30 June in the following year
General Meeting	- a meeting to which all members are invited
Member	- a member of the Association
Ordinary Resolution	- a resolution other than a special resolution
Poll	- voting conducted in written form (as opposed to a show of hands)
Special General Meeting	- a General Meeting other than the Annual General Meeting held to address a specific purpose
Special Resolution	<p>- has the meaning given by section 51 of the Act, that is:</p> <p>A resolution is a special resolution if it is passed at a general meeting of an incorporated association; and by the votes of not less than three-fourths of the members of the Association who are entitled under the rules of the Association to vote and vote in person or, where proxies or postal votes are allowed by the rules of the Association by proxy or postal vote, at a General Meeting of which notice specifying the intention to propose the resolution as a special resolution was given in accordance with those rules.</p> <p>At a meeting at which a resolution proposed as a special resolution is submitted, a declaration by the person presiding that the resolution has been passed as a special resolution shall be evidence of the fact unless, during the meeting at which the resolution is submitted, a poll is demanded in accordance with the rules of the Association or, if the rules do not make provision as to the manner in which a poll may be demanded, by at least 10% of members of the Association present in person or, where proxies are allowed, by proxy.</p> <p>If a poll is held, a declaration by the person presiding as to the result of a poll is evidence of the matter so declared.</p>
President	<p>- (a) in relation to the proceedings at a General Meeting, the person presiding at the General Meeting in accordance with sub rule 13.19; or</p> <p>(b) otherwise than in relation to the proceedings referred to in paragraph (a), the person referred to in sub rule 13.19 or, if that person is unable to perform his or her functions, the Vice-President</p>

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| Vice-President | - the Vice-President referred to in sub rules 13.19 |
| Secretary | - the Secretary referred to in sub rule 13.20; |
| Treasurer | - means the Treasurer referred to in sub rule13.21; |

3.0 OBJECTS

The purpose of the Association is:

- 3.1 To teach and develop synchronised swimming figures and routines to competitive members.
- 3.2 To provide non-competitive programs.
- 3.3 To conduct and partake in competitions and displays.
- 3.4 To assist with the development of Coaches.
- 3.5 To promote the sport of synchronised swimming amongst members of the community.
- 3.6 To raise money to fulfil the purposes of the Association.

4.0 ATTAINING OBJECTS

- 4.1 The Association shall be empowered to do all things necessary for the attainment of the objects of the Association.

5.0 APPLICATION OF INCOME

SupaNova Synchronised Swimming Club Inc. is a non-profit organisation. The purposes of the Association will be carried out without gain or profit to its members and any profits shall be used in promoting its purposes.

- 5.1 The income and property of SupaNova shall be applied solely towards the promotion of the Objects.
- 5.2 No portion of the income or property of SupaNova shall be paid or transferred, directly or indirectly by way of dividend, bonus or otherwise to any Member.
- 5.3 No remuneration or other benefit in money or money's worth shall be paid or given by SupaNova to any Member who holds any office in SupaNova.
- 5.4 Nothing contained in 5.2 or 5.3 shall prevent payment in good faith to any Member:
 - (a) for any services actually rendered to SupaNova whether as an employee or otherwise;
 - (b) for goods supplied to SupaNova in the ordinary and usual course of business;
 - (c) of interest in money borrowed from any Member;
 - (d) of rent for premises demised or let by any Member to SupaNova;
 - (e) for any out-of-pocket expenses incurred by the Members on behalf of SupaNova;provided that any such payment shall not exceed the amount ordinarily payable between ordinary commercial parties dealing at arm's length in a similar transaction.

6.0 POWERS OF THE ASSOCIATION (AS CONFERRED BY SECTION 14 OF THE ACT)

The powers conferred on the Association are the same as those conferred by Section 14 of the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, the Association may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may:

- 6.1 Acquire, hold, deal with and dispose of any real or personal property;
- 6.2 Open and operate bank accounts;
- 6.3 Invest its money:
 - (i) in any security in which trust monies may be invested; or
 - (ii) in any other manner authorised by the rules of the Association.
- 6.4 Borrow money upon such terms and conditions as the Association thinks fit;
- 6.5 Give such security for the discharge of liabilities incurred by the Association as the Association thinks fit;
- 6.6 Appoint agents and employees to transact any business of the Association on its behalf for reward or otherwise;
- 6.7 Enter into any other contract it considers necessary or desirable;
- 6.8 Act as trustee and accept and hold real and personal property upon trust, but does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene this Act or the rules of the Association.
- 6.9 Build, construct, erect, maintain, alter and repair any premises building or other structure of any kind and to furnish, equip and improve the same for use by the Association;
- 6.10 Accept donations and gifts in accordance with the objects of the Association;
- 6.11 Print and publish any information by any media including newsletters, social and electronic media, newspapers, articles or leaflets for promotion of the Association;
- 6.12 Provide gifts and prizes in accordance with the objects of the Association;
- 6.13 Organise social events for Members and the promotion of the Association; and
- 6.14 To enter into any other contract the Association considers necessary or desirable.

