

**ASSOCIATIONS INCORPORATIONS ACT 1985**

**CONSTITUTION**

**OF**

**BEDROCK WATERSKI CLUB**

**INCORPORATED**

**1. NAME**

THE NAME OF THE ASSOCIATION IS BEDROCK WATERSKI CLUB INCORPORATED ("ASSOCIATION")

**2. OBJECTS OF THE ASSOCIATION**

THE OBJECTS FOR WHICH THE ASSOCIATION IS ESTABLISHED AND MAINTAINED ARE TO:

- (a) AFFILIATE AND OTHERWISE LIAISE WITH OTHER SOUTH AUSTRALIAN WATERSKI CLUBS, AFFILIATE CLUBS, AWWF, TWSA, SAWWF-TD AND SAWWF IN PURSUIT OF THESE OBJECTS;
- (b) PROVIDE FOR THE CONDUCT, ENCOURAGEMENT, PROMOTION AND ADMINISTRATION OF THE SPORT OF TOURNAMENT WATERSKIING, FOR THE MUTUAL AND COLLECTIVE BENEFIT OF THE ASSOCIATION, THE MEMBERS AND TOURNAMENT WATERSKIING;
- (c) ENSURE MEMBERS AND PARTICIPANTS MAINTAIN AND ENHANCE THE QUALITY, STANDARDS AND SPORTSMANSHIP OF TOURNAMENT WATERSKIING;
- (d) ENSURE COMPLIANCE WITH THE RULES AND REGULATIONS AS AMENDED FROM TIME TO TIME OF THE SAWWF-TD, AWWF AND OR TWSA;
- (e) USE AND PROTECT THE INTELLECTUAL PROPERTY OF THE ASSOCIATION;
- (f) DISTRIBUTE AND PUBLISH INFORMATION IN CONNECTION WITH TOURNAMENT WATERSKIING AND ASSOCIATION TOURNAMENTS AND COMPETITIONS;
- (g) ORGANISE, PROMOTE AND HOLD AWWF SANCTIONED EVENTS AS THE ASSOCIATION DEEMS APPROPRIATE PRIMARLY BEING WATER SKI TOURNAMENTS;
- (h) FURTHER DEVELOP THE ASSOCIATION AND TOURNAMENT WATERSKIING AS AN ORGANISED INSTITUTION, WITH THESE PURPOSES IN VIEW, TO FOSTER, REGULATE, ORGANISE AND MANAGE COMPETITIONS, DISPLAYS AND OTHER ACTIVITIES AND TO AWARD TROPHIES AS APPROPRIATE AT AN ASSOCIATION LEVEL;
- (i) REVIEW AND/OR DETERMINE ANY MATTERS RELATING TO TOURNAMENT WATERSKIING WHICH MAY ARISE OR BE REFERRED TO IT BY ANY MEMBER;
- (j) RECOGNISE ANY PENALTY IMPOSED BY SAWWF-TD, AWWF AND OR TWSA;
- (k) RECOGNISE AND IMPLEMENT APPROPRIATE POLICIES, INCLUDING IN RELATION TO SEXUAL HARASSMENT, EQUAL OPPORTUNITY, EQUITY, DRUGS IN SPORT, HEALTH, SAFETY, JUNIOR AND

SENIOR PROGRAMS, INFECTIOUS DISEASES AND SUCH OTHER MATTERS AS THEY ARISE FROM TIME TO TIME AS ISSUES TO BE ADDRESSED IN TOURNAMENT WATERSKIING;

- (l) TO MAKE, ALTER AND REPEAL FROM TIME TO TIME SUCH BY-LAWS CONSISTENT WITH THIS CONSTITUTION AS THE ASSOCIATION MAY DEEM NECESSARY OR EXPEDIENT OR CONVENIENT FOR THE PROPER CONDUCT AND MANAGEMENT OF THE ASSOCIATION WITHIN THE SCOPE OF THIS CONSTITUTION;
- (m) FORWARD TO SAWWF-TD FOR ENDORSEMENT, SOUTH AUSTRALIAN RECORDS AND QUALIFICATIONS WHICH HAVE BEEN ACHIEVED IN SANCTIONED EVENTS OF TOURNAMENT WATERSKIING, ESTABLISHED WITH THE BYLAWS OF SAWWF-TD;
- (n) TO NEGOTIATE, EFFECT AND KEEP CURRENT SATISFACTORY INSURANCE POLICIES COVERING MEMBERS AGAINST THIRD PARTY PUBLIC INSURANCE RISKS AND OTHER AGREED INSURANCES, SUBJECT TO THE TERMS, CONDITIONS AND EXCLUSIONS OF THE INSURERS;
- (o) UNDERTAKE AND OR DO ALL THINGS OR ACTIVITIES WHICH ARE NECESSARY, INCIDENTAL OR CONDUCIVE TO THE ADVANCEMENT OF THESE OBJECTS.

### **3. POWERS OF THE ASSOCIATION**

SOLELY FOR FURTHERING THE OBJECTS SET OUT ABOVE, AND (EXCEPT TO THE EXTENT OF ANY INCONSISTENCY) IN ADDITION TO THE RIGHTS, POWERS AND PRIVILEGES PROVIDED UNDER THE ACT, THE ASSOCIATION HAS POWER TO:

- (a) PURCHASE, TAKE ON LEASE ,OR IN EXCHANGE OR OTHERWISE ACQUIRE ANY REAL OR PERSONAL PROPERTY WHICH MAY BE DEEMED NECESSARY OR CONVENIENT FOR ANY OF THE OBJECTS AND TO SELL, MANAGE, LEASE, MORTGAGE, GIVE IN EXCHANGE, DISPOSE OF OR OTHERWISE DEAL WITH ANY PART OF THE RIGHTS OR PROPERTY OF THE ASSOCIATION, WHETHER SUBJECT TO ANY CHARGES OR ENCUMBRANCES OR NOT AND TO ERECT, REPLACE, MAINTAIN, RECONSTRUCT, ADAPT AND FURNISH ANY OFFICES OR OTHER BUILDINGS THEREON AND TO SELL, LET, ALIENATE, MORTGAGE, CHARGE OR DEAL WITH ALL OR ANY SUCH LANDS, TENEMENTS OR HEREDITAMENTS OR ANY PART OF THEM;
- (b) ACT AS A ARBITER ON ALL MATTERS ACCEPTED BY IT PERTAINING TO THE CONDUCT OF TOURNAMENT WATERSKIING, INCLUDING DISCIPLINARY MATTERS; AND
- (c) DO ALL SUCH ACTS AND THINGS AS ARE INCIDENTAL, CONDUCIVE OR SUBSIDIARY TO ALL OR ANY OF THE OBJECTS.

### **4. APPLICATION OF INCOME**

- (a) THE INCOME AND CAPITAL OF THE ASSOCIATION SHALL BE APPLIED SOLELY TOWARDS THE PROMOTION OF THE OBJECTS.
- (b) NO PORTION OF THE INCOME OR CAPITAL OF THE ASSOCIATION SHALL BE PAID OR TRANSFERRED, DIRECTLY OR INDIRECTLY BY WAY OF DIVIDEND, BONUS OR OTHERWISE TO ANY MEMBER.

