



Warringah Amateur Swimming Association Inc.

CONSTITUTION

Adopted or Amended	By Whom	Date
Adopted	Annual General Meeting	31st July 2000
Amended	Annual General Meeting	25th July 2005
Amended	Special General Meeting	9th October 2006
Amended	Annual General meeting	31st July 20078

CONSTITUTION OF WARRINGAH AMATEUR SWIMMING ASSOCIATION INCORPORATED

PART 1 NAME

The Association shall be called the Warringah Amateur Swimming Association.

PART 2 COMPOSITION

The Association shall consist of clubs affiliated with the Swimming New South Wales Ltd and operating in the present local councils areas of Warringah, Pittwater and Manly who have signified their consent to be governed by this Constitution by applying for affiliation with this Association and paying such affiliation fees as may be determined from time to time by a resolution duly passed by a simple majority at an Annual General Meeting of the Association.

The Association shall be deemed to have been inaugurated on the 30th July, 1964 at The Dee Why Ladies A.S.C. Clubhouse by representatives of the Avalon/Bilgola Ladies and Men's, Collaroy Women's and Men's, Curl Curl Ladies and Men's, Dee Why Ladies and Men's, Freshwater Ladies and Men's, Manly Ladies, Narrabeen Ladies and Men's, Queenscliff Ladies and Men's Amateur Swimming Clubs.

PART 3 INTERPRETATIONS

The following definitions are applicable:

"Association"	means the Warringah Amateur Swimming Association.
"District"	also means the Warringah Amateur Swimming Association.
"W.A.S.A."	stands for the Warringah Amateur Swimming Association.
"S.N.S.W."	means Swimming New South Wales Ltd
"Season"	the Association's year is divided into: Winter Season - 1st April to 30th September. Summer Season - 1st October to 31st March. Season means either Winter or Summer whichever is applicable.
"Delegate"	means a person authorised to represent a Club.
"The Constitution"	means this Constitution of the Association.
"The Secretary"	means the Honorary Secretary of this Association.

Any matters not covered by a clause in this constitution, By-laws and Association Rules or the Constitution of the S.N.S.W. shall be decided by the Association at a General Meeting.

PART 4 OBJECTS

The objects of the Association shall be:

- 4.01 To promote, teach and to encourage the art of swimming.
- 4.02 To stimulate public opinion in favour of providing and maintaining proper accommodation and facilities for competition, the teaching of and the enjoyment of the art of swimming.
- 4.03 To conduct and control District Championships, Scratch and Handicap Carnivals as well as other top- level competitions as may from time to time be considered expedient and to assist in the conduct of inter-club meets.
- 4.04 To promote co-operation between clubs, encourage and develop the standard of knowledge of officials, and promote awareness at local, club, district, metropolitan, state and National level of the value for all ages.
- 4.05 To keep authentic records of all matters pertaining to swimming within the district.
- 4.06 To affiliate to the Swimming New South Wales.Ltd

PART 5 MEMBERSHIP

Subject to this constitution, the membership of the Association shall comprise of:

- 5.01 Swimming New South Wales Ltd registered members of the Warringah district affiliated swimming clubs
- 5.02 Clubs that are granted affiliation with the association.
- 5.03 Patrons elected at the A.G.M.
- 5.04 Life members appointed pursuant to Part 9 of this constitution
- 5.05 Where a member is a competitor, then that member shall comply with any provisions relating to "eligibility to compete" as adopted by the Swimming N.S.W. from time to time.
- 5.06 Members who are not "eligible to compete" as provided by Swimming N.S.W., shall be eligible to participate in the activities of the Association other than that of competitors but not in the affairs of Swimming N.S.W., unless otherwise as defined in the Constitution of Swimming New South Wales.
- 5.07 Affiliated clubs within the district shall pay such fees as are determined by the Association at the Annual General Meeting. A register of members shall be kept by the association, showing the name, address and date of commencement of membership for each member and the club they represent. Provision for noting the date of cessation of membership shall also be contained in the register.
- 5.08 Membership shall cease upon resignation, expulsion or failure of the affiliated club to pay outstanding affiliation fees within three (3) months of the due date.