7.0 QUALIFICATIONS FOR MEMBERSHIP OF ASSOCIATION

- 7.1 Membership of the Association is open to any person who wishes to further the interests of the Association;
- 7.2 Any person seeking membership shall make application to the Committee, and the Committee shall determine whether the applicant is successful or not;
- 7.3 Each person admitted to the membership shall be;
 - 7.3.1 Bound by the Constitution and by laws of the Association;
 - 7.3.2 Entitled to all advantages and privileges of membership; and

7.3.3 Liable for membership fees and subscriptions as may be fixed by the Association.

- 7.4 The Committee members must consider each application made under sub-rule 7.2 at a Committee meeting and must at the Committee meeting or the next Committee meeting accept or reject that application.
- 7.5 An applicant whose application for membership of the Association is rejected under sub-rule 7.2 must, if he or she wishes to appeal against that decision, give notice to the Secretary of his or her intention to do so within a period of 14 days from the date he or she is advised of the rejection.
- 7.6 When notice is given under sub-rule 7.5, the Association in a General Meeting no later than the next Annual General Meeting, must either confirm or set aside the decision of the Committee to reject the application, after having afforded the applicant who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the General Meeting.

8.0 REGISTER OF MEMBERS OF ASSOCIATION

- 8.1 The Registrar, on behalf of the Association, must comply with section 53 of the Act by ensuring the setup and ongoing maintenance, in an up to date condition (changes must be registered within 28 days of the change occurring), a Register of the members of the Association and their postal, residential or email addresses and, upon the request of a member of the association, shall make the Register available for the inspection of the member and the member may make a copy of or take an extract from the Register but shall have no right to remove the Register for that purpose.
- 8.2 The Register shall be kept and maintained at the Registrar's place of residence, or at such other place as the Committee determines and approves at a Committee meeting.
- 8.3 The Registrar must cause the name of a person who dies or who ceases to be a member under rule 7.0 to be deleted from the Register of members referred to in sub-rule 8.1.
- 8.4 The Registrar shall provide prompt and regular updates of the Register to ASWA when requested by the ASWA Executive.
- 8.5 Having regard to privacy and confidentiality considerations, an extract of the Register, excluding the address of any Member or office bearer, shall be available for inspection (but not copying) by a Member upon reasonable request.

9.0 MEMBERSHIP CATEGORIES

9.1 ORDINARY MEMBER

Any person who is not a Swimmer and has been accepted by the Committee as per sub rule 7.4; Parents and Guardians of a Swimmer member qualify for membership under this clause.

9.2 SWIMMER MEMBER

Any person who has registered and been approved by the Committee as per sub rule 7.4. Swimmer members under the age of 18 years shall have no voting rights.

9.3 LIFE MEMBER

The Committee may elect any member as a Life Member who has given outstanding service to the Association or sport. Any Member may nominate a person to the Committee for consideration for Life Membership.

9.4 AFFILIATED CLUBS OR TEAMS

A club or team desirous of becoming an affiliated club or team must make application in accordance with the rules of the Association. Such application must be lodged with the Association Secretary on or before a date as determined by the Committee of the Association. Each affiliated club or team may appoint or elect a delegate as his or her representative to meetings of the Committee, at the discretion of the Committee, in a non-voting, non-advisory role.

10.0 SUBSCRIPTIONS

10.1 Membership fees shall be paid on an annual basis by a date decided by the Executive Committee. Only financial members will be able to swim for the Club. The Executive Committee has the power to override this Clause.

10.2 Monthly fees shall be paid within 14 days from the date of the Invoice. Only financial members will be able to swim for the Club. The Executive Committee has the power to override this Clause.

10.3 Subject to sub-rule 10.4, a member whose subscription is not paid within 3 months after the relevant date fixed by the Committee or under sub-rule 10.2 ceases on the expiry of that period to be a member, unless the Executive Committee decides otherwise.

10.4 A person exercises all the rights and obligations of a member for the purposes of these rules if his or her subscription is paid on or before the relevant date fixed by the Committee or under sub-rule 10.2 or within 3 months thereafter, or such other time as the Executive Committee allows.

10.5 If a Swimmer Member joins after 1 December, their annual fee may be halved at the discretion of the Executive Committee.

