

CORPORATE AFFAIRS COMMISSION

ASSOCIATION INCORPORATION ACT, 1984

*THE*

*NEW SOUTH WALES ICE SKATING ASSOCIATION*

*INCORPORATED*

*CONSTITUTION*

*OBJECTS AND RULES*

*INCORPORATED 1989*

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### STATEMENT OF OBJECTS

## PART 1 PRELIMINARY

### 1. Interpretation

1. (i) In these Rules, except insofar as the context or subject matter otherwise indicates or requires: -

"the Act" means the Associations Incorporated Act, 1984;

"the Association" means The New South Wales Ice Skating Association Incorporated;

"the Council" means the Council for the time being of the Association constituted as provided in these Rules;

"the financial year of the Association" means the year ending 31<sup>st</sup> December;

"Honorary Member" means a person who has been admitted to Honorary membership under these Rules and whose Honorary membership has not been annulled;

"the Honorary Secretary" means

(a) the person holding office under these Rules as Honorary Secretary of the Association ;  
or

(b) where no such person holds that office, the Public Officer of the Association;

"Extraordinary General meeting" means a General meeting of the Association other than an Annual General meeting;

"Special Resolution" means a resolution passed in accordance with the provisions of Rule 34;

"the Regulation" means the Associations Incorporation Regulation, 1985;

"voting member" means a member entitled under these Rules to vote at a General meeting.

1. (ii) In these Rules:-

(a) a reference to a function includes a reference to a power, authority and duty; and

(b) a reference to an exercise of a function includes, where the function is a duty, a reference to the performance of the duty.

1. (iii) The provisions of the Interpretation Act, 1897, apply to and in respect of these Rules in the same manner as those provisions would so apply if these Rules were an instrument made under the Act.

1.(iv) For the purpose of these Rules, a notice may be served by or on behalf of the Association upon any member either personally, by post, by email or by website publication.

1. (v) A document properly addressed to a person shall:

(a) if prepaid and posted, be deemed to have been served upon them at the time the document would have been delivered in the ordinary course of post;

(b) if transmitted electronically either by fax or email, be deemed to have been served upon them within twenty-four (24) hours from the documented date and time of transmission.

1. (vi) Information contained in a document or documents published on the NSW Ice Skating Association Incorporated website shall be deemed to have been made available to all members within twenty four (24) hours from the documented date and time of website publication.

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## PART II MEMBERSHIP

### 2. Membership Qualifications

2. (i) A person is qualified to be a member of the Association if, but only if the person is:-
- (a) a person referred to in section 15(1)(a), (b), or (c) of the Act and has not ceased to be a member of the Association at any time after incorporation of the Association under the Act; or
  - (b) a natural person who has -
    - (1) expressed interest in Ice Skating, and
    - (2) applied for membership of the Association as provided by Rule 4, and been approved for membership of the Association by the Council, or
    - (3) been granted Honorary Membership pursuant to Rule 2(ii).
2. (ii) Honorary Membership may be conferred by the Council at any time, or by the Association by Special Resolution in General meeting, on any eligible person in recognition of valuable service to the Association or to ice skating. Acceptance of membership by an Honorary Member shall be deemed acceptance of and submission to these Rules, and the Objects of the Association. Thereafter Honorary Members shall be deemed in all respects to hold voting membership except as herein provided. They shall not be required to pay membership fees. The Council may annul the Honorary membership of any person at any time.

