



SOPAC SWIM TEAM INCORPORATED

CONSTITUTION

Amended 21 November 2006

REGISTERED NUMBER:

Title: CONSTITUTION OF THE SOPAC SWIM TEAM INCORPORATED

These are the ten (10) pages of the Constitution referred to in the Application for Affiliation signed by me and dated.

SIGNATURE:

PUBLIC OFFICER:

DATE:

CONSTITUTION OF THE SOPAC SWIM TEAM INCORPORATED

NAME

1. The name of the Club shall be the SOPAC SWIM TEAM INCORPORATED, and its membership shall be defined by the constitution of the Swimming New South Wales Ltd.

The club shall compete under the name SOPAC Swim Team.

DEFINITIONS

2. The following definitions apply:
 - a) “the club” means the SOPAC Swim Team Incorporated.
 - b) “the company” means the Swimming New South Wales Ltd.
 - c) “member” means a person whose application for membership on the Membership Form has been approved by the Management Committee and is:
 - i) a person who complies with the definition in the constitution of the company; or
 - ii) a person who qualifies as a non-swimming member in accordance with club by-laws.
 - iii) “non voting member” means a person whose membership category on the Membership Form is deemed to be non voting in accordance with club by-laws.
 - iv) “voting member” means a person whose membership category on the membership form is deemed to be voting in accordance with the club by-laws.
 - d) “club year” means 1 July to 30 June the following year inclusive.
 - e) “season” means:
 - i) Winter: 1 April to 30 September
 - ii) Summer: 1 October to 31 March
 - f) “the constitution” means this document of the Club.
 - g) “the committee” means the Management Committee of the Club.“
 - h) Words of the plural in number are to include the singular. Office bearers, their duties and job description are defined in the MODEL RULES FOR INCORPORATION OF ASSOCIATIONS, ASSOCIATION INCORPORATIONS ACT 1984 - REGULATION 1985, CLAUSE 10.

- i) Any Matters not covered by this constitution are to be referred to the MODEL RULES for clarification.

OBJECTIVES

- 3. The Sydney Olympic Park Swim Team's mission is to promote the sport of competitive swimming, by actively encouraging the pursuit of competitive success and excellence.
 - a) To provide benefits for all club members.
 - b) To ensure that Sydney Olympic Park Aquatic Centre is represented and promoted at the highest standards within the competitive swimming community and the general public.
 - c) To create a swimming team culture dedicated to innovation and excellence.

The objectives of the Club shall be:

- d) to promote the sport of swimming
- e) to promote, teach and encourage the arts of competitive swimming.
- f) to stimulate public opinion in favour of providing proper accommodation and facilities for swimming.
- g) to do such things as are necessary and incidental to attain the objectives of the Club.
- h) to affiliate to the Swimming New South Wales Ltd. Affiliation to other kindred bodies may be effected from time to time by the Committee.

MANAGEMENT COMMITTEE

- 4. The management of the club shall be vested in the MANAGEMENT COMMITTEE, which shall consist of the office bearers of the club.
 - a) The office bearers of the Management Committee shall be:
 - i) the President
 - ii) the Chairperson, Head Coach of the Sydney Aquatic Olympic Park Aquatic Centre
 - iii) the Treasurer
 - iv) the Secretary, nominated by Marketing & Programs Manager of the Sydney Olympic Park Aquatic Centre
- 5. The Management Committee shall appoint, and as required, shall appoint additional Support Staff or committees as are needed for the beneficial running of the club.
- 6. The Support Staff Shall be:
 - a) Race Registrar
 - b) Officials Coordinator
 - c) Race Secretary
 - d) Fund Raising & Social Event Coordinator
 - e) Publicity Officer
 - f) Club Captains
- 7. The Committee is to have the power to Co-opt one or more additional members for any special purpose within the club.

8. Any three members of the Management Committee (the President, the Head Coach, the Treasurer, the Secretary) shall constitute a quorum.
9. The President and the Treasurer shall be elected at the Annual General Meeting.
10. The Management Committee shall meet every four weeks until the following general meeting.
11. The Management Committee shall meet as often as necessary to conduct the business of the Club and not less than on ten (10) occasions in the twelve (12) months period following any Annual General Meeting.
12. Notice of a Committee Meeting shall be given at the previous Committee Meeting or by such other means as the Committee may decide.
13. 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.
14. Retiring Committee members are eligible for re-election.
15. A member of the Committee shall cease to hold office upon resignation in writing; removal as a member of the Club. The president and the treasurer may also cease to hold office if they are absent from three successive Committee Meetings without providing reasonable justification for those absences to the satisfaction of the Committee.
16. Appointed Support Staff, or appointed Sub-Committee may, and are encouraged to attend and contribute to committee meetings.