PART 6 OFFICE BEARERS

- 6.01 The office bearers shall be elected at each Annual General Meeting. Any casual vacancy occurring in the Committee may be filled by a member appointed by the Committee. Where insufficient nominations are received, any vacant positions remaining on the Committee shall be deemed to be casual vacancies.
- 6.02 The office bearers shall consist of, President, Senior Vice President, Two vice Presidents, Secretary, Treasurer, Assistant Treasurer, Registrar, Race Secretary, Official Appointments Officer.
- 6.03 The Secretary shall keep, or cause to be kept, the records of business of the Association including the rules, register of members recording name, address, date of joining and date of cessation of membership of each member, minutes of all General and Committee meetings and a file of all correspondence. These records shall be available for inspection by any member and shall be held in the custody of the Secretary.
- 6.04 The Treasurer shall ensure that all monies received by the Association are paid into a bank account or a N.S.W. Government recognised Financial Institution held in the Association's name. Payments shall be made through a petty cash system or by cheque signed by two (2) signatories authorised by the Committee. Major or unusual expenditures shall be authorised in advance by the Committee or a general meeting.
- 6.05 The Treasurer shall ensure that correct books and accounts are kept showing the financial affairs of the Association. These records shall be available for inspection by any member and shall be held in the custody of the Treasurer.

PART 7 MANAGEMENT - By Committee

- 7.01 The management of the Association shall be by a General Committee, which shall consist of 2 delegates from each affiliated Club and Life Members of the Association.
- 7.02 The President, or in the President's absence, a Vice President, shall act as Chairman at each meeting of the Association.
- 7.03 If the President and Vice-presidents are absent from a meeting or unwilling to act, the members present at the meeting shall elect one of their number to act as Chairman.
- 7.04 Each member of the Committee shall hold office from the date of their election or appointment until the conclusion of the next Annual General Meeting.
- 7.05 Retired Committee Members are eligible for re-election, however the position of President shall not be held for more than three (3) consecutive years, but a past President may be re-elected after a further period of 12 months.
- 7.06 A member of the Committee shall cease to hold office upon resignation in writing; removal as a member of the Association, or absence from three (3) successive Committee meetings

without providing reasonable justification for those absences to the satisfaction of the Committee.

- 7.07 DELEGATES. Each affiliated Club shall notify this Association in writing of the names and addresses of their Delegates and alternative Delegates appointed to represent the Club at General Meetings within 21 days of their Annual General Meeting.
- 7.08 FINANCIAL YEAR. Shall be from the 1st June in one year to the 31st May in the following calendar year.
- 7.09 COMMITTEES DELEGATES. At the Annual General Meeting members may be elected as delegates to S.N.S.W. and/or members of the Association's Committees as follows:
Finance Committee
Race Secretaries Carnival Committee
Selection Committee
Appointments, Lecture and Examination Committee
Delegates to Metropolitan Committee.
Delegate to Swimming NSW
Delegate to NSW Restricted Age Sprint Series Committee or its equivalent
any other committee as meeting deems necessary.

PART 8 MEETINGS

8.01 ANNUAL GENERAL MEETING

- 8.01.01 The Association shall convene the Annual General Meeting of the members of the Association at least once in each Association year and within the period up to 31 August after the expiration of each financial year of the Association.
- 8.01.02 Notice of the date and venue of such meeting shall be given to Club Secretaries at least eight (8) weeks prior to the date of the meeting.
- 8.01.03 An Agenda listing business to be conducted, including motions requiring notice shall be given to Club Secretaries at least four (4) weeks prior to date of the meeting. The order of business at the Annual General Meeting will be:
- 8.01.04 Apologies.
- 8.01.05 Confirmation of the Minutes of the previous Annual General Meeting and any special general meeting.
- 8.01.06 Business arising from the meeting.
- 8.01.07 Receipt of the Committee's report upon the activities of the Association in the last Association financial year.
- 8.01.08 Receipt and consideration of a statement from the Committee which is not misleading and gives a true and fair view for the last Association financial year, income and expenditure, assets and liabilities, mortgages, charges and other securities, trust priorities.

