



**BLACKWOOD COMMUNITY
RECREATION ASSOCIATION
INCORPORATED**

CONSTITUTION

**REVISED AND ACCEPTED
BY MEMBERS ON
28 APRIL 2022**

BLACKWOOD COMMUNITY RECREATION ASSOCIATION INC

CONSTITUTION Amended 28 April 2022

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BLACKWOOD COMMUNITY RECREATION ASSOCIATION INC

CONSTITUTION

1. Name

The name shall be the Blackwood Community Recreation Association Incorporated, herein after referred to as 'the Association'.

2. Philosophy

- 2.1 The Association shall be a non-profit organisation upholding the philosophy that recreation is a leisure activity which enhances the quality of life by providing stimuli for personal, moral, and social development.
- 2.2 The Association shall be non-political and non-sectarian. Neither race, sex, colour, nationality nor political, religious or philosophical ideals shall prejudice a person's eligibility for participation in the Association's activities.
- 2.3 The Association shall be an equal opportunity employer.

3. Aims and Objectives

The aims and objectives of the Association shall include but not necessarily be limited to:

- 3.1 Actively promoting the opportunity for members of the community to participate in as wide a range of recreational pursuits as can be effectively programmed and accommodated at the Blackwood Community Recreation Centre (hereinafter referred to as 'the Centre') and at such other place or places as the Association may from time to time determine.
- 3.2 The promotion of and the provision of logistical support for such programmes that will develop and encourage the formation of groups of people with a common interest, such groups hereinafter being referred to as 'Clubs', which are more fully defined in Sub-clause 5.1.
- 3.3 Liaison with organisations and other institutions with interests of a recreational nature, with the object of encouraging competition, cooperation and exchange of ideas in relation to any and all recreational pursuits.
- 3.4 The promotion of recreational opportunities and assistance to physically disabled and/or intellectually disabled members of the community and to all those who may be under-privileged or socially disadvantaged or in any way denied the opportunities otherwise made available to the general community
- 3.5 The promotion, improvement or extension of the Centre's facilities whenever such is considered necessary and desirable.
- 3.6 Developing a spirit of cooperation with members of the community and encouraging their active involvement in the operation of the Association in a voluntary capacity.

4. Membership

4.1 Association Members - (Voting)

- 4.1.1 Association Members shall comprise persons who support the Philosophies and Aims and Objectives of the Association and who may wish to be involved in its decision making processes.
- 4.1.2 Membership is conditional on the payment of a prescribed annual subscription determined by the Management Committee.
- 4.1.3 Association membership may be withdrawn or rejected at the discretion of the Management Committee.
- 4.1.4 A register shall be maintained of all Association Members.
- 4.1.5 Association Members in good standing shall be entitled to full voting rights at General Meetings and to hold office on the Management Committee.
- 4.1.6 All Association Members shall abide by the Constitution and By-Laws of the Association.

4.2 Club Members – (Non-Voting)

- 4.2.1 A Club Member shall be a registered player or participant in any of the Clubs controlled by the Association.
- 4.2.2 Such membership shall be conditional upon payment of a prescribed fee for each Club to which the Member belongs, which fee shall be collected at the discretion of the Management Committee.
- 4.2.3 A register shall be maintained of all players and participants in each Club.
- 4.2.4 The Management Committee shall have the power to set or vary fees from time to time and to make rules regarding the collection of such fees. It may waive or vary fees in cases of individual hardship or where membership has been granted because of special circumstances.
- 4.2.5 Unless they are Association Members as defined in Sub-clause 4.1 Club members shall not be entitled to voting rights at General Meetings nor to hold office on the Management Committee.
- 4.2.6 An individual may have Club membership withdrawn or rejected at the discretion of the Management Committee.
- 4.2.7 All Club members shall abide by the Constitution and By-Laws of the Association.

4.3 Life Members (Voting)

The Management Committee is empowered to bestow Life Membership on any person who has rendered meritorious service to the Association or any of its constituent Clubs. Such Life Membership may be granted in either of the following categories:

4.3.1 Association Life Membership

Nominees shall be Association Members in good standing who have made an outstanding contribution to the Association.

4.3.1.1 Association Life Members shall be exempted from Association subscriptions but would be required to pay fees for any Club activity in which they participate.

4.3.1.2 Association Life Members shall have full voting rights at General Meetings and be entitled to hold office on the Management Committee.

4.3.2 Club Life Membership

Nominees shall be Club Members in good standing that have made an outstanding contribution to a constituent Club or Clubs.