OFFICE BEARERS

17. The Head Coach, or in the absence of the Head Coach, the President shall act as Chairperson at each Committee meeting and Annual General Meeting of the Club.
18. If the Head Coach or the Secretary are absent from a meeting or unwilling to act, the meeting will be dissolved.
19. The Secretary shall keep, or cause to be kept, the records of the business of the Club including the rules, register of members, minutes of all General and Committee Meetings and a file of correspondence. These records shall be available for inspection by any member and shall be held in the custody of the Secretary.
20. The Treasurer shall ensure that correct books and accounts are kept showing the audited financial affairs of the Club. These records shall be available for inspection by any member and shall be held in the custody of the Treasurer.

PUBLIC OFFICER

21. The Head Coach (the Chairperson) is the appointed Public Officer.
22. The duty of the Public Officer is to amend all changes to the constitution, and inform all parties of change in line with incorporation legislation.
23. The Committee may appoint a temporary Public Officer if the position of Head Coach is vacant. The Public Officer appointed will be the Secretary.

24. The Public Officer shall be deemed to be a vacated position in the following circumstances:
 - a) The Sydney Olympic Park Aquatic Centre Head Coach's position is vacant.
25. When the vacancy occurs in the position of Public Officer the Committee shall within fourteen (14) days notify Business and Consumer Affairs on the prescribed form and appoint the Secretary as the Public Officer.

MEMBERSHIP SUBSCRIPTIONS

26. The Subscription to the club by all members shall be as determined by the Management Committee and is payable forthwith. Until such subscription has been paid, the swimmer is not eligible to compete in any event but may swim as a matter of courtesy with the approval of any member of the Management Committee.
27. Each candidate accepted for membership, subject to the constitution, is to continue to be a member until written notice of their resignation has been received by the secretary.
28. Subject to the constitution, a member is not entitled to the privileges of the club, or is eligible to enter for any race or competition of the club, until their subscription and all liabilities to the club are paid.

MEMBERSHIP

29. Subject to this Constitution the membership of the Club shall comprise the members of the club together with such other people as the Committee admits to membership and any life members appointed pursuant to Part 42, 43, & 44 and any life members appointed prior to Incorporation.
30. Each candidate for membership for the club:
 - a) is to complete the Membership Form setting out name, address and if under 18 years of age on the first day of April in the Club year concerned, date of birth;
 - b) if he/she has attained or passed the age of 14 years on the first date of April in the club year, is to sign the statement on the form that he/she is a bona-fide amateur as defined in the Rules of the Association
31. Any member who is expelled or suspended by the Club has the right of appeal to the Association. Expulsions or suspensions must be carried out in accordance with the MODEL RULES FOR INCORPORATION
32. Individuals wishing to become members of the club shall apply to the Committee for membership.
33. The Committee shall determine whether or not to accept an application for membership. The Committee is not required to supply reasons for accepting or rejecting an application for membership.
34. Where a member is a competitor, then that member shall comply with any provisions relating to eligibility to compete, as adopted by the New South Wales Swimming Association Incorporated from time to time.

35. Members who are not 'eligible to compete', as provided by the Swimming New South Wales Ltd. shall be eligible to participate in the activities of the Club other than that of competitors, but not in the affairs of the Swimming New South Wales Ltd. unless otherwise as defined in the Constitution of the Swimming New South Wales Ltd. PROVIDED THAT all members as defined in Clauses 3.05 and 3.06 other than the Patron, Vice-Patrons and Life Members shall be liable for the annual subscription provided herein.
36. Members shall pay such fees as are determined by the Club at a General Meeting.
37. A register of members shall be kept by the Club showing the name, address and date of commencement of membership for each member. Provision for noting the date of cessation of membership shall also be contained in the register.
38. Membership shall cease upon resignation, expulsion, failure to pay outstanding membership fees within three (3) months of the due date, or when leaving the SOPAC squad program.
39. Membership fees shall fall due on the first day of April of each year. The Club year and the Financial year of the Club shall run from 1 July to 30 June next following.