11.0 TERMINATION OF MEMBERSHIP

11.1 Membership of the Association may be terminated upon:

- (a) receipt by an Executive Committee member of a notice in writing from a member of his or her resignation from the Association. Such person remains liable to pay to the Association the amount of any subscription due and payable by that person to the Association but unpaid at the date of termination; or
- (b) non-payment by a member of his or her subscription fees within 3 months of the date fixed by the Executive Committee for fees to be paid, unless the Executive Committee decides otherwise in accordance with sub rule 10.3; or
- (c) expulsion of a member in accordance with sub rule 12.0.

11.2 Forfeiture of Rights

A member (including an Affiliated Member) who or which ceases to be a Member, for whatever reason, shall forfeit all right in and claim upon SupaNova and its property including Intellectual Property. Any SupaNova documents, records or other property in the possession, custody or control of that Member shall be returned to the SupaNova Secretary or President immediately.

12.0 SUSPENSION OR EXPULSION OF MEMBERS FROM THE ASSOCIATION

12.1 If the Executive Committee considers that a member should be suspended or expelled from membership of the Association because his or her conduct is detrimental to the interests of the Association, the Executive Committee must communicate, either orally or in writing, to the member-

(a) notice of the proposed suspension or expulsion and of the time, date and place of the Committee meeting at which the question of that suspension or expulsion will be decided; and

(b) particulars of that conduct,

not less than 30 days before the date of the Committee meeting referred to in paragraph (a).

12.2 At the Committee meeting referred to in a notice communicated under sub-rule 12.1(a), the Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Committee, suspend or expel or decline to suspend or expel that member from membership of the Association and must, forthwith after deciding whether or not to suspend or expel that member, communicate that decision in writing to that member.

12.3 Subject to sub-rule 12.5, a member has his or her membership suspended or ceases to be a member 14 days after the day on which the decision to suspend or expel a member is communicated to him or her under sub-rule 12.2.

12.4 A member who is suspended or expelled under sub-rule 12.2 must, if he or she wishes to appeal against that suspension or expulsion, give notice to a member of the Executive Committee of his or her intention to do so within the period of 14 days referred to in sub-rule 12.3.

12.5 When notice is given under sub-rule 12.4-

(a) the Association in a General Meeting, must either confirm or set aside the decision of the Committee to suspend or expel the member, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the General Meeting; and

(b) the member who gave that notice is not suspended or does not cease to be a member unless and until the decision of the Committee to suspend or expel him or her is confirmed under this sub-rule.

13.0 COMMITTEE

Executive Committee

- 13.1 Executive of the Association shall be vested in the Executive Committee (referred to in this rule as “the Committee”) elected by the members at the Annual General Meeting or appointed as set in sub rule 13.15 and consisting of:
- 13.1.1 a President;
 - 13.1.2 a Vice-President;
 - 13.1.3 a Secretary;
 - 13.1.4 a Treasurer;
 - 13.1.5 a Registrar;
 - 13.1.6 two Directors;
- 13.2 The following members may also be members of the Committee of the Association, at the discretion of the Committee, in non-voting, non-advisory roles but do not need to be elected:
- 13.3.1 Club delegates
 - 13.3.2 Coordinators
- 13.3 No person shall hold more than one position on the Committee at any one time.
- 13.4 A person shall cease to be a member of the Committee at the conclusion of their elected term as specified in sub rule 13.6.
- 13.5 Committee positions will be entitled to manage for a 1 year term before re-election except for the President who is on a 2 year term.
- 13.6 Once a member of the Committee has completed their term as defined in sub rule 13.5, they will be eligible for re-election into the same position.
- 13.7 A quorum of the Committee shall be 4 Committee members.
- 13.8 If the President is unable to attend, then the Vice-President must be in attendance
- 13.9 The President can delegate another elected Committee member to chair the meeting.
- 13.10A member of the Committee may lose his or her seat on the Committee if they are absent from three or more meetings without leave of absence.
- 13.11 Subject to sub-rule 13.5, a Committee member's term will be from his or her election at an Annual General Meeting until the election referred to in sub-rule 13.5, but he or she is eligible for re-election to membership of the Committee.
- 13.12 A person who is eligible for election or re-election under this rule may:
- (a) propose or second himself or herself for election or re-election; and
 - (b) vote for himself or herself.
- 13.13 If the number of persons nominated for election to membership of the Committee does not exceed the number of vacancies in that membership to be filled:
- (a) the Secretary must report accordingly to; and
 - (b) the President must declare those persons to be duly elected as members of the Committee at the Annual General Meeting concerned.
- 13.14 Nominations for any vacancies on the Committee may be accepted from the floor of the Annual General Meeting. If such nominations from the floor do not exceed the number of vacancies, the President must declare those persons to be duly elected as members of the Committee. Where the number of nominations from the floor exceeds the remaining number of vacancies on the Committee, elections for those positions must be conducted.