- 4.3.2.1 Club Life Members shall be exempted from fees for the Club or Clubs that have nominated them, but shall not be exempted from Association Membership subscriptions if such are applicable.
- 4.3.2.2 If Club Life Members are not Association Members they shall not be entitled to voting rights at General Meetings nor hold office on the Management Committee.
- 4.3.3 Nominations for Club Life Membership shall be submitted to the Management Committee in writing and shall include a detailed justification for the award.
- 4.3.4 The Management Committee reserves the right to ratify or negate any submissions for Club Life Membership.
- 4.3.5 All Club Life Members shall abide by the Constitution and By-Laws of the Association.

4.4 Honorary Members (Non-Voting)

- 4.4.1 The Management Committee shall be empowered to grant Honorary Membership under special circumstances.
- 4.4.2 Honorary Members shall not be entitled to voting rights at General Meetings nor to hold office on the Management Committee unless they are members of the Association.

5. Clubs and Autonomous Groups

5.1 Clubs

- 5.1.1 Clubs may be established in accordance with Sub-clause 3.2 by interested parties, at the discretion and approval of the Management Committee.
- 5.1.2 Clubs as defined in Sub-clause 3.2 are part of the corporate structure of the Association. As such they shall have no separate legal identity.
- 5.1.3 Clubs may be administered by their own committee under the control and guidance of the Management Committee.
- 5.1.4 A committee established to administer a Club shall be deemed to be a Sub-committee of the Management Committee; however no representative from the Management Committee is required.
- 5.1.5 In the event of the dissolution of a Club, all of the Club's assets shall revert to the Association.

5.2 Autonomous Groups

- 5.2.1 An Autonomous Group is defined as a body of people having a common interest in a sport, recreation or activity. Whilst using the premises and facilities of the Centre, each Autonomous Group maintains an internal administration separate and distinct from the Association.
- 5.2.2 Autonomous Groups have no corporate connection with the Association but individual members should be encouraged to join the Association upon paying the prescribed annual subscriptions, subject to Sub-clause 4.1.3.
- 5.2.3 The Manager shall be responsible for liaison between the Association and the Autonomous groups.
- 5.2.4 Autonomous Groups shall pay such fees and charges as are determined by the Committee from time to time.
- 5.2.5 Casual Hire groups shall be deemed as Autonomous groups for the purposes of the administration by the Committee.
- 5.2.6 Autonomous groups shall abide by the Rules and By-Laws of the Association.

6. Management Committee

- 6.1 A Management Committee (hereinafter referred to as “the Committee”) shall be appointed to act as the governing body of the Association.
- 6.2 The Committee shall be comprised of up to twelve (12) members: nine (9) elected by the Association and three (3) members nominated – one each by
 - 6.2.1 The Corporation of the City of Mitcham or its successors and assigns (hereinafter referred to as the Council)
 - 6.2.2 The Lions Club of Blackwood Incorporated
 - 6.2.3 Rotary Club of Blackwood Incorporated
- 6.3 The Committee members nominated in Clause 6.2.1, 6.2.2 and 6.2.3 shall be deemed to be full members of the Association during their periods of office.
- 6.4 The Manager of the Centre shall be a member of the Committee ex-officio, but shall have no voting rights.
- 6.5 The elected members of the Committee shall serve for a period of two (2) years and shall be eligible for re-election.
- 6.6 Neither a Club nor Autonomous Group shall have more than two (2) of its members serving on the Committee at any one time.
- 6.7 The Officers of the Committee shall be President, Vice President, Honorary Secretary and Honorary Treasurer. Such Officers shall be elected at the first Committee meeting following the Annual General Meeting and shall be drawn from elected members of the Committee.
- 6.8 The Committee is empowered to appoint advisory Sub-committees from time to time to expedite the efficient conduct of its business. Such Sub-committees shall comprise no less than three (3) people, at least one of whom shall be a member of the Management Committee. The Committee shall clearly define the objectives of the Sub-Committees and regularly monitor their progress.

7. Powers of the Management Committee

With due regard to the terms of any lease, loan or agreement entered into with the Council the Committee shall have power without prejudice to the powers conferred by this Constitution and subject only to the provisions of the Association's Incorporation Act 1985 or any statutory amendments thereof to:

- 7.1 Pay the operating charges and expenses necessary to conduct the business of the Association.
- 7.2 Buy, take, lease or otherwise acquire any real or personal property or books, newspapers or other property necessary for the purpose of the Association.
- 7.3 Sell or otherwise dispose of all or any of the real and personal and other property of the Association.
- 7.4 Enter into contract, give guarantees and borrow money, upon the security of the assets of the Association or otherwise.
- 7.5 Lease all, or any portion of the real or personal property of the Association for such term or terms, at such rent or rents, and generally upon and subject to such terms, conditions and agreements as may be deemed desirable, and to accept surrenders of leases and the vacation of tenancies.
- 7.6 Invest any moneys of the Association in accordance with the Trustee Act 1936 and amendments, Part I Section 5 – “Authorised Investments.”
- 7.7 Authorise bank signatories who shall be the President, Vice-President, Honorary Secretary, Honorary Treasurer and one other person whom the Committee shall

determine. Any two of the signatories shall be sufficient authority to sign cheques and authorise electronic funds transfers.