LIFE MEMBERS

40. At any Annual General Meeting of the Club any person or persons may be elected a Life Member of the Club in recognition of special services rendered over a period of not less than ten (10) years to the sport of swimming and the proposed life member is or has been a member.
41. Not more than two (2) Life member may be elected in any Club Year.
42. Each nominee shall be recommended to the Committee for consideration and if approved by the Committee, be submitted for election at the Annual General Meeting of the Club and carried by a three quarters majority of those present, eligible and voting.
43. A Life Member shall be entitled to attend and speak to any motion at all meetings of the Club and shall have such other privileges as may be decided upon from time to time by the Club. A Life Member shall be eligible for election to office or the Committee with full voting power. However, a Life Member shall not be entitled to vote at any meeting of the club unless otherwise qualified.

DISCIPLINING OF MEMBERS

44. The procedure for disciplining members by suspension, disqualification or expulsion shall be for the Committee:
 - a) To charge the defaulting member in writing with the offence.
 - b) To cite the member to appear at a meeting of the Committee.
 - c) To give fourteen (14) days notice of the meeting.
 - d) To decide the action to be taken.
 - e) To keep proper minutes of the meeting, details of the action taken and to hold in safe custody any documents associated with the matter.
 - f) To advise the member charged as to the action decided by the Committee.
 - g) To advise the Swimming New South Wales Ltd. of the action taken in disciplining a member involving suspension, disqualification or expulsion.

- h) To advise the, member charged and so dealt with that he/she has the right of appeal to the Swimming New South Wales Ltd. as provided in the Constitution of that Body.

ANNUAL GENERAL MEETING

- 45. The Club shall convene the Annual General Meeting of the members of the Club in each year and within the period up to 31 May after the expiration of each financial year of the Club.
- 46. No business other than that specified in the notice convening an Annual General Meeting shall be transacted at the meeting. In the case of the Annual General Meeting the following business shall be transacted whether specified or not:
- 47. The order of business at the Annual general Meeting will be:
 - a) Confirmation of the minutes of the last Annual General Meeting and any recent Special General Meeting.
 - b) Receipt of the Management Committee's Annual report upon the activities of the club in the last financial year.
 - c) Motions of notice.
 - d) Election of office bearers.
 - e) Receipt and consideration of a statement from the Committee which is not misleading and gives a true and fair view for the last Club Financial year, including, income and expenditure, assets and liabilities, mortgages, charges and other securities.
- 48. The quorum for a General Meeting shall be the lesser of twenty (20) members or a third the membership eligible to vote.
- 49. The management committee will appoint auditors at the Annual General Meeting to audit the books of the club and to certify the Statement of Revenue and Expenditure and the Balance Sheet of the Club.
- 50. Voting at General Meetings shall be by a show of hands unless a secret ballot is demanded except for committee offices where a secret ballot will be used. Decisions shall be made by a simple majority vote except for those matters which must be decided by a special resolution where a three quarters majority of the members present, eligible and voting is required.
- 51. All votes shall be given personally and there shall be no voting by proxy.
- 52. In the case of an equality of votes the person appointed to chair the General Meeting (The Head Coach or in the absence of the Head Coach the Secretary) shall have a second or casting vote.
- 53. Nominations of candidates for election as office bearers must be made fourteen days (14) prior to the Annual General Meeting.
- 54. If within half an hour of the appointed time for the commencement of a 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 the 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.

55. 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 meeting shall be dissolved.

SPECIAL GENERAL MEETING

56. A Special General Meeting shall be convened within thirty (30) days of receipt of a Special resolution or a requisition in writing from ten (10) members stating the business to be discussed by the management committee.
- a) any such requisition is to state the nature of the business which the requisitioning members desire to have brought before the meeting and signed by those requiring the meeting;
 - b) At least seven day's notice of the date fixed for any Special Meeting is to be given by notice in the press;
 - c) Such notice is to state the nature of the business to be brought before the meeting; and
 - d) The committee must adhere to the procedures in clause 24 of the model Rules for Incorporation.
 - e) Any person may attend the Special General Meeting and, subject to the approval of the members present, may address the meeting. Any person other than a member may be excluded from the meeting.
 - f) The only persons entitled to vote are any person who is a fully paid voting member during the current club year.