- (c) NO REMUNERATION OR OTHER BENEFIT IN MONEY OR MONEY'S WORTH SHALL BE PAID OR GIVEN BY THE ASSOCIATION TO ANY MEMBER WHO HOLDS ANY OFFICE OF THE ASSOCIATION.
- (d) NOTHING CONTAINED IN RULES 4 (b) OR (c) SHALL PREVENT PAYMENT IN GOOD FAITH OF OR TO ANY MEMBER APPROVED BY A RESOLUTION OF 60% OF THE MEMBERS OF THE COMMITTEE PRESENT AND ABLE TO VOTE BEING MEMBERS OF THE COMMITTEE WITH NO PERSONAL INTEREST IN THE PAYMENT , FOR:

- (1) ANY SERVICES ACTUALLY RENDERED TO THE ASSOCIATION WHETHER AS AN EMPLOYEE OR OTHERWISE;

- (2) GOODS SUPPLIED TO THE ASSOCIATION IN THE ORDINARY AND USUAL COURSE OF BUSINESS;

- (3) INTEREST ON MONEY BORROWED FROM ANY MEMBER;

- (4) RENT FOR PREMISES DEMISED OR LET BY ANY MEMBER TO THE ASSOCIATION;

- (5) ANY OUT-OF-POCKET EXPENSES INCURRED BY THE MEMBER ON BEHALF OF THE ASSOCIATION;

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.

## **5. LIABILITY OF MEMBERS**

AN OFFICER, TRUSTEE OR A MEMBER OF THIS INCORPORATED ASSOCIATION IS NOT BY REASON ONLY OF HIS BEING SUCH AN OFFICER, TRUSTEE OR MEMBER LIABLE IN RESPECT OF THE LIABILITIES OF THE ASSOCIATION.

## **6. ADDITION ALTERATION OR AMENDMENT TO CONSTITUTION**

- (a) THIS CONSTITUTION MAY BE ADDED OR REPEALED OR AMENDED (INCLUDING AN ALTERATION TO THE ASSOCIATIONS NAME) BY NOTICE OF MOTION GIVEN FOR THE NEXT GENERAL MEETING OF THE ASSOCIATION OR GIVEN IN WRITING AT LEAST 28 DAYS PRIOR TO THE AFORESAID MEETING, AT WHICH IT IS PROPOSED TO MOVE ANY SUCH ADDITION, REPEAL OR AMENDMENT. SUCH MOTION MUST BE APPROVED BY A 75% MAJORITY OF THOSE PRESENT AT THE MEETING AND ENTITLED TO VOTE.
- (b) ANY ALTERATION SHALL BE REGISTERED WITH THE RELEVANT BODY AS REQUIRED BY THE ACT. THE REGISTERED RULES SHALL BIND THE ASSOCIATION AND EVERY MEMBER TO THE SAME EXTENT AS IF THEY HAVE RESPECTIVELY SIGNED AND SEALED THEM, AND AGREED TO BE BOUND BY ALL OF THE PROVISIONS THEREOF.

## **7. WINDING UP AND DISTRIBUTION OF PROPERTY ON WINDING UP**

- (a) THE ASSOCIATION MAY BE WOUND UP IN THE MANNER PROVIDED FOR IN THE ACT.

- (b) IF UPON 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. THE SURPLUS PROPERTY MUST BE GIVEN OR TRANSFERRED TO ANOTHER ASSOCIATION OR ORGANISATION WHICH HAVE SIMILAR OBJECTS, WHICH IS NOT CARRIED OUT FOR THE PURPOSES OF PROFIT OR GAIN TO ITS INDIVIDUAL MEMBERS, AND HAS RULES WHICH PROHIBIT THE DISTRIBUTION OF ITS ASSETS AND INCOME TO ITS MEMBERS. SUCH ORGANISATION OR ORGANISATIONS SHALL BE IDENTIFIED AND DETERMINED BY A RESOLUTION OF MEMBERS IN GENERAL MEETING.

## 8 ACCOUNTS

- (a) PROPER ACCOUNTS SHALL BE KEPT OF THE SUMS OF MONEY RECEIVED AND EXPENDED BY THE ASSOCIATION AND THE MANNER IN RESPECT OF WHICH SUCH RECEIPT AND EXPENDITURE TAKES PLACE AND OF THE PROPERTY, ASSETS AND LIABILITIES OF THE ASSOCIATION.
- (b) SUCH ACCOUNTS MAY BE VIEWED BY ANY FINANCIAL MEMBER OF THE ASSOCIATION AT THE COMPLETION OF 7 DAYS WRITTEN NOTICE TO THE SECRETARY.
- (c) AT THE DISCRETION OF THE COMMITTEE OR AT THE REQUEST OF THE MAJORITY OF MEMBERS, THE ACCOUNTS OF THE ASSOCIATION SHALL BE EXAMINED BY ONE OR MORE PROPERLY QUALIFIED AUDITOR OR AUDITORS WHO SHALL REPORT TO THE MEMBERS.
- (d) AUTHORISED SIGNATORIES FOR ACCOUNTS PAYABLE ARE NOT TO BE ELECTED FROM THE SAME FAMILY.
- (e) FINANCIAL TRANSACTIONS SHALL REQUIRE 2 AUTHORISED SIGNATORIES FOR OUTGOING EXPENSES.

## 9 INTERPRETATION

### 9.1 DEFINITIONS

IN THIS CONSTITUTION UNLESS THE CONTRARY INTENTION APPEARS:

**ACT** MEANS THE ASSOCIATIONS INCORPORATION ACT 1985.

**AFFILIATE CLUB** MEANS ANY CLUB WITHIN SOUTH AUSTRALIA WHICH IS AFFILIATED WITH THE AWWF.

**ASSOCIATION** MEANS THE BEDROCK WATERSKI CLUB INCORPORATED.

**ASSOCIATION FEES** MEANS THE FEES SET BY THE COMMITTEE FROM TIME TO TIME TO BE PAID BY A PERSON TO BECOME A MEMBER OF THE ASSOCIATION.

**AWWF** MEANS THE AUSTRALIAN WATERSKI AND WAKEBOARD FEDERATION. (WHICH IS THE GOVERNING BODY OF WATERSKIING IN AUSTRALIA).

**AWWF RULES** MEANS THE RULES AND REGULATIONS OF AWWF.

**BWSC** MEANS THE ASSOCIATION WHICH IS THE BEDROCK WATERSKI CLUB INCORPORATED, WITH SA REGISTRATION NUMBER A40465.

**CLUB DELEGATE** MEANS THE PERSON ELECTED OR APPOINTED FROM TIME TO TIME BY THE ASSOCIATION TO ACT FOR AND ON BEHALF OF THE ASSOCIATION AND TO REPRESENT THE ASSOCIATION AT GENERAL MEETINGS OF THE SAWWF-TD.

**COMMITTEE MEANS** THE GROUP OF PERSONS DESCRIBED IN CLAUSE 17.(B).

**DAY** FOR THE PURPOSES OF A DAY SKIING MEMBER IN CLAUSE 13.1(b) MEANS THE TIME PERIOD COMMENCING AT 00.01 AM TO 12.00 MIDNIGHT ON THE RELEVANT DAY.