13.15 If a vacancy remains on the Committee after the application of sub-rule 13.11, or when a casual vacancy occurs in the membership of the Committee:

- (a) the Committee may appoint a member to fill that vacancy; and
- (b) a member appointed under this sub-rule will -
 - (i) hold office until the election at the next Annual General Meeting and
 - (ii) be eligible for election to membership of the Committee, at the next following Annual General Meeting.

13.16 The Committee may delegate, in writing, to one or more sub-committees (consisting of such member or members of the Association as the Committee thinks fit) the exercise of such functions of the Committee as are specified in the delegation other than:

- (a) the power of delegation; and
- (b) a function which is a duty imposed on the Committee by the Act or any other law.

13.17 Any delegation under sub-rule 13.15 may be subject to such conditions and limitations as to the exercise of that function or as to time and circumstances as are specified in the written delegation and the Committee may continue to exercise any function delegated.

13.18 The Committee may, in writing, revoke wholly or in part any delegation under sub-rule 13.15.

President and Vice-President

13.19 The President or, in his/her absence, the Vice-President shall:

- (a) be the senior spokesperson on behalf of the Association representing it to further the objectives of the Association;
- (b) in conjunction with other Committee members, monitor and review the current Strategic plan with attention to new and emerging issues;
- (c) liaise with affiliated Associations, ASWA and ASAI;
- (d) in conjunction with the other Committee members endeavour to secure sponsorship for the Association;
- (e) the President shall be the Chairperson at all General Meetings.
- (f) in the event of the absence of the President from a General Meeting or Committee meeting, the Vice-President shall assume the role.
- (g) in the event of the absence from a General Meeting or a Committee meeting of both the President and the Vice-President, the meeting will be postponed.
- (h) other activities as may be deemed necessary from time to time.

Secretary

13.20 The Secretary shall:

- (a) co-ordinate the correspondence of the Association;
- (b) keep full and correct minutes of the proceedings of the Committee and of the Association;
- (c) unless the Committee resolves otherwise at a Committee meeting, have custody of all books, documents, records and registers of the Association other than those required by rule 13 to be kept and maintained by, or in the custody of, the Treasurer or the Registrar; and

- (d) perform such other duties as are imposed by these rules on the Secretary.

Treasurer

13.21 The Treasurer shall:

- (a) be responsible for the receipt of all moneys paid to or received by him or her on behalf of the Association;
- (b) pay all moneys referred to in paragraph (a) into such account or accounts of the Association as the Committee may from time to time direct;
- (c) make payments from the funds of the Association with the authority of the Committee and in so doing ensure that all payments over a value determined by the Committee are approved by himself or herself and at least one other authorised Committee member.
- (d) comply on behalf of the Association with sections 66, 67, 68, 69 and 70 of the Act with respect to the accounting records of the Association by:
 - (i) keeping such accounting records as correctly record and explain the financial transactions and financial position of the Association;
 - (ii) keeping its accounting records in such manner as will enable true and fair accounts of the Association to be prepared from time to time;
 - (iii) keeping its accounting records in such manner as will enable true and fair accounts of the Association to be conveniently and properly audited if required; and
 - (iv) submitting to members at each Annual General Meeting of the Association accounts of the Association showing the financial position of the Association at the end of the immediately preceding financial year.
- (e) whenever directed to do so by the President, submit to the Committee a report, balance sheet or financial statement in accordance with that direction;
- (f) unless the Committee resolve otherwise, have custody of all securities, books and documents of a financial nature and accounting records of the Association, including those referred to in paragraphs (d) and (e); and
- (g) perform such other duties as are imposed by these rules on the Treasurer.

Registrar

13.22 The Registrar shall:

- (a) comply on behalf of the Association with:
 - (i) section 53 of the Act with respect to the Register of members of the Association, as referred to in rule 8;
 - (ii) section 54 of the Act by keeping and maintaining in an up to date condition the rules of the Association and, upon the request of a member of the Association, must make available those rules for the inspection of the member and the member may make a copy of or take an extract from the rules but will have no right to remove the rules for that purpose; and
 - (iii) section 58 of the Act by maintaining a record of:
 - (A) the names and residential or email addresses of the persons who hold the offices of the Association provided for by these rules, including all offices held by the persons who constitute the Committee and persons who are authorised to use the common seal of the Association under rule 22; and
 - (B) having regard to privacy and confidentiality considerations, an extract of the Register, excluding the residential address of any Member or

Office Bearer, shall be made available for inspection by a Member upon reasonable request. The Member may take a copy of the extract but shall have no right to remove the record for that purpose.

Director

13.23 The Director shall:

- (a) represent the interests of SupaNova to further the objectives of the Association; and
- (b) be available for meetings and liaison for the purposes of management of the business, policy and affairs of the Association.