GENERAL MANAGEMENT COMMITTEE MEETING

57. The Committee may function validly provided its number is not reduced below the quorum. No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present that the meeting shall be dissolved.
58. The Management Committee is to, subject to the Constitution, have complete control of all Club affairs, and to formulate, have accepted and implemented, short and long term plans for the club on its own or as developed by sub-committees.
59. Questions arising at any meeting of the Committee shall be decided by the majority of votes of those present, eligible and voting. In the case of an equality of votes the Chairperson (The Head Coach) or acting deputy (The Secretary) will have the deciding vote.
60. The Secretary may authorise in writing the Head Coach to vote on his/her behalf when absent.
61. The Head Coach may authorise in writing the Secretary to vote on his/her behalf when absent.

CLUB RULES

62. There shall be a set of rules and By-Laws, which shall be approved by a majority of members of the management Committee and such rules and By-Laws once approved, shall be binding on all club members.
63. These rules and By-Laws shall not be amended or rescinded nor new Rule or By-Law added except at a Special meeting of the Management Committee provided that notice of such Special Meeting shall be given in writing to the Secretary so as to reach him or her at least seven (7) days before such Special Meeting and a copy of

such notice setting out the proposal re any proposed amendment, rescission or new Rule or By-Law is placed on the club Notice Board at least seven (7) days before such Special Meeting is held.

CLUB COLOURS, BADGES AND MASCOTS

64. The Colours of the Club shall be the same as the colours of the Sydney Olympic Park Aquatic Centre (yellow, teal & grey). The badge of the Club shall be the "O" as in the logo of the Sydney Olympic Park Aquatic Centre.
65. The Colours of the Club and the Official costumes are to be set by the Management Committee.

CONTROL OF COMPETITION

66. All races are to be governed by the rules of the Association and such standing local rules, rules of racing and any other By-Laws, which the club promulgates from time to time.

INTERPRETATION

67. The Management Committee may, at its discretion, decide any case not within the scope of the foregoing or any question arising as to the interpretation of the Constitution.

ALTERATIONS TO THE CONSTITUTION

68. The name of the club or colours or the Constitution may not be changed, without the consent of the Management Committee & the Sydney Olympic Park Aquatic Centre's General Manager.
69. Subject to the provision of Clause 69, the provisions of the Constitution are not to be amended or rescinded, nor any new clause be added except by a Special General Meeting convened in accordance with clause 57, of this Constitution, or at the Annual General Meeting of the club, and where of a three-fourths majority of the members present consent provided that:
- a) Notice of any proposal amendment, recession (wholly or in part) or addition to the Constitution is to be given in writing to the Secretary so as to reach him/her at least 21 days before the Annual General Meeting.
 - b) The Secretary has, prior to the commencement of the season, forwarded to each member eligible to vote, a copy of such notice or, during the season placed a copy of such notice on the notice Board at the pool, at least 14 days prior to such Meeting; and
 - c) The amendment, rescission or addition is made by consent for three-fourths majority of the members present and entitled to vote at the meeting.

LIABILITY OF MEMBERS

70. The Members of the Club shall have no liability to contribute towards the payment of debts and liabilities of the Club or the costs, charges and expenses of the winding up of the Club except to the amount of any unpaid membership fees.

NON-PROFIT CLAUSE

71. The assets and income of the organisation shall be applied solely in furtherance of its above mentioned objectives and no portion shall be distributed directly or indirectly to

the members of the organisation except as bona fide compensation for services rendered or expenses incurred on behalf of the organisation.

MISCELLANEOUS

- 72. The Club shall effect and maintain insurance as required by law together with any other insurance regarded as necessary by the Club.
- 73. The funds of the Club shall be derived from the fees of members, donations, grants and such other sources approved by the committee.
- 74. The Common Seal of the Club shall be kept in the custody of the Public Officer 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.
- 75. The, Club shall affiliate with and remain affiliated with the Swimming New South Wales Ltd. or such other body or corporation as may succeed that company, and shall to the extent permissible by this Constitution comply with any lawful and reasonable direction of that company.

WINDING UP OF THE CLUB

- 76. In the event of the SOPAC Swim Team Inc. 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.

ALMALGAMATION

- 77. Where it furthers the objects of the organisation 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.

OTHER MATTERS

- 78. ANY MATTERS not covered by this constitution shall be referred to the Swimming New South Wales Ltd. for deliberation.