- 8.01.09 Adoption of the Annual Report, including the Balance sheet and Statement of Revenue and Expenditure Report.
- 8.01.10 To elect the Honorary Office Bearers, committees and Delegates as set out in PART 7 above.
- 8.01.11 To determine the affiliation fee paid by the clubs for the Association year.
- 8.01.12 To deal with the Notices of Motion on
- (a) Amendments to the Constitution, By-laws or Association rules.
 - (b) Election of Life Members.
 - (c) Any notices of motions received.
- 8.01.13 To receive the report of the Race Secretary and Race Committee of Dates, Venue and Program for the ensuring year for all W.A.S.A. Championships, Scratch Relay and Handicap Carnivals, which have been discussed and approved at the two (2) General meetings immediately prior to the Annual General Meeting.
- 8.01.14 To consider and vote on the budgets submitted by the Finance Committee in respect of Income and Administrative Costs for the ensuring year and to determine in respect of W.A.S.A. Championships, Scratch Relay and Handicap carnivals, the under mentioned having regard to the recommendations prepared by the Finance Committee in conjunction with the Race/Carnival Committee:
- (a) Entry Fees.
 - (b) Charges for pool admission.
 - (c) Price of programs.
 - (d) Trophy value.

8.02 **GENERAL MEETINGS.**

- 8.02.01 The Association shall meet as often as necessary to conduct the business of the Association and not less than on three (3) occasions in the twelve (12) month period following any Annual General Meeting.
- 8.02.02 The business of the meetings shall be conducted under three headings, namely, Official, Special and General. Official Business shall be the Minutes of the previous meeting, apologies, notification of alternate Delegates, correspondence in and out, reports and recommendations from Committee as well as the Treasurer's report on Receipts & Expenditure since the last meeting. Special Business shall be notices of Motion. General Business shall be any other matter brought up by a Delegate.

8.03 **SPECIAL GENERAL MEETINGS**

- 8.03.01 A special general meeting may be called by the President or Secretary at any time or upon a written requisition signed by at least eight (8) delegates representing four (4) or more clubs.
- 8.03.02 In the case of a special general meeting where a special resolution is to be proposed, notice of the resolution shall be given to all clubs and delegates at least twenty-one (21) days before the meeting. The date time and venue shall be advised with the resolution.

8.03.03 If within half an hour after the appointed time for the commencement of a special general meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the same time and, unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned, at the same place.

8.03.04 If at the adjourned meeting a quorum is not present within an hour after the time appointed for the commencement of the meeting, the meeting shall be dissolved.

8.04 **VOTING**

8.04.01 Each Delegate and each Life Member shall be entitled to one vote. Each club may only have two voting delegates.

8.04.02 Voting at meetings shall be by a show of hands unless a secret ballot is demanded. Decisions shall be made by a simple majority vote except for those matters which must be decided by special resolution.

8.04.03 In the case of an equality of votes, the person appointed to chair the general meeting shall have a second or casting vote.

8.04.04 A motion that requires a simple majority requires only a simple majority of those present and voting.

8.04.05 A special resolution shall require a three-quarter's majority of those present and voting.

8.04.06 All votes shall be given personally and there shall be no voting by proxy.

8.05 **QUORUM**

8.05.01 At all General Meetings a quorum shall consist of delegates from one third of the Affiliated Clubs.

8.05.02 At an Annual General Meeting or Special General Meeting at least two thirds of the Affiliated Clubs shall represent a quorum.

8.05.03 Meetings may function validly provided numbers are not reduced below the quorum. No business shall be transacted unless a quorum is present and if, within half one hour of the time appointed for the meeting, a quorum is not present, the meeting shall be dissolved subject to 8.03.

PART 9 LIFE MEMBER

- 9.01 A member who has performed outstanding service to the Association for a period of not less than 7 years may be elected as a Life Member at any Annual General Meeting or Special General Meeting of the Association upon the majority of three quarters of the Members present and voting, provided that:
- (a) Not more than three (3) Life Members be elected in any Association year.
 - (b) A person shall not be eligible for election as a Life Member unless that person is, or has been a member of the Association.
- 9.02 Nominations for Life Membership signed by the proposer and seconder must be in the Hands of the Secretary not less than fourteen (14) days prior to the last meeting before the Annual General Meeting or a Special General meeting at which the Meeting Committee will consider the merits of the persons proposed. Should the Committee decide by a four fifths majority that the person or persons so proposed are worthy of the high distinction, such recommendation of the committee shall be Included in the Notice of the Annual General Meeting or the Special General Meeting, but should they decide against the proposal, the matter shall not be further proceeded with.
- 9.03 Upon election, life members shall be presented with a Life Membership Badge.