- 7.8 Promote, programme and publicise the facilities fostered by the Association.
- 7.9 Determine, vary, collect or remit all fees, subscriptions and charges payable by all users of the facilities fostered by the Association.
- 7.10 Review, accept or revoke any actions of its Sub-committees or Officers.
- 7.11 Employ, suspend or discharge persons as deemed necessary to the objectives of the Association. Decide remuneration and define duties and terms of employment and attend to matters related to rights and privileges.
- 7.12 Grant honorariums where appropriate at the Committee meeting following the Annual General Meeting.
- 7.13 Arrange for elections and ballots under these rules.
- 7.14 Appoint an Association Member to fill any casual Committee vacancy. Any member thus appointed will have full voting rights and shall hold office until the next Annual General Meeting, at which time the appointee shall be eligible to seek re-election for the remainder of the relevant term.
- 7.15 Co-opt any person to assist the Committee, such persons to have no voting rights.
- 7.16 Make, vary or repeal by-laws consistent with this Constitution for the regulation of its own proceedings and for defining the respective powers and duties of Sub-committees, Officers, Employees, Clubs, Groups or other users of the facilities fostered by the Association. Such by-laws to be passed, varied or repealed by a three quarters majority of those present and entitled to vote at Committee Meetings, and to be as recorded in the minutes of that meeting.
- 7.17 Attend generally to all matters affecting the responsibilities and welfare of the Association.
- 7.18 Delegate authority as deemed necessary from time to time.

8. Annual Elections

- 8.1
 - 8.1.1 In even calendar years up to four (4) Members of the Committee elected by the Association in the preceding even calendar year shall retire (i.e. 2022 is an even calendar year).
 - 8.1.2 In odd calendar years up to five (5) Members of the Committee elected by the Association in the preceding odd calendar year shall retire (i.e. 2023 is an odd calendar year).
 - 8.1.3 The Secretary shall call for nominations to fill these vacancies no less than two (2) months before the date of the Annual General Meeting which shall be held in April each year.
- 8.2 Written nominations for Committee membership shall be submitted to the Secretary one month prior to the Annual General Meeting. Nominations shall be signed by two (2) Association Members in good standing and counter signed by the nominee to signify acceptance. Nominees shall be Association Members in good standing.
- 8.3 Should the number of candidates nominated for election be less than or equal to the number of vacancies to be filled, the said candidates shall be declared elected.
- 8.4 If the number of candidates exceeds the vacancies the Committee shall appoint a Returning Officer to conduct an election at the Annual General Meeting and candidates shall be so advised not later than two (2) weeks before the said election.
- 8.5 Voting shall be carried out under the first past the post system, and only Association Members present and in good standing shall be eligible to vote. In the event of a tied result for any positions, the names of the relevant candidates shall be placed in a

receptacle. The candidates, whose names are first drawn from the receptacle by the Returning Officer, until all vacant positions are filled, shall be declared elected.

- 8.6 In the event that the nominations received are less than the vacancies to be filled, the Committee is empowered to overcome such shortfall by appointing such person or persons who in its opinion would enhance the Committee's decisions making qualities. Such persons shall be Association Members in good standing, and shall be deemed to have been elected.
- 8.7 All elections shall be declared at the Annual General Meeting.
- 8.8 All electees shall be deemed to hold office as from the Annual General Meeting.

9. Duties of Officers

9.1 President

- 9.1.1 The President shall preside at all General Meetings except as provided for in Sub-clauses 14.5 and 14.6 and meetings of the Committee, except as provided for in Sub-clause 13.5.
- 9.1.2 Upon the minutes being confirmed shall sign them in the presence of the members.
- 9.1.3 Shall be an ex-officio member of all Sub-committees.
- 9.1.4 In matters of urgency shall act in conjunction with any two of the following:- Vice President; Secretary and Treasurer. Such actions are to be confirmed at the next meeting of the Committee.
- 9.1.5 Shall prepare the Annual Report and present it to the Committee at the meeting next before the Annual General Meeting.