Vacancies in Committee

13.24 A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member:

- 13.24.1 dies;
- 13.24.2 resigns by notice in writing delivered to the President or, if the Committee member is the President, to the Vice-President, and that resignation is accepted by resolution of the Committee;
- 13.24.3 is convicted of an offence under the Act;
- 13.24.4 is permanently incapacitated by mental or physical ill-health;
- 13.24.5 ceases to be a member of the Association;
- 13.24.6 is the subject of a resolution passed by a General Meeting of members terminating his or her appointment as a Committee member.
- 13.24.7 is absent from more than:
 - (i) 3 consecutive Committee meetings; or
 - (ii) 3 Committee meetings in the same financial year without tendering an apology to the person presiding at each of those Committee meetings; of which meetings the member received notice, and the Committee has resolved to declare the office vacant;

Meetings

- 13.25 The Committee must meet together for the dispatch of business not less than 10 times in each year and the President, or at least half the members of the Committee, may at any time convene a meeting of the Committee.
- 13.26 Each Committee member has a deliberative vote. Only those in elected roles are eligible to vote.
- 13.27 A question arising at a Committee meeting must be decided by a majority of votes, but, if there is no majority, the person presiding at the Committee meeting will have a casting vote in addition to his or her deliberative vote.
- 13.28 Subject to these rules, the procedure and order of business to be followed at a Committee meeting must be determined by the Committee members present at the Committee meeting.
- 13.29 As required under sections 42 and 43 of the Act, a Committee member having any direct or indirect pecuniary interest in a contract, or proposed contract, made by, or in the contemplation of, the Committee (except if that pecuniary interest exists only by virtue of the fact that the member of the Committee is a member of a class of persons for whose benefit the Association is established), must:

- (a) as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee; and
 - (b) not take part in any deliberations or decision of the Committee with respect to that contract.
- 13.30 Sub-rule 13.29 (a) does not apply with respect to a pecuniary interest that exists only by virtue of the fact that the member of the Committee is an employee of the Association.
- 13.31 The Secretary must cause every disclosure made under sub-rule 13.29 (a) by a member of the Committee to be recorded in the minutes of the meeting of the Committee at which it is made.

Powers of the Committee

- 13.32 The Committee shall carry out the day-to-day running of the Association and shall have the power to:
- 13.32.1 Administer the finances, appoint bankers, appoint external consultants if and when required, and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and to close any such account;
 - 13.32.2 Fix the manner in which such banking accounts shall be operated upon, providing the Executive Committee passes all payments;
 - 13.32.3 Fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof;
 - 13.32.4 Adjudicate on all matters brought before it which in any way affect the Association;
 - 13.32.5 Cause minutes to be made of all proceedings at meetings of the Committee and General Meetings of members;
 - 13.32.6 Make, amend and rescind rulings and bylaws;
 - 13.32.7 Have the power to form and appoint any subcommittee/s as required for specific purposes;
 - 13.32.8 May at their discretion employ a person or persons to carry out certain duties required by the Association, at salaries or remunerations for such period of time, as may be deemed necessary;
 - 13.32.9 Should a vacancy occur on the Committee during the season, the Committee shall appoint a successor until the next Annual General Meeting.
 - 13.32.10 Appoint an officer/s or agent of the Committee to have custody of the Association's records, documents and securities.

14.0 AUDITOR

- 14.1 The Executive Committee shall appoint an auditor if required.
- 14.2 Where appointed, the auditor shall examine and audit all the books and accounts of the Association annually, and have the power to call for all books, papers, accounts, receipts etc., of the Association and report thereon to the Annual General Meeting.

15.0 ANNUAL GENERAL MEETING

- 15.1 The Annual General Meeting of the Association must be held within four months of the end of the Club's financial year.
- 15.2 The Secretary shall give at least fourteen (14) days' notice of the date of the Annual General Meeting to members.
- 15.3 All members may attend the Annual General Meeting.
- 15.4 The quorum at the Annual General Meeting shall be a minimum of 5 members. If, at the end of 30 minutes after the time appointed in the notice for the opening of the Meeting, there be no quorum, the meeting shall stand and adjourn for one week. If at such meeting there is no quorum, those members present shall be competent to discharge the business of the meeting.
- 15.5 The agenda for an Annual General Meeting shall consist of but not be limited to:
 - Opening of Meeting
 - Apologies
 - Confirmation of Minutes of previous Annual General Meeting
 - Presentation of SupaNova's Annual Report including Presidents Report and Treasurer's Statement
 - Election of Executive
 - Vote of Thanks to Outgoing Executive
 - Notice/s of Motion
 - Urgent General Business
 - Closure