PART 10 CLUB AFFILIATION

- 10.01 The Affiliation Fee payable to the Association by Member Clubs each year is to be determined by the Annual General Meeting of the Association.
- 10.02 The Fee is to be lodged with the Association's Treasurer by each Club before the 1st November of each year.
- 10.03 Subject to the Constitution a Member Club is not entitled to the privileges of the Association, or to be eligible to compete in any competition of the Association until its Affiliation Fee is paid.
- 10.04 Subject to the Constitution, each Club may be, required to pay to the Association in respect of each Association year, a registration fee that shall be determined at each Annual General Meeting. Such fee shall not be payable in respect of a Life Member of the Association, a Life Member of an Affiliated Club, or a member previously registered by another club in the current Association year.
- 10.05 A Club affiliated to this Association may be suspended in the event of its failure to be represented at 2 consecutive or 3 meetings in any one year without reasonable explanation.
- 10.06 Any affiliated Club who fails to assist to the satisfaction of this Association in the supply of their allocated Officials for the organisation and running of any meet conducted by W.A.S.A., may be cited to appear before this Association to show cause why they should not be penalised.

PART 11 APPLICATION FOR AFFILIATION TO THE W.A.S.A.

- 11.01 The Annual Affiliation Fee must accompany each application for affiliation by a Club.
- 11.02 The application shall state the list of Office Bearers and the Delegates from the Club as well as the objects of the club.
- 11.03 Where, for any reason, the Association or S.N.S.W. rejects the application, any fee paid shall be refunded.

PART 12 DISCIPLINING OF MEMBERS

- 12.01.01 A complaint may be made concerning a member or club to the committee by any person that is a member of the association:
- (a) has persistently refused or neglected to comply with a provision or provisions of these rules, or
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the association.
- 12.01.02 On receiving such a complaint, the committee:
- (a) must cause notice of the complaint to be served on the member or club concerned;
 - (b) must give the member or club at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
 - (c) must take into consideration any submissions made by the member or club in connection with the complaint.
- 12.01.03 The committee may, by resolution, expel the member or club from the association or suspend the member or club from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.
- 12.01.04 If the committee expels or suspends a member or club, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member or club of the action taken, of the reasons given by the committee for having taken that action and of the member's or club's right of appeal under rule 12.2.
- 12.01.05 The expulsion or suspension does not take effect: until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under rule 12.2.05, whichever is the later.
- 12.02 Right of appeal of disciplined member

- 12.02.01 A member or club may appeal to the association in a special general meeting against a resolution of the committee under rule 12, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- 12.02.02 The notice may, but need not, be accompanied by a statement of the grounds on which the member or club intends to rely for the purposes of the appeal.
- 12.02.03 On receipt of a notice from a member or club, the secretary must notify the committee which is to convene a special general meeting of the association to be held within 28 days after the date on which the secretary received the notice.
- 12.02.04 At a special general meeting of the association no business other than the question of the appeal is to be transacted, and the committee and the member or club must be given the opportunity to state their respective cases orally or in writing, or both, and the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 12.02.05 If at the special general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.
- 12.02.06 The committee is to advise the member or club charged and so dealt with that the person or club has the right of appeal to the Swimming New South Wales as provided in the constitution of that body.

PART 13 SPECIAL RESOLUTIONS

- 13.01 A special resolution may be passed by a Special General Meeting or Annual General Meeting of the Association to effect the following:
- 13.01.01 To change the name of the Association.
- 13.01.02 To change the constitution of the Association.
- 13.01.03 To change the objects of the Association.
- 13.01.04 To make or amend by-laws of the Association.
- 13.01.05 To amalgamate with another swimming association.
- 13.01.06 To voluntarily wind up the Association and distribute the property of the Association.
- 13.02 A special resolution shall be passed in the following manner.
- 13.02.01 A notice must be sent to all affiliated club secretaries advising that a general meeting is to be held to consider a special resolution.
- 13.02.02 A quorum must be present at the meeting.