9.2 Vice-President

- 9.2.1 In the absence of the President at General Meetings and meetings of the Committee the Vice-President shall carry out the duties of the President, except as provided for in Sub-clauses 13.5 and 14.6.

9.3 Honorary Secretary

The Honorary Secretary shall:

- 9.3.1 Act as the Public Officer of the Association in accordance with the directions of the Associations Incorporation Act, 1985 as amended from time to time.
- 9.3.2 Call General Meetings and meetings of the Committee when directed to do so.
- 9.3.3 Record the minutes of all General and Committee meetings, except as provided for in Sub-clauses 13.6 and 14.7.
- 9.3.4 Oversee the custody of the official books, journals and all documents whatsoever belonging to the Association.
- 9.3.5 Make all books of the Association available for inspection by the Auditors, any members of the Committee and by such persons as determined by the Committee.
- 9.3.6 Conduct correspondence and perform such other duties as the Committee may from time to time direct.
- 9.3.7 Oversee the compilation of a register of members of the Association.
- 9.3.8 Check the validity of voting rights at General Meetings.
- 9.3.9 Be an ex-officio member of all Sub-committees.

9.4 Honorary Treasurer

The Honorary Treasurer shall:

- 9.4.1 Ensure that all monies received are promptly paid into the Association's bank accounts.
- 9.4.2 Ensure that a proper record is kept of all monies received or expended by or on behalf of the Association and all receipts, invoices, cheque butts and other documents related to these transactions shall be retained.
- 9.4.3 Provide at each ordinary meeting of the Committee a current statement of the financial position of the Association.
- 9.4.4 Provide at the Management Committee meeting immediately prior to the Annual General Meeting, a detailed report of the Association's financial position for the preceding year in the form of a statement of receipts and expenditure and of assets and liabilities properly assembled and duly certified by the Auditor.
- 9.4.5 Produce books and records at all reasonable times at the request of the Committee or Auditor.
- 9.4.6 Be responsible for the payment of all employees, render group certificates and prepare group tax returns.
- 9.4.7 Be responsible for the maintenance of insurance policies, licences and affiliations and memberships in force.

10. Finance

- 10.1 The financial year shall commence on 1st January and end on 31st December of each year.
- 10.2 The Committee shall cause to be kept proper books of account in which full, true and complete details of the affairs and transactions of the Association shall be recorded. The accounts will be kept in such a manner which will permit an analysis of the Association's operations.
- 10.3 The Committee shall take the necessary steps to operate a bank account, and may set up separate bank accounts for special projects. Signatories for these accounts are provided for in Sub-clause 7.7.
- 10.4 Funds may be expended for any purpose or project approved by a majority of the members of the Committee.
- 10.5 The Committee shall have the power to open accounts for the Association for specific purposes from time to time and such accounts may be operated on only for the set purpose for which they are opened.
- 10.6 The Committee may instigate fundraising projects to provide for the requirements of the Association.
- 10.7 Investment of funds shall be carried out in accordance with Sub-clause 7.6.

11. Audit

- 11.1 As soon as practicable after the 31st day of December in each year, and also if requested by the President or by a simple majority of the Committee in writing, the accounts of the Association shall be audited and the Auditor shall report thereon to the Committee.

12. Assets

- 12.1 Notwithstanding Subclause 19.3, no part or parts of the assets of the Association shall be given or transferred in any way to any person, except that payment in good faith may be made for services rendered, or for assets changing hands in the normal course of business or for any reasonable out- of-pocket expenses incurred by any person or persons acting under authority of the Committee.

13. Committee Meetings

- 13.1 The Committee shall meet for the transaction of business at least four (4) times in each year, and the interval between any two meetings shall not exceed three months.
- 13.2 If any member of the Committee is absent from three consecutive meetings without an acceptable apology or permitted leave, the Committee may terminate that person's membership of the Committee.
- 13.3 Committee members shall receive at least seven (7) days notice in writing of all Committee meetings.
- 13.4 The quorum of all Committee meetings shall be fifty percent (50%) of members in good standing.
- 13.5 The President, or in the President's absence, the vice-President shall preside at all Committee meetings. If the President and Vice-President are absent or unwilling to act as Chairperson of a Committee meeting, the Committee members present shall elect one of their numbers to be Chairperson.
- 13.6 If the Secretary is absent from a Committee meeting, the Committee members present shall elect one of their number to record the minutes of that meeting.
- 13.7 No resolution passed at any meeting shall be rescinded at any subsequent meeting unless appropriate notice in writing shall have been given at least seven (7) days prior to the subsequent meeting.
- 13.8 Special Committee meetings will be called by the Secretary on the instructions of not less than three Committee members.
- 13.9 Association members may attend Committee meetings but shall have no voting rights. Non-members may attend subject to invitation by the President.