**FINANCIAL MEMBER** MEANS A MEMBER WHO HAS PAID THEIR ASSOCIATION FEES.

**FINANCIAL YEAR** MEANS THE PERIOD OF 12 MONTHS COMMENCING ON 1 JULY AND ENDING 30 JUNE EACH YEAR.

**GENERAL MEETING** MEANS THE ANNUAL OR ANY SPECIAL GENERAL MEETING OF THE MEMBERS OF THE ASSOCIATION.

**INTELLECTUAL PROPERTY** MEANS ALL RIGHTS OR GOODWILL SUBSISTING IN COPYRIGHT, BUSINESS NAMES, NAMES, TRADE MARKS (OR SIGNS), LOGOS, DESIGNS, PATENTS OR SERVICE MARKS (WHETHER REGISTERED OR REGISTRABLE) RELATING TO THE ASSOCIATION OR ANY EVENT OR WATERSKIING ACTIVITY OF OR CONDUCTED, PROMOTED OR ADMINISTERED BY THE ASSOCIATION.

**MEMBER** MEANS A PERSON REGISTERED ON THE REGISTER OF MEMBERS AS A MEMBER OF THE ASSOCIATION PURSUANT TO CLAUSE 15 AND INCLUDES ALL INDIVIDUAL SKIING MEMBERS, INDIVIDUAL NON SKIING MEMBERS, DAY SKIING MEMBERS AND LIFE MEMBERS.

**MONTH** MEANS A CALENDAR MONTH.

**OBJECTS** MEANS THE OBJECTS OF THE ASSOCIATION IN RULE 2.

**PRESIDENT** MEANS THE PRESIDENT FOR THE TIME BEING OF THE ASSOCIATION.

**SAWWF** MEANS SOUTH AUSTRALIAN WATERSKI AND WAKEBOARD FEDERATION (WHICH IS THE GOVERNING BODY OF WATERSKIING IN SOUTH AUSTRALIA).

**SAWWF-TD** MEANS THE SOUTH AUSTRALIAN WATERSKI AND WAKEBOARD FEDERATION TOURNAMENT INCORPORATED, WITH SA REGISTRATION NUMBER A40801 (WHICH IS THE GOVERNING BODY OF TOURNAMENT WATERSKIING IN SOUTH AUSTRALIA).

**SECRETARY** MEANS THE SECRETARY FOR THE TIME BEING OF THE ASSOCIATION

**SPECIAL RESOLUTION** MEANS A RESOLUTION PASSED:

(a) AT A GENERAL MEETING OF WHICH 21 DAYS NOTICE, ACCOMPANIED BY NOTICE OF INTENTION TO PROPOSE THE RESOLUTION AS A SPECIAL RESOLUTION, HAS BEEN GIVEN TO THE MEMBERS IN ACCORDANCE WITH THIS CONSTITUTION; AND

(b) BY AT LEAST 75% OF THOSE MEMBERS WHO, BEING ENTITLED TO VOTE, VOTE IN PERSON AT THE MEETING OR BY PROXY IN ACCORDANCE WITH CLAUSE 26.

**THE EXECUTIVE MEANS THE FOLLOWING PERSONS:** THE PRESIDENT, VICE PRESIDENT ADMINISTRATION, TECHNICAL OFFICER, SECRETARY and TREASURER.

**TWSA** MEANS TOURNAMENT WATER SKI AUSTRALIA. (WHICH IS THE AWWF TOURNAMENT DIVISION)

**WATERSKIING** MEANS THE FORMS OF THE SPORT OF TOURNAMENT WATERSKIING AS RECOGNISED BY THE AWWF.

**WATERSKI SA** MEANS THE REGISTERED BUSINESS NAME BENEFICIALLY OWNED BY THE SOUTH AUSTRALIAN WATERSKI AND WAKEBOARD FEDERATION TOURNAMENT DIVISION INCORPORATED, WITH SA REGISTRATION NUMBER BN05051903.

## 9.2 INTERPRETATION

IN THESE RULES:

- (a) A REFERENCE TO A FUNCTION INCLUDES A REFERENCE TO A POWER, AUTHORITY AND DUTY;
- (b) A REFERENCE TO THE EXERCISE OF A FUNCTION INCLUDES, WHERE THE FUNCTION IS A POWER, AUTHORITY OR A DUTY, A REFERENCE TO THE EXERCISE OF THE POWER OR AUTHORITY OF THE PERFORMANCE OF THE DUTY;
- (c) WORDS IMPORTING THE SINGULAR INCLUDE THE PLURAL AND VISA VERSA;
- (d) WORDS IMPORTING ANY GENDER INCLUDE THE OTHER GENDERS;
- (e) REFERENCES TO PERSONS INCLUDE CORPORATIONS AND BODIES POLITIC;
- (f) REFERENCES TO A PERSON INCLUDE THE LEGAL PERSONAL REPRESENTATIVES, SUCCESSORS AND PERMITTED ASSIGNS OF THAT PERSON;
- (g) A REFERENCE TO A STATUTE, ORDINANCE, CODE OR OTHER LAW INCLUDES REGULATIONS AND OTHER STATUTORY INSTRUMENTS UNDER IT AND CONSOLIDATIONS, AMENDMENTS, RE-ENACTMENTS OR REPLACEMENTS OF ANY OF THEM (WHETHER OF THE SAME OR ANY LEGISLATIVE AUTHORITY HAVING JURISDICTION); AND
- (h) A REFERENCE TO "WRITING" SHALL UNLESS THE CONTRARY INTENTION APPEARS, BE CONSTRUED AS INCLUDING REFERENCES TO PRINTING, LITHOGRAPHY, PHOTOGRAPHY AND OTHER MODES OF REPRESENTING OR REPRODUCING WORDS IN A VISIBLE FORM, INCLUDING MESSAGES SENT BY FACSIMILE OR ELECTRONIC MAIL.

## 10.1 SEVERANCE

IF ANY PROVISION OF THESE RULES OR ANY PHRASE CONTAINED IN THEM IS INVALID OR UNENFORCEABLE, THE PHRASE OR PROVISION IS TO BE READ DOWN IF POSSIBLE, SO AS TO BE VALID AND ENFORCEABLE. IF THE RULE OR PHRASE CAN NOT BE SO READ DOWN IT SHALL BE SEVERED TO THE EXTENT OF THE INVALIDITY OR UNENFORCEABILITY, WITHOUT AFFECTING THE REMAINING PROVISIONS OF THESE RULES.

## 10.2 EXPRESSION IN THE ACT

EXCEPT WHERE THE CONTRARY INTENTION APPEARS, IN THESE RULES AN EXPRESSION THAT DEALS WITH A MATTER UNDER THE ACT, HAS THE SAME MEANING AS THAT PROVISION OF THE ACT.