- 13.02.03 At least three quarter's majority of those present and eligible to vote must vote in favour of the resolution.
- 13.03 A special resolution to change the associations name, constitution or objectives shall be of no effect until such time as it has been approved by Swimming New South Wales, or such other body or corporation as may succeed that organisation.

PART 14 MISCELLANEOUS

- 14.01 The Association shall effect and maintain insurance as required together with any other insurance which may be required by law or regarded as necessary by the Association.
- 14.02 The funds of the Association shall be derived from the fees of affiliated clubs, donations, grants and such other sources approved by the Association.
- 14.03 The Common Seal of the Association shall be kept in the custody of the Secretary and shall only be affixed to a document with the approval of the Committee. The stamping of the Common Seal shall be witnessed by the signatures of two (2) members of the Committee.
- 14.04 The Association shall affiliate with and remain affiliated with the New South Wales Swimming Association, or such other body or corporation as may succeed that organisation and shall to the extent permissible by the Constitution, comply with any lawful and reasonable direction of that Association.
- 14.05 The Assets and Income of the association shall be applied solely in furtherance of its above objectives and no portion shall be distributed directly or indirectly to the members of the Association except as trophies arising from competitions as provided under PART 8 of the constitution or bona fide compensation for services rendered or expenses incurred on behalf of the Association.
- 14.06 The colours of the Association shall be Green and White. The Association's Badge/Crest shall be the Flannel Flower.
- 14.07 The Association shall not be dissolved unless determined by a three-fourths majority of the total voting membership at a Special General Meeting of which not less than one month's notice must be given to all voting members, by means as determined by the Committee.
- 14.08 In the event of the Association being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to any organisation which has similar objects and which is exempt from income tax.
- 14.09 Where it furthers the objects of the association to amalgamate with any one or more organisations having similar objectives, the other organisation(s) must have rules prohibiting the distribution of its (their) assets and income to members; and must be exempt from income tax.
- 14.10 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 as required by PART 10.

- 14.11 Disputes between members (in their capacity as members) of the association, and disputes between members and the Association, are to be referred to an independent arbitrator as agreed by both parties. If both parties cannot agree to an independent arbitrator the dispute is to be referred to a Community Justice Centre for mediation in accordance with the Community Justice Centres Act 1983.

PART 15 BY-LAWS (changes only at A.G.M. or special general meeting)

- 15.01 A Special General Meeting or Annual General Meeting may from time to time make such by-laws as may be necessary for the purposes of attaining the objectives of this Association.
- 15.02 A Special General Meeting or Annual General Meeting may from time to time, make, amend or repeal any by-law made pursuant to this clause and such action shall take effect immediately or at such later time as the meeting shall determine.
- 15.03 A by-law made pursuant to this clause shall not be inconsistent with this constitution nor inconsistent with any rule adopted or recognised by the New South Wales Swimming Association or any such other body corporation as may succeed that organisation, unless the Association has given its prior written approval to the by-law.

PART 16 ASSOCIATION RULES (changes at any general meeting)

- 16.01 The Committee may, from time to time make such Association rules as may be necessary and convenient for the purposes of attaining the objectives of the Association.
- 16.02 The Committee may adopt wholly or in part by reference, any rules relating to the conduct of swimming or competitions.
- 16.03 The Committee may, from time to time, vary, amend or repeal any Association Rules made pursuant to this clause.
- 16.04 An Association Rule made pursuant to this clause shall take effect from the date that it is made or such later date as the Committee shall decide and shall be laid before the next Annual General Meeting of the Association and the General Meeting may disallow the Association Rule, whereupon it shall cease to have effect from the date of that meeting.
- 16.05 An Association Rule made pursuant to this clause shall not be inconsistent with this constitution nor inconsistent with any rules adopted or recognised by the Swimming New South Wales Ltd ., or such other body or corporation as may succeed that organisation, unless that Association has given its prior written approval to the Association Rule.