### 3. Classes of Membership

3. (i) An individual member shall belong to one of the following classes:-

#### Voting:

- (a) Adult member, which shall apply to an eligible person aged 16 years and over who has applied for and been admitted to voting membership by the Council, as provided in these Rules, for the purpose of participating in a non-skating capacity, including as a member of the NSWISA Council and/or as a representative to ISA and/or as a Judge or Official and/or as a parent or guardian of a Junior member.
- (b) Senior member, which shall apply to an eligible person aged 16 years and over who has applied for and been admitted to voting membership by the Council as provided in these Rules, for the purpose of participating in tests and competitions;
- (c) Honorary member, which shall apply to a person admitted pursuant to Rule 2(ii) ;

#### Non-Voting:

- (d) Junior member, which shall apply to an eligible person under the age of 16 years who has applied for and been admitted to membership by the Council as provided in these Rules for the purpose of participating in tests and competitions;
  - (e) Synchronized skating member, which shall apply to an eligible person of any age who is eligible as hereinafter defined and has applied for and been admitted to membership for the purpose of participating in synchronized skating activities;
  - (f) Basic member, which shall apply to an eligible person of any age and status, who has been admitted to membership for the purpose of taking Aussie Skate tests;
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- (g) Associate member, which shall apply to a person who does not otherwise comply with the qualifications for membership, including ineligible persons appointed as Technical Officials for the Association.
  - (h) Recreational Member, which shall apply to an eligible person of any age and status, who has been admitted to membership for the purpose of general skating activities, excluding any person eligible to apply for any other class of membership.
3. (ii) A club or association formed for the promotion of ice skating, whether as its sole object or not, may be admitted as an Affiliate member. An Affiliate member shall belong to one of the following classes:
- (a) Full Affiliate member, which will apply to a club or association who has been admitted to membership by Council as provided in these Rules. Full Affiliate members shall have a representative on Council, and shall have voting rights at General Meetings.
  - (b) Limited Affiliate member, which will apply to a club or association who has been admitted to membership by Council as provided in these Rules. Limited Affiliate members shall not have a representative on Council, nor have voting rights at General Meetings.
3. (ii) Upon a member ceasing to be an eligible person, that member shall become an Associate member.
3. (iii) Subject to (iii) a Junior member who reaches the age of 16 years may elect to remain a Junior member for the balance of that current financial year.
3. (iv) Subject to (iii) and (iv) a Basic, Recreational or Synchronized member, or any Junior member who has reached the age of 16 years, who wishes to become a voting member shall make application in accordance with the provision of Rule 4.
4. Application for Membership
4. (i) An application of a person or a club or association for membership of the Association shall be -
- (a) made in writing in the current Application for Membership Form authorised by the Honorary Secretary; and
  - (b) lodged with the Honorary Secretary at the address of the office of the Association, together with payment of the Annual subscription and such other information as the Council may from time to time determine.
4. (ii) As soon as practicable after receiving an application for membership or change in class of membership, the application shall be referred to the Office Bearers of the Association who shall, by majority, approve or reject the application for membership as defined in the Membership By-laws.
4. (iii) After the application for membership or change in class of membership is approved, the applicant's name shall be entered in the register of members and, upon the name being entered, the applicant shall become a member of the Association or the existing member shall have their class of membership changed. It is the responsibility of the member to notify the Association in writing of any change in address.
4. (iv) Provisional membership shall be granted upon receipt of an application accompanied by the appropriate fee. Provisional members may participate in activities of the Association, but may not hold a position on Council, nor vote at General Meetings.
4. (v) The decision of the Council on any application for membership shall be final.
5. Cessation of Membership
5. (i) A person shall cease to be a member of the Association if the person -
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- (a) dies;
- (b) resigns;
- (c) is expelled from the Association; or
- (d) fails to pay an annual subscription within 90 days of commencement of the financial year of the Association.

5. (ii) An Affiliate Member shall cease to be an Affiliate member of the Association if it:-

- (a) resigns; or
- (b) is removed from membership by the Council in accordance with Rule 11; or
- (c) fails to pay an annual subscription within 90 days of commencement of the financial year of the Association.

## 6. Resignation of Membership

- 6. (i) A member may resign from the Association at any time by submitting to the Honorary Secretary written notification bearing the member's signature and date of resignation.
- 6. (ii) Where a member ceases to be a member, the Honorary Secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.
- 6. (iii) No refund of membership subscription shall be payable to any member ceasing to be a member.