14. General Meetings - Annual and Special

- 14.1 Annual General Meetings shall be held during the month of April and shall be open to the Public.
- 14.2 The business of the Annual General Meeting shall be to:
 - 14.2.1 Confirm the minutes of the previous Annual General Meeting and of Special General Meetings, if any.
 - 14.2.2 Receive and adopt the Annual Report.
 - 14.2.3 Receive and adopt the audited statement of receipts and expenditure and assets and liabilities for the previous financial year of the Association.
 - 14.2.4 Consider any amendments to the Constitution. Any amendments shall be effective immediately.
 - 14.2.5 Conduct an election of Committee members if such an election is necessary.
 - 14.2.6 Declare the appointed Committee Members for the ensuing term.
 - 14.2.7 Appoint an Auditor and elect Patron or Patrons, and confirm Life Members.
 - 14.2.8 Transact any other business. Notices of motion are to be in the hand of the Secretary by the end of the second week in March.
- 14.3 At least four (4) weeks notice of the Annual General Meeting shall be given in local newspapers.
- 14.4 Special General Meetings may be called by a simple majority of the Committee, or by the President, or at the request of fifteen (15) voting members of the Association, of whom ten (10) must be present at the meeting. Twenty-one (21) days notice shall be given to all members and the business to be discussed shall be detailed in the notice. No other business shall be discussed at the meeting. Such meetings shall be held within four (4) weeks from the day of receipt of the request for the meeting.

- 14.5 The President, or in the President's absence, the Vice-President of the Association shall preside at all General Meetings of the Association.
- 14.6 If the President and Vice-President are absent or unwilling to act as Chairperson of the General Meeting the voting members present shall elect one of their number to be Chairperson.
- 14.7 If the Secretary is absent from a General Meeting the Committee members present shall elect one of their number to record the minutes of that meeting.
- 14.8 The quorum for all General Meetings shall be ten (10) voting members of whom at least two (2) shall be Officers of the Association.
- 14.9 Any resolution carried at a General Meeting may if the Committee so decide be subject to determination by a ballot of all members of the Association.
- 14.10 No resolution passed at a General Meeting shall be rescinded unless twenty-one (21) days notice of a subsequent Special General Meeting has been given to members and the rescinding motion is subsequently carried by a three quarters majority.

15. Voting

- 15.1 At all General Meetings, Association members in good standing shall be entitled to one (1) vote each.
- 15.2 At all meetings of the Committee, Officers and members shall be entitled to one (1) vote each.
- 15.3 At all General Meetings and meetings of the Committee, the Chairperson shall have both a deliberative and a casting vote.
- 15.4 At all meetings issues will be decided by a simple majority except in the cases provided for in Sub-clauses 7.16, 14.10, 18.1 and 19.1.
- 15.5 Voting at all meetings other than as defined in Sub-clause 8.5 shall be by show of hands, given however that the Chairperson may direct that a secret ballot be held if so requested by two (2) or more voting members present at the meeting.
- 15.6 Proxy voting shall not be allowed at any meeting of the Association, its Committees or Sub-Committees.

16. Seal

- 16.1 The Committee shall provide for the safe custody of the Seal which shall only be used by the authority of the Committee and every instrument to which the Seal is affixed shall be signed by either the President or the Vice-President and countersigned by either the Secretary or the Treasurer or by some other person appointed by the Committee for the purpose.
- 16.2 The Committee shall give prior approval to all transactions requiring the affixing of the Seal.

17. Minutes

- 17.1 Accurate minutes shall be kept of all meetings and shall be available for examination by any Association Member in good standing.

18. Alterations to the Constitution

- 18.1 Alterations to this Constitution shall only be made at a General Meeting by a resolution passed by a majority of three quarters of the votes cast by Association Members in good standing.

- 18.2 At least one (1) months written notice of such a General Meeting and of the proposed alterations shall be given to all Association Members.

19. Dissolution

- 19.1 If at any time the Committee considers that the Association should be dissolved, it shall present its reasons to a General Meeting. At least one (1) months notice of such a meeting shall be given to Association Members. If the motion for dissolution is carried at that meeting, the Committee is empowered to conduct a ballot of all voting members, in which case the motion would require a three quarters majority to be passed. The result of the ballot shall be binding on the Committee.
- 19.2 Should dissolution be agreed to, it shall be deemed to take effect thirty (30) days from the date of the ballot.
- 19.3 Upon dissolution the real and personal property of the Association shall revert to the care and control of the Council to be held in Trust for the use of future organisations concerned with the development of recreational activities in the Mitcham Hills districts.