## 11 COMPLIANCE OF ASSOCIATION

THE ASSOCIATION SHALL:

- (a) BEING AN ASSOCIATE OF THE AWWF,SAWWF AND SAWWF-TD,ABIDE BY RULES OF THOSE BODIES AS VARIED FROM TIME TO TIME;
- (b) BE OR REMAIN INCORPORATED IN S.A AND SHALL ACT AT ALL TIMES IN ACCORDANCE WITH ALL REQUIREMENTS UNDER THE ACT AND AS MAY OTHERWISE BE IMPOSED BY THE SOUTH AUSTRALIAN GOVERNMENT;
- (c) AT ALL TIMES ACT FOR THE JOINT ADVANTAGE OF THE ASSOCIATION, THE MEMBERS, AWWF, TWSA, SAWWF, SAWWF-TD AND TOURNAMENT WATERSKIING;
- (d) DO ALL THAT IS REASONABLY NECESSARY TO ENABLE THE OBJECTS TO BE ACHIEVED;
- (e) AT ALL TIMES OPERATE WITH, AND PROMOTE, MUTUAL TRUST AND CONFIDENCE BETWEEN THE ASSOCIATION, AWWF, SAWWF, TWSA, SAWWF-TD AND THE MEMBERS IN PURSUIT OF THE OBJECTS;
- (f) AT ALL TIMES ACT ON BEHALF OF AND IN THE INTERESTS OF THE MEMBERS AND TOURNAMENT WATERSKIING;
- (g) SUPPORT THE AWWF, SAWWF, SAWWF-TD AND TWSA IN THE ENCOURAGEMENT AND PROMOTION OF ITS OBJECTS;
- (h) THE ASSOCIATION SHALL RECOGNISE THE BOARD STRUCTURE OF THE SAWWF-TD AND COMMUNICATE WITH EQUIVALENT CLUB POSITIONS (WHERE POSSIBLE);
- (i) THE ASSOCIATION SHALL PROMOTE THE SPORT OF TOURNAMENT WATERSKIING AND ESTABLISH AND MAINTAIN FRIENDLY CO-OPERATION BETWEEN ITS MEMBERS;
- (j) THE ASSOCIATION MAY AT ITS DISCRETION CONDUCT, OPERATE AND CO-ORDINATE SKI SCHOOLS FOR THE BENEFIT FIRSTLY OF ALL ITS MEMBERS AND SECONDLY ALL OTHER AWWF MEMBERS;
- (k) THE ASSOCIATION SHALL HOST RATING TOURNAMENTS TO ASSIST ITS MEMBERS TO OBTAIN NATIONAL RATINGS;
- (l) THE ASSOCIATION SHALL HOST A 'SERIES' OF REGULAR TOURNAMENTS EACH SEASON FOR THE BENEFIT FIRSTLY OF ALL ITS MEMBERS AND SECONDLY ALL OTHER AWWF MEMBERS.

## **12 OPERATION OF RULES**

THE ASSOCIATION AND MEMBERS AGREE:

- (a) THAT THEY ARE BOUND BY THIS CONSTITUTION AND THAT THIS CONSTITUTION OPERATES TO CREATE UNIFORMITY IN THE WAY IN WHICH THE OBJECTS AND TOURNAMENT WATERSKIING ARE TO BE CONDUCTED, ENCOURAGED, PROMOTED AND ADMINISTERED IN SOUTH AUSTRALIA AND AUSTRALIA;
- (b) TO ACT IN GOOD FAITH AND LOYALTY TO EACH OTHER, TO AWWF,SAWWF-TD AND TWSA TO ENSURE THE MAINTENANCE AND ENHANCEMENT OF TOURNAMENT WATERSKIING, ITS STANDARDS, QUALITY AND REPUTATION FOR THE COLLECTIVE AND MUTUAL BENEFIT OF THE MEMBERS AND TOURNAMENT WATERSKIING;

- (c) NOT TO DO OR PERMIT TO BE DONE ANY ACT OR THING WHICH MIGHT ADVERSELY AFFECT OR DEROGATE FROM THE STANDARDS, QUALITY AND REPUTATION OF TOURNAMENT WATERSKIING AND ITS MAINTENANCE AND ENHANCEMENT;
- (d) TO MAKE FULL AND PROPER DISCLOSURE TO EACH OTHER OF ALL MATTERS OF IMPORTANCE TO THE ASSOCIATION, A MEMBER AND TOURNAMENT WATERSKIING;
- (e) TO OPERATE WITH MUTUAL TRUST AND CONFIDENCE IN PURSUIT OF THE OBJECTS;
- (f) TO ACT FOR AND ON BEHALF OF THE INTERESTS OF TOURNAMENT WATERSKIING, AWWF, SAWWF, TWSA, SAWWF-TD, THE ASSOCIATION AND THE MEMBERS.

## 13 MEMBERS

### 13.1 THE MEMBERS SHALL CONSIST OF:

- (a) **INDIVIDUAL SKIING MEMBER:** ANY PERSON OF ANY AGE MAY BE AN INDIVIDUAL SKIING MEMBER & PARTICIPATE IN ALL ACTIVITIES OF THE CLUB INCLUDING ON - WATER TOURNAMENT WATERSKIING. AN INDIVIDUAL SKIING MEMBER WHO IS OVER THE AGE OF 18 YEARS SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF BE PRESENT AND HEARD AT GENERAL MEETINGS, THE RIGHT TO HOLD OFFICE AND SHALL HAVE THE RIGHT TO CAST ONE VOTE (PROVIDED THAT THE MEMBER IS A CURRENT FINANCIAL MEMBER OF THE ASSOCIATION AND THE AWWF AND HAS SELECTED SOUTH AUSTRALIAN TOURNAMENT DIVISION AS THE DIVISION THEY WISH TO BE ASSOCIATED WITH FOR THAT PARTICULAR FINANCIAL YEAR )EITHER IN PERSON AT THAT MEETING OR BY PROXY VOTE AS PER THE RULES & RIGHTS TO VOTE IN A BALLOT OF THE MEMBERS (SEE RULE 23.3, 26.1, 26.2, 26.3, 26.6 & 26.7);
- (b) **DAY SKIING MEMBER:** AT THE DISCRETION OF THE COMMITTEE, ANY PERSON OF ANY AGE MAY BECOME A DAY SKIING MEMBER & PARTICIPATE IN ON - WATER TOURNAMENT WATERSKIING PROVIDED THAT MEMBER IS ALSO A CURRENT FINANCIAL MEMBER OF THE AWWF. A PERSON MUST APPLY TO THE COMMITTEE TO BECOME A DAY SKIING MEMBER IN A FORM APPROVED BY THE COMMITTEE AND PAY THE DAY SKIING MEMBERSHIP ASSOCIATION FEES (AS SET BY THE COMMITTEE FROM TIME TO TIME). THE DAY SKIING MEMBER MUST BE A CURRENT FINANCIAL MEMBER OF THE ASSOCIATION (BY PAYING THE DAY SKIING MEMBERSHIP ASSOCIATION FEES) FOR EACH INDIVIDUAL DAY UP TO A MAXIMUM OF TWO DAYS MEMBERSHIP PER FINANCIAL YEAR. DAY SKIING MEMBERSHIP MAY ONLY BE AWARDED TO AN APPLICANT FOR A MAXIMUM OF TWO CONSECUTIVE YEARS. A DAY MEMBER SHALL HAVE NO FURTHER PRIVILEDES OF THE ASSOCIATION, INCLUDING NO RIGHT TO RECEIVE NOTICE OF AND ATTEND GENERAL MEETINGS, NO RIGHT TO VOTE OR HOLD OFFICE.
- (c) **INDIVIDUAL NON SKIING MEMBER:** ANY PERSON OF ANY AGE MAY BE AN INDIVIDUAL NON-SKIING MEMBER AND PARTICIPATE IN ALL ACTIVITIES OF THE CLUB EXCLUDING ON - WATER TOURNAMENT SKIING & SUBJECT TO THEIR QUALIFICATIONS AND BWSC, AWWF AND TWSA RULES,HOLD POSITIONS AND UNDERTAKE ACTIVITIES INCLUDING BUT NOT LIMITED TO EXECUTIVE OFFICER, COMMITTEE MEMBER, BOAT DRIVER, BOAT OBSERVER, JUDGE, EQUIPMENT OPERATOR. AN INDIVIDUAL NON-SKIING MEMBER WHO IS OVER THE AGE OF 18 YEARS SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF BE PRESENT AND HEARD AT GENERAL MEETINGS,THE RIGHT TO HOLD OFFICE, AND SHALL HAVE THE RIGHT TO CAST ONE VOTE (PROVIDED THAT THE MEMBER IS A CURRENT FINANCIAL MEMBER OF THE ASSOCIATION AND THE AWWF AND HAS SELECTED SOUTH AUSTRALIAN TOURNAMENT DIVISION AS THE DIVISION THEY WISH TO BE ASSOCIATED WITH FOR THAT PARTICULAR FINANCIAL YEAR )EITHER IN PERSON AT THAT



