

**Australian 9er Association Inc.
Constitution**

1. Name

The name of the Association is the **Australian 9er Association Inc.**

2 Responsibilities

The association will cover 9er sailors from every State and Territory of Australia.

3. Definitions

the association means the **Australian 9er Association Inc.**

a '9er' is a **29er, 49erFX or 49er skiff**

'special general meeting' means a general meeting of the association other than an annual general meeting.

'the Act' means the *NSW Associations Incorporation Act 2009*.

'the Regulations' means the *NSW Associations Incorporation Regulation 2010*.

'delegate' means a person appointed by an affiliated club.

'affiliated club' means a club affiliated a State Yachting Association having three or more 9ers forming a sailing fleet.

A *'meeting'* shall be either electronic, telephonic or face-to-face

4 Objectives of the Association

- (1) To encourage and promote the 9er classes within Australia.
- (2) To maintain the one-design character of the 9er Classes.
- (3) To coordinate and manage the affairs and rules of the class in Australia.
- (4) To coordinate sail training and competition in the 9er class in Australia.
- (5) To annually conduct a 9er National Championship.
- (6) To represent the interest of 9er sailors to other governing bodies.

5. Powers

The Association has the power to do all such acts, matters and things as are necessary, incidental, or conducive to the attainment of the objects of the Association.

6. Membership

(1) Membership of the association shall be open to:

a) Competing Member:

A person sailing 9er skiff in Australia, *and* is a Yachting Australia Cardholder.

b) Ordinary Member

i) One parent or caregiver for each competing member under the age of 18 who shall be nominated on the competing members application, *or*

ii.) One person per affiliated club who is a delegate to the management committee.

c) Associate Member

A person with an interest in the 9er Classes.

(2) Application for membership shall be by a method approved by the Management Committee.

(3) The Management Committee shall consider and accept or reject each application.

- (4) An applicant rejected under clause 5 (3) who wishes to appeal the decision of the committee will do so in writing within 14 days he or she is advised of the rejection.
- (5) An appeal under 5 (4) will be heard no later than the next Annual General Meeting.

7. Register of Members

- (1) The Secretary or nominee shall maintain an accurate register of members.
- (2) The register will be held by the secretary.

8. Cessation of membership

A person ceases to be a member of the association if the person:

- a) dies, or
- b) resigns membership, or
- c) is expelled from the association, or
- d) fails to pay the annual membership fee.

9. Disciplining of Members

- (1) Members whose actions are deemed to be detrimental to the interests of the Association may be asked to account for their conduct to the management committee.
- (2) Notice shall be given to the member not later than fourteen days prior to the date of the management committee meeting at which the matter is to be an item of business and shall contain particulars of the conduct. The committee must take into consideration any submissions made by the member. The committee will communicate its decision to the member in writing within 7 days.
- (3) The decision of the committee may be appealed to a special general meeting of the Association within 7 days after notice of the committee's decision is communicated to the member. The meeting must take into consideration any submissions made by the member. The decision of the meeting shall be binding and final on both the member and the management committee.
- (4) A member expelled from membership ceases to be a member fourteen days after the day on which the decision for expulsion was communicated to the member.

10. Resolution of Disputes

- (1) This procedure applies to disputes on association business between:
 - a. Association members, *or*
 - b. A member and the Association.
- (2) The parties will meet within 14 days of the dispute being known in an effort to find resolution.
- (3) If the parties are unable to resolve the dispute the parties must hold a meeting with a mediator.
- (4) The mediator must be:
 - a. A person chosen by agreement between the parties, *or*
 - b. In the absence of agreement to a community justice centre for mediation under the *Community Justice Centres Act 1983*.
- (5) If a dispute is not resolved by mediation within 3 months, the dispute is to be referred to arbitration under the *Commercial Arbitration Act 1984*

11. Fees

(1) Annual membership fees will be determined by the Management Committee from time to time.

(2) Membership of the Association shall fall due at close of entries for the Australian 9er Championships and remain in force till the close of entries for the following years championship.