## 7. Membership Entitlements Not Transferable

- 7. (i) A right, privilege or obligation which a member has by reason of being a member of this Association -
  - (a) is not capable of being transferred or transmitted to another member or any other person; and
  - (b) terminates upon cessation of the member's membership.

## 8. Register of Members

The register of members shall:

- 8. (i) specify the name and address of each member, the class of membership held, the dates on which membership commenced, and the dates and amounts of all payments of membership subscription made by the member;
- 8. (ii) be kept at the principal place of administration of the Association or such other place as the Council sees fit;
- 8. (iii) be closed at the end of the financial year of the Association and be re-opened at the beginning of the new financial year for the purpose of accepting new members desiring to participate in competitions and testing but without granting any rights in respect of voting privileges at the Annual General Meeting relating to the previous financial year.

## 9. Fees, Subscriptions, etc

- 9. (i) Upon application for membership, and once in every financial year of the Association thereafter, each individual member, with the exception of an Honorary member, shall pay to the Association a membership fee.
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9. (ii) The Council may from time to time set the membership fees for the respective classes of individual membership.
9. (iii) Each Affiliate member shall pay an annual subscription to be determined by the Council, which shall become due and payable on 1<sup>st</sup> January in each year and shall produce to the Council its annual report, balance sheet and list of members by the 31<sup>st</sup> January in each year, provided that the Council may, in special circumstances, allow an extension of time for production thereof. A full list of subsidies paid to all club members must be provided by 31<sup>st</sup> January in each year and a copy of the club constitution and bye laws shall be lodged with this Association and any amendments, alterations or additions shall be notified within 90 days of acceptance.

#### 10. Members' Liabilities

10. (i) 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 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 Rule 9.

#### 11. Disciplining of Members

11. (i) Where the Council is of the opinion that a member -
  - (a) has persistently refused or neglected to comply with a provision or provisions of these Rules or By-laws of the Association; or
  - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the Association, or in a manner likely to be prejudicial to the furtherance of its Objects; or
  - (c) has breached an agreement entered with Council

the Council may, by resolution

- (1) suspend the member from membership for a specified period; or
  - (2) request the member to resign; and
  - (3) if the member fails to so resign within 21 days of such request, expel the member.
11. (ii) A resolution of the Council under Rule 11 (c) shall not take effect unless the Council, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under Rule 11 (iii), confirms the resolution.
  11. (iii) Where the Council passes a resolution under Rule 11 (i), the Honorary Secretary shall, as soon as practicable, cause a notice in writing to be served on the member setting out the resolution of the Council and the grounds on which it is based, and in the case of a resolution under Rule 11 (i) (b) (3)
    - (a) stating that the member, or in the case of an Affiliate member, its representative appointed for that purpose in writing, may address the Council at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
    - (b) stating the date, place and time of that meeting; and
    - (c) informing the member that the member, or in the case of an Affiliate member, its representative appointed for that purpose in writing, may either
      - (1) attend and speak at that meeting; or
      - (2) submit to the Council at or prior to the date of that meeting written representations relating to the resolution.

11. (iv) At a meeting of the Council held as referred to in Rule 11 (iii), the Council shall -
- (a) give to the member an opportunity to make oral representations;
  - (b) give due consideration to any written representations submitted to the Council by the member at or prior to the meeting; and
  - (c) by resolution determine whether to confirm or to revoke the resolution.
11. (v) Where the Council confirms a resolution under Rule 11 (iv), the Honorary Secretary shall, within 7 days after that confirmation, by notice in writing inform the member of the fact.
11. (vi) Proceedings of the Council under this Rule shall be Special Business of the Council, but the notice of a meeting need not contain the name of the member or members concerned.
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### PART III THE COUNCIL