MEETING OR BY PROXY VOTE AS PER THE RULES & RIGHTS TO VOTE IN A BALLOT OF THE MEMBERS (SEE RULE 23.3, 26.1, 26.2, 26.3, 26.6 & 26.7);

- (d) **LIFE MEMBERSHIP:** AT ITS DISCRETION THE COMMITTEE MAY BESTOW LIFE MEMBERSHIP ON ONE OR MORE PERSONS WHO HAVE RENDERED DISTINGUISHED SERVICE TO THE ASSOCIATION. THE COMMITTEE SHALL DEFINE THE SELECTION CRITERIA FOR LIFE MEMBERSHIP & THE LIFE MEMBERSHIP SHALL BE PRESENTED AT THE AGM. A LIFE MEMBER MAY PARTICIPATE IN ALL CLUB ACTIVITIES INCLUDING ON – WATER TOURNAMENT WATER SKIING (PROVIDED THAT THE MEMBER IS A CURRENT FINANCIAL MEMBER OF THE AWWF AND HAS SELECTED SOUTH AUSTRALIAN TOURNAMENT DIVISION AS THE DIVISION THEY WISH TO BE ASSOCIATED WITH FOR THAT PARTICULAR FINANCIAL YEAR). A LIFE MEMBER WHO IS OVER THE AGE OF 18 YEARS SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF BE PRESENT AND HEARD AT GENERAL MEETINGS, THE RIGHT TO HOLD OFFICE AND SHALL HAVE THE RIGHT TO CAST ONE VOTE (PROVIDED THAT THE MEMBER IS A CURRENT FINANCIAL MEMBER OF THE AWWF AND HAS SELECTED SOUTH AUSTRALIAN TOURNAMENT DIVISION AS THE DIVISION THEY WISH TO BE ASSOCIATED WITH FOR THAT PARTICULAR FINANCIAL YEAR )EITHER IN PERSON AT THAT MEETING OR BY PROXY VOTE AS PER THE RULES & RIGHTS TO VOTE IN A BALLOT OF THE MEMBERS (SEE RULE 23.3, 26.1, 26.2, 26.3, 26.6 & 26.7);

13.2 A PERSON APPLIES FOR MEMBERSHIP OF THE ASSOCIATION BY COMPLETING THE MEMBERSHIP APPLICATION FORM (IN A FORM TO BE DETERMINED BY THE COMMITTEE FROM TIME TO TIME) AND PAYING THE ASSOCIATION FEES.

13.3 UPON ACCEPTANCE OF THE APPLICATION BY THE COMMITTEE AND PAYMENT OF THE ASSOCIATION FEES, THE PERSON SHALL BE A MEMBER OF THE ASSOCIATION.

13.4 A MEMBER MAY RESIGN FROM MEMBERSHIP OF THE ASSOCIATION BY GIVING WRITTEN NOTICE TO THE COMMITTEE. ANY RESIGNING MEMBER SHALL BE LIABLE FOR ANY OUTSTANDING FEES WHICH MAY BE RECOVERED AS A DEBT DUE TO THE ASSOCIATION.

## **14 SUBSCRIPTIONS AND FEES**

- (1) AWWF FEES:

THE ANNUAL MEMBERSHIP FEES PAYABLE BY MEMBERS TO AWWF, AND THE TIME FOR AND MANNER OF PAYMENT SHALL BE AS DETERMINED BY THE AWWF BOARD FROM TIME TO TIME.

- (2) PRESCRIBED FEES:

THE SAWWF-TD BOARD SHALL ALSO BE ENTITLED TO PRESCRIBE THE FEES TO BE LEVIED UPON ALL INDIVIDUAL MEMBERS OF THE ASSOCIATION, ON BEHALF OF THE AWWF OR TWSA. THE ASSOCIATION MAY COLLECT LEVIES ON BEHALF OF THE SAWWF-TD BY IMPOSING A LEVY ON ITS MEMBERS.

- (3) ASSOCIATION FEES:

FEES PAYABLE BY MEMBERS TO THE ASSOCIATION, AND THE TIME FOR AND MANNER OF PAYMENT SHALL BE AS DETERMINED BY THE COMMITTEE.

- (4) UNPAID FEES:

ANY MEMBER WHICH OR WHO HAS NOT PAID ALL MONIES DUE AND PAYABLE BY THAT MEMBER TO AWWF AND/OR THE ASSOCIATION WITHIN THE DUE DATE FOR PAYMENT SHALL (SUBJECT TO THE COMMITTEE'S DISCRETION) HAVE ALL RIGHTS UNDER THESE RULES AND THE BWSC, AWWF AND TWSA RULES SUSPENDED, INCLUDING WHERE APPLICABLE THE RIGHT TO VOTE AT GENERAL MEETINGS, UNTIL SUCH TIME AS THE MONIES ARE FULLY PAID.

## **15 REGISTER OF MEMBERS**

### **15.1 REGSITER**

(a) THE SECRETARY SHALL KEEP AND MAINTAIN A REGISTER WHICH SHALL RECORD THE NAME, DATE OF BIRTH, ADDRESS AND EMAIL ADDRESS OF EACH PERSON WHO THE ASSOCIATION NOTIFIES THE SECRETARY IS A FINANCIAL MEMBER OF THE ASSOCIATION AND HAS SELECTED SOUTH AUSTRALIAN TOURNAMENT DIVISION AS THE DIVISION THEY WISH TO BE ASSOCIATED WITH FOR ANY PARTICULAR FINANCIAL YEAR. THE REGISTER SHALL ALSO RECORD THE DATE ON WHICH EACH MEMBER WAS ADMITTED TO THE ASSOCIATION AND, IF APPLICABLE, THE DATE OF AND REASONS FOR TERMINATION OF MEMBERSHIP. IN RELATION TO COMMITTEE MEMBERS THE REGISTER WILL RECORD THE FULL NAME, DATE OF BIRTH, ADDRESS, AND EMAIL ADDRESS IF APPLICABLE, OF EACH COMMITTEE MEMBER WHO HOLDS A POSITION AND THAT POSITION HELD ON THE BWSC BOARD.