12. Members' liabilities

The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association.

13. Management Committee

(1) The affairs of the Association will be managed by a Management Committee.

(2) A member of the Management Committee must be aged 18 years or more and a resident of Australia.

(3) The Management Committee is to consist of:

- a. The office-bearers of the association, *and*
- b. One delegate per affiliated State.

(4) The office-bearers of the association are as follows:

- a. the President.
- b. the Vice President.
- c. the Secretary
- d. the Treasurer.
- e. the Measurer

(5) An associate member who is also a member of the management committee will be afforded the same rights as an ordinary member.

(6) No more than 2 office bearers may be from the same club.

(7) One person may undertake the position of Secretary / Treasurer

14. Election of Committee Members

(1) All committee positions will be declared vacant at the AGM.

(2) No person shall serve for more than three consecutive years in the same office, however, if there is no other nomination for the office, and by majority vote of the AGM, a person may continue in an office on a year-by-year basis.

(3) If all positions are not filled at the AGM or when a casual vacancy occurs:

- a. The Management Committee may appoint a member to fill the vacancy.
- b. A member appointment by the Management Committee will hold office till the next AGM.

15. President

(1) The President shall chair all general and management committee meetings of the Association.

(2) The President shall report to the Annual General Meeting on the activities of the

Association.

16. Vice President

The Vice President shall in the absence of the president chair general and management committee meetings

17. Secretary

The Secretary shall:

- (1) Be the Public Officer of the Association and must notify Fair Trading NSW within 28 days of their appointment.
- (2) Be a resident of New South Wales.
- (3) Coordinate the correspondence of the Association.
- (4) Maintain complete and correct minutes of meeting proceedings.
- (5) Maintain the constitution in an up to date condition and report all alterations to Fair Trading NSW.
- (6) Maintain a register of committee members that includes:
 - a. The members name, date of birth & residential address, *and*
 - b. The dates on which the member takes and vacates office *and*
 - c. Disclosure of interests made.
- (7) Have custody of the books, documents, records and registers of the Association.

18. Treasurer

It is the duty of the treasurer of the association to:

- (1) Ensure that all money due to the association is collected and received and that all payments authorised by the association are made.
- (2) Ensure that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.
- (3) Report to each management committee meeting with details of income and expenditure for the financial year to date and the financial position of all accounts.
- (4) Lodge the required reports with Fair trading NSW within 1 month of the AGM.
- (5) Maintain custody of all securities, books and documents of a financial nature.

19. Measurer

It is the duty of the measurer to:

- (1) interpret and be the final authority on the interpretation of the relevant Class Rules currently in force
- (2) deal with any measurement matters referred to them according to the class rules

20. Committee Meetings

- (1) The committee must meet at least 4 times in each period of 12 months at such place and time as the committee may determine.
- (2) Additional meetings of the committee may be convened by the President or Secretary.
- (3) Oral or written notice of a meeting of the committee must be given to each member of the committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.

- (4) Any 4 members of the committee including 2 office bearers and representing at least 3 affiliated clubs constitute a quorum.
- (5) If, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned.
- (6) At a meeting of the committee the President or, in the President's absence, the Vice President, or in their absence the Secretary is to preside.
- (7) Voting at committee meetings will be the same as general meetings as laid out in section 23.
- (8) By invitation of the President or committee, an interested person may attend and speak but not vote at committee meetings.

21. General Meetings

- (1) Annual General meetings
 - a. Shall be held at the venue for the Association's National Championships on a championship race day or on the day immediately preceding the first day of the championships in each year.
 - b. In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - i. to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - ii. to receive from the committee reports on the activities of the association,
 - iii. to elect office-bearers of the association and ordinary committee members,
 - iv. to receive and consider any financial statement or report required to be submitted to members under the Act.
- (2) Special General Meetings
 - a. May be convened at any time by the President, the management committee or at the request of five members in writing to the Secretary stating the business of the meeting.
 - b. The Special General Meeting will be called within forty five days of receiving the request.
 - c. Business advised on the notice of meeting will be the only business dealt with at the special general meeting.