16.0 GENERAL MEETING

- 16.1 General Meetings
 - 16.1.1 General Meetings may be called by the Executive Committee or on the written request of a minimum of 20% of Members of the Association.
 - 16.1.2 The Secretary shall give at least 7 days' notice of the date of the General Meeting to the members. Notice of General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that General Meeting.
 - 16.1.3 The quorum at the General Meeting shall be a minimum of 25% of members.
- 16.2 The Committee-
 - (a) may at any time convene a special General Meeting;
 - (b) must convene Annual General Meetings within the time limits provided for the holding of such meetings by section 50 of the Act, that is, in every calendar year within 4 months after the end of the Association's financial year or such longer period as may in a particular case be allowed by the Commissioner, except for the first Annual General Meeting which may be held at any time within 18 months after incorporation; and
 - (c) must, within 30 days of:
 - (i) receiving a request to do so from not less than 10% of members, convene a special General Meeting for the purpose specified in that request; or
 - (ii) the Secretary receiving a notice under rule 12.4, convene a General Meeting to deal with the appeal to which that notice relates.

- (d) must, after receiving a notice under rule 7.4, convene a General Meeting, no later than the next Annual General Meeting, at which the appeal referred to in the notice will be dealt with. Failing that, the applicant is entitled to address the Association at the next Annual General Meeting in relation to the Committee's rejection of his or her application and the Association at that meeting must confirm or set aside the decision of the Committee.
- 16.3 The members making a request referred to in sub-rule 16.2 (c) (i) must:
- (a) state in that request the purpose for which the special General Meeting concerned is required; and
 - (b) sign that request.
- 16.4 If a special General Meeting is not convened within the relevant period of 30 days referred to-
- (a) in sub-rule 16.2 (c) (i), the members who made the request concerned may themselves convene a special General Meeting as if they were the Committee; or
 - (b) in sub-rule 16.2 (c) (ii), the member who gave the notice concerned may him or herself convene a special General Meeting as if he or she were the Committee.
- 16.5 When a special General Meeting is convened under sub-rule 16.2 (a) or (b) the Association must pay the reasonable expenses of convening and holding the special General Meeting.
- 16.6 The Secretary must give to all members not less than 14 days' notice of a special General Meeting and that notice must specify-
- (a) when and where the General Meeting concerned is to be held; and
 - (b) particulars of the business to be transacted at the General Meeting concerned and of the order in which that business is to be transacted.
- 16.7 The Secretary must give to all members not less than 14 days' notice of an Annual General Meeting and that notice must specify-
- (a) when and where the Annual General Meeting is to be held;
 - (b) the particulars and order in which business is to be transacted, as follows-
 - (i) first, the consideration of the accounts and reports of the Committee;
 - (ii) second, the election of Committee members to replace outgoing Committee members; and
 - (iii) third, any other business requiring consideration by the Association at the General Meeting.
- 16.8 A special resolution may be moved either at a special General Meeting or at an Annual General Meeting, however the Secretary must give to all members not less than 14 days' notice of the meeting at which a special resolution is to be proposed. In addition to those matters specified in sub-rule 16.6 or 16.7, as relevant, the notice must also include the resolution to be proposed and the intention to propose the resolution as a special resolution.
- 16.9 The Secretary must give a notice under sub-rule 16.6 or 16.7 or 16.8 by:
- (a) serving it on a member personally; or
 - (b) sending it to a member at the address of the member appearing in the register of members kept or by electronic means and maintained under rule 6.

17.0 QUORUM AND PROCEEDINGS AT A GENERAL MEETING

- 17.1 At a General Meeting, 25% of members present in person constitute a quorum.
- 17.2 If, within 30 minutes after the time specified for the holding of a General Meeting in a notice given under 16.6 or 16.7:
- (a) as a result of a request or notice referred to in rule 16.2 (c) or as a result of action taken under rule 16.4 a quorum is not present, the General Meeting lapses; or
 - (b) otherwise than as a result of a request, notice or action referred to in paragraph (a), the General Meeting stands adjourned to the same time on the same day in the following week and to the same venue.
- 17.3 If within 30 minutes of the time appointed by sub-rule 17.2 (b) for the resumption of an adjourned General Meeting, a quorum is not present, the members who are present in person or by proxy may nevertheless proceed with the business of that General Meeting as if a quorum were present.
- 17.4 The President may, with the consent of a General Meeting at which a quorum is present, and must, if so directed by such a General Meeting, adjourn that General Meeting from time to time and from place to place.
- 17.5 There must not be transacted at an adjourned General Meeting any business other than business left unfinished or on the agenda at the time when the General Meeting was adjourned.
- 17.6 When a General Meeting is adjourned for a period of 30 days or more, the Secretary must give notice under rule 16 of the adjourned General Meeting as if that General Meeting were a fresh General Meeting.
- 17.7 At a General Meeting-
- (a) an ordinary resolution put to the vote will be decided by a majority of votes cast on a show of hands, and
 - (b) a special resolution put to the vote will be decided in accordance with section 51 of the Act, and, if a poll is demanded, in accordance with sub-rules 16.9 and 16.11.
- 17.8 A declaration by the President of a General Meeting that a resolution has been passed as an ordinary resolution at the meeting will be evidence of that fact unless, during the General Meeting at which the resolution is submitted, a poll is demanded in accordance with sub-rule 17.9.
- 17.9 At a General Meeting, a poll may be demanded by the President or by three or more members present in person or by proxy and, if so demanded, must be taken in such manner as the President directs.
- 17.10 If a poll is demanded and taken under sub-rule 17.9 in respect of an ordinary resolution, a declaration by the President of the result of the poll is evidence of the matter so declared.
- 17.11 A poll demanded under sub-rule 17.9 must be taken immediately on that demand being made.