(b) HAVING REGARD TO PRIVACY AND CONFIDENTIALITY CONSIDERATIONS, AN EXTRACT OF THE REGISTER, EXCLUDING THE ADDRESS AND DATE OF BIRTH OF ANY INDIVIDUAL MEMBER, LIFE MEMBER, OR COMMITTEE MEMBER, SHALL BE AVAILABLE FOR INSPECTION (BUT NOT COPYING) BY MEMBERS, UPON REASONABLE REQUEST.

(c) MEMBERS SHALL PROVIDE NOTICE OF ANY CHANGE TO REQUIRED DETAILS TO THE ASSOCIATION SECRETARY WITHIN 1 MONTH, OF SUCH CHANGE.

### **15.2 FORFEITURE OF RIGHTS**

ANY MEMBER WHICH CEASES TO BE A MEMBER, FOR WHATEVER REASON, SHALL FORFEIT ALL RIGHT IN CLAIM UPON THE ASSOCIATION AND ITS PROPERTY INCLUDING INTELLECTUAL PROPERTY. ANY ASSOCIATION DOCUMENTS, RECORDS OR OTHER PROPERTY IN THE POSSESSION, CUSTODY OR CONTROL OF THE MEMBER SHALL BE RETURNED TO THE ASSOCIATION IMMEDIATELY UPON CESSATION OF MEMBERSHIP.

## **16 DISCIPLINE**

IF THERE IS AN ALLEGATION BY A COMPLAINANT THAT A MEMBER HAS DONE ANY OF THE FOLLOWING THINGS, THEN IN THE SOLE DISCRETION OF THE COMMITTEE THE ALLEGATION MAY BE REFERRED FOR INVESTIGATION OR DETERMINATION BY A JUDICIARY COMMITTEE.;

- (1) BREACHED, FAILED, REFUSED OR NEGLECTED TO COMPLY WITH A PROVISION OF THESE RULES, REGULATIONS, THE BWSC RULES, THE AWWF RULES, TWSA, SAWWF-TD RULES OR ANY OTHER RESOLUTION OR DETERMINATION OF THE COMMITTEE; OR
- (2) ACTED IN A MANNER UNBECOMING OF A MEMBER, OR PREJUDICIAL TO THE OBJECTS AND INTERESTS OF THE ASSOCIATION, AWWF, TWSA, SAWWF-TD AND/OR TOURNAMENT WATERSKIING; OR
- (3) BROUGHT THE ASSOCIATION, AWWF, TWSA, SAWWF-TD OR TOURNAMENT WATERSKIING INTO DISREPUTE;

AND ANY SUCH MEMBER, WILL BE SUBJECT TO, AND SUBMITS UNRESERVEDLY TO THE JURISDICTION, PROCEDURES, PENALTIES AND THE APPEAL MECHANISMS OF THE ASSOCIATION, SAWWF-TD, AWWF AND OR THE TWSA.

## **17 MANAGEMENT**

### **17.1 ASSOCIATION**

- (a) THE BUSINESS OF THE ASSOCIATION SHALL BE UNDER THE MANAGEMENT OF A COMMITTEE.
- (b) THE COMMITTEE SHALL COMPRISE A PRESIDENT, VICE PRESIDENT ADMINISTRATION, TECHNICAL OFFICER, SECRETARY, TREASURER AND A MINIMUM OF THREE COMMITTEE MEMBERS.
- (c) THE COMMITTEE MAY APPOINT SUCH PERSONS AS THEY SEE FIT TO ACT AS ADVISERS TO THE ASSOCIATION AND TO APPOINTMENTS SUCH AS TRUSTEESHIPS AND TECHNICAL ADVISERS.
- (d) THE PUBLIC OFFICER OF THE ASSOCIATION SHALL CALL AND HOLD THE INITIAL AGM WITHIN 6 WEEKS AFTER THE INCORPORATION OF THE ASSOCIATION.
- (e) THE COMMITTEE HAS THE MANAGEMENT AND CONTROL OF THE FUNDS AND OTHER PROPERTY OF THE ASSOCIATION.

### **17.2 SAWWF-TD**

- (f) TWO WEEKS PRIOR TO THE SAWWF-TD AGM, THE ASSOCIATION MUST PROVIDE THE SECRETARY OF THE SAWWF-TD WITH THE REQUESTED NUMBER OF 'AFFILIATE CLUB' REPRESENTATIVES TO SERVE THE UPCOMING TERM ON THE SAWWF-TD COMMITTEE. THE ASSOCIATION SHOULD ALSO ELECT TWO PROXY REPRESENTATIVES TO ENSURE THAT THE ASSOCIATION IS ALWAYS FULLY REPRESENTED AT SAWWF-TD MEETINGS. EACH PERSON SO NOMINATED SHALL BE A CURRENT FINANCIAL MEMBER OF THE AWWF BUT NEED NOT BE A MEMBER OF THE ASSOCIATION.
- (g) IF THE ASSOCIATION NOMINATED THE SAWWF-TD COMMITTEE MEMBER WHO IS ELECTED PRESIDENT, IT MAY NOMINATE AN ADDITIONAL COMMITTEE MEMBER FOR THE BALANCE OF THE TERM FOLLOWING THE ELECTION OF THAT PRESIDENT.

## **18 ELECTION OF EXECUTIVE AND COMMITTEE MEMBERS**

- (a) THE EXECUTIVE AND COMMITTEE MEMBERS OF THE ASSOCIATION SHALL BE ELECTED BY THE MEMBERS AT THE ANNUAL GENERAL MEETING OF THE ASSOCIATION AND ALL SUCH ELECTED EXECUTIVE AND COMMITTEE MEMBERS SHALL HOLD OFFICE UNTIL THE FOLLOWING AGM OF THE ASSOCIATION.
- (b) IF A VACANCY OCCURS ON THE COMMITTEE FOR ANY REASON, THE COMMITTEE MAY AT ITS DISCRETION NOMINATE & ELECT A REPLACEMENT COMMITTEE MEMBER. IF A VACANCY OCCURS IN THE EXECUTIVE MEMBERS OF THE COMMITTEE THE COMMITTEE MAY APPOINT ANY CURRENT TERM COMMITTEE MEMBER TO FILL SUCH VACANCY.

## **19 DUTY OF THE OFFICERS**

THE DUTIES AND POWERS OF THE OFFICERS OF THE ASSOCIATION SHALL BE AS FOLLOWS:

(1) PRESIDENT:

THE PRESIDENT SHALL PRESIDE OVER ALL MEETINGS OF THE COMMITTEE AND MEMBERS. HE SHALL PRESENT AT EACH ANNUAL GENERAL MEETING OF MEMBERS A REPORT OF THE CONDITIONS OF BUSINESS OF THE ASSOCIATION. HE SHALL CAUSE TO BE HELD, REGULAR AND SPECIAL MEETINGS OF THE MEMBERS AND / OR COMMITTEE MEMBERS IN ACCORDANCE WITH THE CONSTITUTION. HE SHALL SEE THAT PROPER BOOKS, RECORDS, STATEMENTS AND CERTIFICATES AS MAY BE REQUIRED ARE PROPERLY KEPT, MADE AND FILED. HE SHALL HAVE GENERAL SUPERVISORY CONTROL OF THE BUSINESS OF THE ASSOCIATION SUBJECT TO THE DIRECTIONS OF THE COMMITTEE. HE WILL LIAISE WITH ALL MEMBERS AND GIVE ADVICE AND HELP WHERE REQUIRED. HE SHALL ENFORCE THIS CONSTITUTION AND PERFORM ALL DUTIES OF THE POSITION AND OFFICE.