22. Proceedings for General Meetings

- (1) The secretary shall give to all members not less than fourteen days notice of the general meeting. The notice of meeting shall include the place, date and time of the meeting and the business to be discussed.
- (2) Should a special resolution be required at the meeting, 21 days notice is required.
- (3) Official notices will be delivered by email unless special provisions have been made with the secretary.
- (4) A quorum shall be seven members representing at least 3 affiliated clubs.
- (5) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - a. if convened on the requisition of members, is to be dissolved, *or*
 - b. in any other case, is to stand adjourned to a time, date and place to be advised by the secretary, but not later than four calendar weeks after the advised meeting date.
- (6) If at the adjourned meeting a quorum is not present within half an hour after the time

appointed for the commencement of the meeting, the members present (being at least 3) are to constitute a quorum.

23. Voting

- (1) Votes on proposals shall be carried by a simple majority unless this constitution requires otherwise.
- (2) On any proposal arising at a general meeting of the association a member has one vote only.
- (3) In the case of an equality of votes on a proposal at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid.
- (5) Only members listed on the associations register of members at the time of a meeting are eligible to vote.
- (6) Associate members have the right to speak at general meetings but may not vote.
- (7) A member is not entitled to vote at any general meeting of the association if the member is under 18 years of age.
- (8) Members with a pecuniary interest on any item of business shall declare that interest and not take part in discussion or voting on that business.
- (9) A proposal arising at a general meeting of the association is to be determined by either:
 - a. a show of hands, or
 - b. if on the motion of the chairperson or 5 or more members present at the meeting – a poll may be undertaken.
- (10) If the proposal is to be determined by a poll, the poll is to be conducted in accordance with the directions of the chairperson.
- (11) Proxy votes will be permitted under the following restrictions
 - a. a proxy vote must be in writing.
 - b. a member may only carry 2 proxy votes.
 - c. the proxy must be given to the chairperson prior to the meeting.
- (12) Postal ballots will not be undertaken.

24. Financial Management

- (1) The funds of the association are to be used in pursuance of the objects of the association in such manner as the committee determines.
- (2) The management committee shall maintain accounts with a registered financial institution.
- (3) Authorised operators of the account will be the office bearers and other persons as determined by the committee.
- (4) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be authorised by any 2 authorised signatories.
- (5) The Treasurer is authorised to expend Association monies:
 - a. for regular expenses associated with activities of the Association within limits set out by the management committee.
 - b. for expenditure approved by the management committee.

24. Sources of Funds

- (1) The funds of the association are to be derived from annual subscriptions of members, donations, grants and, such other sources as the committee determines.
- (2) All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's financial institution account.
- (3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

25. Financial Year

- (1) The association's financial year will be from 01 January until 31 December.

26. Alteration of the Constitution

- (1) This constitution may be varied at an Annual General Meeting or Special General Meeting by way of a special resolution.
- (2) Proposed alterations shall be advised in writing to all members of the Association.
- (3) A three quarters majority of members present is required for a change to be carried.
- (4) Changes to the constitution shall not have effect until approved by NSW Department of Fair Trading.

27. Inspection of Records

A member may at any reasonable time inspect without charge the books, documents, records and securities of the Association.

28. Winding Up of Association

- (1) Any proposal to wind up the association shall be advised in writing to all members of the Association at least 28 days in advance of the meeting where it is to be voted on.
- (2) A three quarters majority of members present is required for a change to be carried.

29. Distribution of Surplus Property on Winding up of Association

- (1) If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members.
- (2) The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members.
- (3) If another association cannot be determined, surplus property will be transferred to Yachting Australia.

Adopted on the 2nd January 2016 by special resolution at a general meeting of the Australian 9er Association

Signed on behalf of the Association by:

George Stent
President

Felicia Brown
Secretary