18.0 MINUTES OF MEETING OF ASSOCIATION

- 18.1 The Secretary must cause proper minutes of all proceedings of all General Meetings and Committee meetings (in this sub-rule called "the meeting") to be taken and then to be entered within 30 days after the holding of each meeting, as the case requires, in a minute folder kept for that purpose.
- 18.2 The President must ensure that the minutes taken of a meeting under sub-rule 18.1 are checked and minuted as being approved or noting appropriate adjustments at the next Committee meeting by the President of the meeting to which those minutes relate or by the President of the next meeting, as the case requires.
- 18.3 When minutes have approved and secured under this rule, they are, until the contrary is proved, evidence that:
- (a) the meeting to which they relate was duly convened and held;
 - (b) all proceedings recorded as having taken place at the meeting did in fact take place at the meeting; and
 - (c) all appointments or elections purporting to have been made at the meeting have been validly made.

19.0 VOTING RIGHTS OF MEMBERS OF ASSOCIATION

- 19.1 Voting powers at the Annual General Meeting and General Meetings:
- 19.1.1 The President shall be entitled to a deliberate vote and, in the event of a tied vote, the President shall exercise a casting vote.
 - 19.1.2 Each individual member over the age of 18 shall have one (1) vote.
 - 19.1.3 A parent or guardian of a member who is under the age of 18 may have one (1) vote; the parent or guardian (one only per member) shall register to vote prior to the commencement of the meeting.
- 19.2 Voting powers at Committee Meetings;
- 19.2.1 The President shall be entitled to a deliberate vote, and, in the event of a tied vote, the President shall exercise a casting vote.
 - 19.2.2 Each individual Executive Committee member present shall have one (1) vote.
- 19.3 Subject to these rules, each member present in person or by proxy at a General Meeting is entitled to a deliberative vote.
- 19.4 A member which is a body corporate may appoint in writing a natural person, whether or not he or she is a member, to represent it at a particular General Meeting or at all General Meetings.
- 19.5 An appointment made under sub-rule 19.4 must be made by a resolution of the board or other governing body of the body corporate concerned:
- (a) which resolution is authenticated under the common seal of that body corporate; and
 - (b) a copy of which resolution is lodged with the Secretary.
- 19.6 A person appointed under sub-rule 19.4 to represent a member which is a body corporate is deemed for all purposes to be a member until that appointment is revoked by the body corporate or, in the case of an appointment in respect of a particular General Meeting, which appointment is not so revoked, the conclusion of that General Meeting.

20.0 PROXIES OF MEMBERS OF ASSOCIATION

- 20.1 A member (in this rule called "the appointing member") may appoint in writing another member who is a natural person to be the proxy of the appointing member and to attend, and vote on behalf of the appointing member at any General Meeting.

21.0 FINANCE

- 21.1 All funds of the Association shall be deposited into the Association's accounts at such bank or recognised financial institution as the Committee may determine.
- 21.2 All accounts due by the Association shall be paid after having being passed for payment at the Committee Meeting and when immediate payment is necessary, account/s shall be paid and the action endorsed at the next Committee Meeting.
- 21.3 Set amounts of Petty Cash may be provided to the Secretary or Travel Coordinators but only with the consent of the Committee. A record of such expenditure is to be kept.
- 21.4 All expenses greater than an amount designated by the Committee are to be approved by the Treasurer and at least one other member of the Committee. Approval is to be provided in writing or electronically and cross referenced to the expense.
- 21.5 A statement showing the financial position of the Association shall be tabled at each Committee Meeting by the Treasurer.
- 21.6 The financial year of the Association shall commence on 1 July each year. The accounts, books and all financial records of the Association shall be audited each year, if required.
- 21.7 A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The auditor's report or review if required, shall be attached to such financial report.
- 21.8 The signatories to the Association's account/s will be the Treasurer and any one (1) from the following;
- President
 - Vice-President
 - Secretary
 - Director
- 21.9 All property and income of the Association will apply solely to the promotion of the objects of the Association and no part of that property or income shall be paid or otherwise distributed, directly, or indirectly, to members, except in good faith in the promotion of these objects.