(2) VICE PRESIDENT ADMINISTRATION:

TO ASSIST THE PRESIDENT ON ALL ADMINISTRATION MATTERS. DURING THE ABSENCE AND / OR INABILITY OF THE PRESIDENT TO RENDER AND PERFORM HIS DUTIES OR EXERCISE HIS POWERS THE SAME SHALL BE EXERCISED BY THE VICE PRESIDENT ADMINISTRATION.

(3) TECHNICAL OFFICER:

TO ASSIST THE PRESIDENT IN ALL TECHNICAL MATTERS OF THE ASSOCIATION AND TO BE RESPONSIBLE TO THE ASSOCIATION FOR THE OPERATION OF ALL TECHNICAL BUSINESS AND MANAGEMENT OF EQUIPMENT WITHIN THE ASSOCIATION.

(4) SECRETARY:

TO ENSURE THAT STATUTORY, LEGAL, CONSTITUTIONAL AND BY-LAW REQUIREMENTS OF THE ASSOCIATION ARE UPHELD.

(5) TREASURER:

TO MAINTAIN THE FINANCIAL RECORDS OF THE ASSOCIATION AND TO REPORT IT'S STATE AT EACH AND EVERY MEETING. A FULL STATEMENT OF THE FINANCIAL YEAR'S INCOME AND EXPENDITURE TOGETHER WITH A BALANCE SHEET SHOWING THE STATE OF THE ASSOCIATION IS TO BE PRESENTED TO THE COMMITTEE AND MEMBERS AT THE ANNUAL GENERAL MEETING.

(6) COMMITTEE:

TO ASSIST AND MAINTAIN CONTINUITY OF THE AFFAIRS OF THE ASSOCIATION, SPECIFIC POSITIONS MAY BE FORMED FROM TIME TO TIME (AS DETERMINED BY THE COMMITTEE) TO MIRROR THE SAWWF-TD AND TWSA BOARDS.

## **20 POWERS OF THE COMMITTEE**

- (1) THE COMMITTEE SHALL HAVE THE ENTIRE MANAGEMENT OF THE BUSINESS AND AFFAIRS OF THE ASSOCIATION.

- (2) THE COMMITTEE SHALL HAVE THE POWER TO MAKE AND REPEAL BY-LAWS AND REGULATIONS AS APPLICABLE.
- (3) THE COMMITTEE MAY ELECT A SUB-COMMITTEE OR DELEGATES FOR ANY SPECIFIC PURPOSE AS IT SEES FIT FROM TIME TO TIME.
- (4) THE COMMITTEE SHALL ELECT A DELEGATE OR DELEGATES FOR REPRESENTATION TO THE SAWWF-TD AND OTHER BODIES AS REQUIRED FROM TIME TO TIME.
- (5) THE COMMITTEE MAY ENGAGE SUCH SPONSORS AND / OR PATRONS AS REQUIRED FROM TIME TO TIME.
- (6) THE COMMITTEE HAS THE POWER TO TERMINATE ALL SUCH APPOINTMENTS AND SUB-COMMITTEE'S REFERRED TO IN CLAUSES 20.3; 20.4; AND 20.5.

## **21 MEETINGS**

### **21.1 ASSOCIATION**

- (1) THE ANNUAL GENERAL MEETING OF THE MEMBERS SHALL BE HELD AS SOON AS PRACTICABLE AFTER 30<sup>TH</sup> APRIL, as AND NOT LATER THAN THE 15<sup>TH</sup> JULY IN EACH YEAR. THE DATE, PLACE AND TIME OF MEETING SHALL BE DECIDED BY THE COMMITTEE AND ALL MEMBERS OF THE ASSOCIATION SHALL RECEIVE THE AGENDA AND BE NOTIFIED OF THE DATE, TIME AND PLACE OF SUCH MEETING AT LEAST 21 DAYS IN ADVANCE OF SUCH MEETING.
- (2) BESIDES THE MATTERS ESPECIALLY PROVIDED FOR IN THIS CONSTITUTION, THE ANNUAL GENERAL MEETING MAY TRANSACT ONLY THE BUSINESS AS DETAILED ON THE AGENDA FOR SUCH MEETING.

### **21.2 SAWWF-TD**

- (3) THE COMMITTEE WILL BE REPRESENTED AT ALL SAWWF-TD MEETINGS BY THE ELECTED SAWWF-TD COMMITTEE MEMBE/S AND IN HIS ABSENCE BY AN ELECTED PROXY.

## **22 COMMITTEE MEETINGS**

- (1) THE COMMITTEE SHALL MEET AT LEAST 4 TIMES IN ONE YEAR AND AT OTHER TIMES THAT THE PRESIDENT DEEMS NECESSARY.
- (2) THE EXECUTIVE AND COMMITTEE MEMBERS SHALL BE ADVISED BY THE SECRETARY AT LEAST 7 DAYS PRIOR TO THE MEETING OF THE DATE, PLACE AND TIME OF SUCH MEETING AND THE NOTICE OF THE MEETING SHALL CONTAIN DETAILS OF BUSINESS TO BE DEALT WITH AT SUCH MEETING.
- (3) ANY MEMBER OF THE COMMITTEE REQUIRING ANY MATTER TO BE INCLUDED ON THE AGENDA OF A COMMITTEE MEETING SHOULD NOTIFY THE SECRETARY AT LEAST 7 DAYS IN ADVANCE TO BE INCLUDED ON THE AGENDA OF A FORTHCOMING COMMITTEE MEETING.

- (4) QUESTIONS ARISING AT ANY MEETING OF THE COMMITTEE SHALL BE DECIDED BY A MAJORITY OF VOTES, AND IN THE EVENT OF EQUALITY OF VOTES THE CHAIRPERSON SHALL HAVE A CASTING VOTE IN ADDITION TO A DELIBERATE VOTE.
- (5) THE COMMITTEE MAY HOLD A MEETING OF COMMITTEE MEMBERS AT 2 OR MORE VENUES USING ANY TECHNOLOGY THAT GIVES THE COMMITTEE MEMBERS AS A WHOLE A REASONABLE OPPORTUNITY TO PARTICIPATE.
- (6) THE COMMITTEE MEMBERS MAY PASS A RESOLUTION BY CIRCULAR WITHOUT HOLDING A COMMITTEE MEETING IF ALL THE COMMITTEE MEMBERS ENTITLED TO VOTE HAVE SIGNED A DOCUMENT CONTAINING A STATEMENT THAT THEY ARE IN FAVOUR OF THE RESOLUTION SET OUT IN THE DOCUMENT. THE RESOLUTION IN THOSE TERMS IS TAKEN TO HAVE BEEN PASSED AT A COMMITTEE MEETING HELD ON THE DAY THE LAST COMMITTEE MEMBER SIGNS IT. COMMITTEE MEMBERS MAY SIGN DIFFERENT COPIES OF THE DOCUMENT PROVIDED THEY ARE IDENTICAL AND ALL COPIES WILL TOGETHER CONSTITUTE ONE DOCUMENT. FAXED OR SCANNED AND EMAILED DOCUMENTS ARE ACCEPTABLE.