22.0 COMMON SEAL

- 22.1 The Association must have a common seal on which its corporate name appears in legible characters.
- 22.2 The common seal of the Association must not be used without the express authority of the Committee and every use of that common seal must be recorded in the official minutes.
- 22.3 The affixing of the common seal of the Association must be witnessed by any two of the President, the Vice-President, the Secretary, the Director and the Treasurer.
- 22.4 The common seal of the Association must be kept in the custody of the Secretary or of such other person as the Executive Committee from time to time decides.

23.0 RULES OF ASSOCIATION

23.1 Recognition of Club

The Club is a Member of the state and national body of Synchronised Swimming and is recognised by those bodies as the entity responsible for the delivery of Synchronised Swimming in the local area and is subject to compliance with this Constitution. The state and national bodies' Constitutions shall continue to be so recognised and shall administer Synchronised Swimming in the local area in accordance with the objectives of the Club.

23.2 Constitution of the Club

This Constitution will clearly reflect the Objects of the state and national bodies for Synchronised Swimming and will conform to the Constitutions of those bodies subject always to the Act.

23.3 State and ASAI

The Club may not resign, disaffiliate or otherwise seek to withdraw from its state or national body without approval by Special Resolution.

24.0 ALTERATIONS TO THE CONSTITUTION

24.1 The Association may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in sections 30, 31 and 32 of the Act, which is as follows:

- (a) Subject to sub-rule 24.1 (d) and 24.1 (e), the Association may alter its rules by special resolution but not otherwise;
- (b) Within one month of the passing of a special resolution altering its rules, or such further time as the Commissioner may in a particular case allow (on written application by the Association), the Association must lodge with the Commissioner notice of the special resolution setting out particulars of the alteration together with a certificate given by a member of the Committee certifying that the resolution was duly passed as a special resolution and that the rules of the Association as so altered conform to the requirements of this Act;
- (c) An alteration of the rules of the Association does not take effect until sub-rule 24.1 (b) is complied with;
- (d) An alteration of the rules of the Association having effect to change the name of the association does not take effect until sub-rules 24.1 (a) to 24.1 (c) are complied with and the approval of the Commissioner is given to the change of name;
- (e) An alteration of the rules of the Association having effect to alter the objects or purposes of the association does not take effect until sub-rules 24.1 (a) to 24.1 (c) are complied with and the approval of the Commissioner is given to the alteration of the objects or purposes.

24.2 These rules bind every member and the Association to the same extent as if every member and the Association had signed and sealed these rules and agreed to be bound by all their provisions.

25.0 INSPECTION OF RECORDS OF ASSOCIATION

- 25.1 Having regard to privacy and confidentiality considerations, a member may at any reasonable time inspect without charge the books, documents, records and securities of the Association.

26.0 PRIVACY OF INFORMATION

- 26.1 SupaNova shall request personal details from members only when the information is relevant to the day to day business of SupaNova.
- 26.2 SupaNova shall treat all information received from Members as confidential and will not give this information to any other party without the prior permission of the Member.

27.0 DISPUTES AND MEDIATION

- 27.1 The grievance procedure set out in this rule applies to disputes under these rules between:
- (a) a member and another member; or
 - (b) a member and the Association; or
 - (c) if the Association provides services to non-members, those non-members who receive services from the Association, and the Association.
- 27.2 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- 27.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- 27.4 The mediator must be-
- (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement-
 - (i) in the case of a dispute between a member and another member, a person appointed by the Committee of the Association;
 - (ii) in the case of a dispute between a member or relevant non-member (as defined by sub-rule (21.1) (c)) and the Association, a person who is a mediator appointed to, or employed with, a not for profit organisation.
- 27.5 A member of the Association can be a mediator.
- 27.6 The mediator cannot be a member who is a party to the dispute.
- 27.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 27.8 The mediator, in conducting the mediation, must:
- (a) give the parties to the mediation process every opportunity to be heard;
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 27.9 The mediator must not determine the dispute.

27.10 The mediation must be confidential and without prejudice.

27.11 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

28.0 DISSOLUTION

28.1 If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed:

- a) To another incorporated association having objects similar to those of the Association; or
- (b) For charitable purposes, which incorporated Association or purposes, as the case requires, shall be determined by resolution of the members.