## **23 SPECIAL GENERAL MEETINGS**

- (1) THE PRESIDENT AND SECRETARY MAY AT ANY TIME CONVENE A SPECIAL GENERAL MEETING OF THE ASSOCIATION BY GIVING AT LEAST 28 DAYS NOTICE TO EACH MEMBER (BY MAIL OR E-MAIL). THE NOTICE OF ANY RESOLUTION TO BE PROPOSED MUST BE DISTRIBUTED TO ALL MEMBERS AT THIS TIME.
- (2) AT SUCH MEETINGS, GENERAL BUSINESS MAY BE BROUGHT FORWARD AFTER THE NOTICE PAPER HAS BEEN CLEARED.
- (3) ON RECEIVING DIRECTIONS FROM THE COMMITTEE ON RECEIVING A REQUISITION SIGNED BY NOT LESS THAN 20 MEMBERS OR 50% OF FINANCIAL MEMBERS, WHICHEVER IS THE LESSER, THE SECRETARY SHALL CONVENE A SPECIAL GENERAL MEETING TO BE HELD WITHIN 21 DAYS OF RECEIPT OF THE REQUISITION OF WHICH 21 DAYS NOTICE SHALL BE GIVEN TO ALL MEMBERS BY MAIL / EMAIL AND OR THROUGH THE ASSOCIATIONS PUBLICATION OF THE DATE, TIME AND PLACE OF SUCH MEETING.
- (4) THE REQUISITION FOR A SPECIAL MEETING SHALL STATE THE OBJECT OF THE PROPOSED MEETING BEFORE SUCH SHALL BE CONSIDERED BY THE COMMITTEE.

## **24 QUORUM**

- (1) AT ALL GENERAL, ANNUAL OR SPECIAL MEETINGS OF THE ASSOCIATION, 12 MEMBERS OR 15% OF MEMBERS WHICHEVER IS THE LESSER SHALL FORM A QUORUM.
- (2) AT ALL COMMITTEE MEETINGS 60% OF COMMITTEE MEMBERS ENTITLED TO VOTE SHALL FORM A QUORUM.

## **25 CHAIRMAN**

- (1) AT ALL MEETINGS OF THE COMMITTEE (GENERAL, SPECIAL OR COMMITTEE), THE CHAIR WILL BE TAKEN BY THE PRESIDENT AND IN HIS ABSENCE BY THE VICE PRESIDENT ADMINISTRATION.
- (2) AT ALL MEETINGS OF THE COMMITTEE (GENERAL, SPECIAL OR COMMITTEE), THE CHAIRMAN SHALL HAVE A CASTING VOTE IN ADDITION TO HIS DELIBERATE VOTE.

## **26 VOTING**

- (1) VOTING AT ALL MEETINGS SHALL BE BY SHOW OF HANDS EXCEPT FOR THE ELECTION OF OFFICE-BEARERS AND COMMITTEE MEMBERS WHICH SHALL BE BY SECRET BALLOT UNLESS OTHERWISE AGREED BY A MAJORITY OF MEMBERS ENTITLED TO VOTE.
- (2) ONLY CURRENT FINANCIAL MEMBERS OF THE ASSOCIATION SHALL BE ELIGIBLE TO VOTE AT ALL GENERAL, SPECIAL AND COMMITTEE MEETINGS OF THE ASSOCIATION.
- (3) ONLY CURRENT FINANCIAL MEMBERS OF THE ASSOCIATION WHO HAVE BEEN MEMBERS OF THE ASSOCIATION FOR 120 DAYS OR MORE SHALL BE ELIGIBLE TO VOTE AT ANNUAL OR SPECIAL COMMITTEE MEETINGS OF THE ASSOCIATION.
- (4) VOTING AT COMMITTEE MEETINGS WILL BE BY THE ALL ELECTED COMMITTEE MEMBERS, AND OFFICE-BEARERS.
- (5) THE COMMITTEE WILL UNDERTAKE TO CONDUCT ANNUAL ELECTIONS FOR OFFICE-BEARERS AND COMMITTEE MEMBERS AND TO APPOINT A RETURNING OFFICER.
- (6) ALL MEMBERS ELIGIBLE TO VOTE MAY VOTE BY PROXY AT ANNUAL GENERAL OR SPECIAL GENERAL MEETINGS. ALL COMMITTEE MEMBERS ELIGIBLE TO VOTE MAY VOTE BY PROXY AT COMMITTEE MEETINGS.
- (7) PROXY FORMS MUST BE DELIVERED WITH ANY NOTICE OF ANNUAL OR SPECIAL GENERAL MEETING OR COMMITTEE MEETING AND TO BE ELIGIBLE FOR ACCEPTANCE, THE COMPLETED PROXY FORM MUST BE PROVIDED TO THE CHAIRMAN OF THE MEETING AT THE COMMENCEMENT OF THE RESPECTIVE MEETING.

## **27 RESOLUTIONS**

A RESOLUTION PASSED AT ANY PROPERLY CONSTITUTED MEETING OF THE ASSOCIATION SHALL BE CONCLUSIVE AND BINDING ON ALL MEMBERS WHETHER PRESENT AT THE MEETING OR NOT.

## **28 NOTICES**

- (1) ALL NOTICES, CIRCULARS, COMMUNICATIONS OF ANY KIND REQUIRED TO BE SENT OR GIVEN NOTICE TO ANY MEMBERS MAY BE EITHER POSTED, DELIVERED TO THE ADDRESS FURNISHED WHEN ADMITTED TO MEMBERSHIP OR THAT STANDING ON THE BOOKS AS SUCH MEMBER'S

ADDRESS, SENT BY FACSIMILE TRANSMISSION OR E-MAIL. NOTICE WILL BE DEEMED TO HAVE BEEN RECEIVED:

- a. WHEN POSTING - 3 BUSINESS DAYS AFTER POSTING;
- b. WHEN SENT BY EMAIL OR FACSIMILE - WHEN THE SENDERS COMPUTER OR FAX MACHINE SHOWS THAT THE MESSAGE HAS BEEN SUCCESSFULLY SENT;
- c. WHEN NOTIFIED ON THE OFFICIAL WEBSITE OR MAGAZINE – ONCE PUBLISHED.

(2) IT WILL BE THE INDIVIDUAL RESPONSIBILITY OF MEMBERS TO NOTIFY ANY CHANGE OF ADDRESS TO THE SECRETARY.

## **29 CORRESPONDENCE**

(1) ALL INWARD CORRESPONDENCE TO THE ASSOCIATION SHALL BE ADDRESSED TO THE SECRETARY.

(2) A COPY OF ALL CORRESPONDENCE BY MEMBERS OF THE COMMITTEE OR VARIOUS SUB-COMMITTEES WILL BE FORWARDED TO THE SECRETARY FOR INFORMATION AND RECORDS.