#### 12. Powers, etc., of the Council

##### 12. (i) The Council, subject to the Act, the Regulation and these Rules -

- (a) shall control and manage the affairs of the Association ;
- (b) may exercise all such functions as may be exercised by the Association other than those functions that are required by these Rules to be exercised by a general meeting of members ; and
- (c) has power to perform all such acts and do all such things as appear to the Council to be necessary or desirable for the proper management of the affairs of the Association and in so doing shall as far as possible apply the regulations of and the International Skating Union ; and
- (d) shall as soon as practicable after the Annual General Meeting
  - (1) finalise planning for the next NSW Championships and initiate forward planning including fixing the dates, for the subsequent NSW Championships ; and
  - (2) fix a program of events covering competitions and tests for the year ; and
  - (3) appoint a Public Officer and convenors of such Committees as are required.
  - (4) at the first Council meeting of the Association year, initiate a review of the Bye-Laws for the purpose of confirmation, repeal or amendment.

##### 12. (ii) Provisions of these Rules conferring specific powers on the Council shall be read as additional to and not in any way limiting the general power to implement the objects of the Association.

#### 13. Composition of Council

##### 13. (i) Subject in the case of the first members of the Council to section 21 of the Act, the Council shall consist of -

- (a) the office-bearers of the Association;
- (b) five persons elected at the Annual General meeting of the Association;
- (c) a member of each Full Affiliate member appointed by that Affiliate member;
- (d) up to two persons elected by the other members of the Council; and
- (e) the representatives to Ice Skating Australia, Incorporated.

##### 13. (ii) The Office-Bearers of the Association shall be -

- (a) the President;
- (b) two Vice-Presidents;
- (c) the Honorary Secretary; and
- (d) the Honorary Treasurer.

##### 13. (iii) Each member of the Council shall, subject to these Rules, hold office until the conclusion of the Annual General meeting following the date of the member's election, but is eligible for re-election.

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13. (iv) All members of the Council, including members appointed by each Full Affiliate member, must be and remain voting members of the Association, and office bearers must be voting members of not less than one year's standing.
13. (v) In the event of a casual vacancy occurring in the membership of the Council, the Council may appoint a member to fill the vacancy and the member so appointed shall hold office, subject to these Rules, until the conclusion of the Annual General meeting next following the date of the appointment.

#### 14. Election of Council

14. (i) Nominations of candidates for election at the Annual General meeting as defined in Rule 23 (v) shall be -
  - (a) made in writing, signed by two financial voting members and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination; and
  - (b) delivered to the Honorary Secretary at the address of the office of the Association one week prior to the Annual General meeting at which the election is to take place.
14. (ii) If insufficient nominations are received to fill all vacancies on the Council, the candidates nominated shall be deemed to be elected and further nominations shall be called for at the Annual General meeting.
14. (iii) If insufficient further nominations are received, any vacant positions remaining on the Council shall be deemed to be casual vacancies.
14. (iv) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
14. (v) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
14. (vi) The ballots for the election of candidates at the Annual General meeting shall be conducted at the Annual General meeting in such usual and proper manner as the Council may direct.
14. (vii) Candidates may nominate for any position on the Council providing they fulfil the requirements in Rule 13(iv). They may hold only one of the positions defined under Rule 13 (i) (a), (b) or (c).
14. (viii) The Honorary Secretary shall make available 48 hours before the meeting to any voting member the names of all persons nominated for election.

#### 15. The Office-Bearers

15. (i) Between meetings of the Council, the office-bearers shall exercise on behalf of the Council all powers necessary to achieve the objects of the Association, and without limiting the generality thereof, the office-bearers shall be responsible for the implementation of the policies adopted by the Council; the management of the Association, and the resolution of issues within policy guidelines.
15. (ii) All actions or decisions by any meeting of the office-bearers, or by any office-bearer shall, notwithstanding that it be afterwards discovered that there was any defect in the appointment of any or all office-bearers, be as valid and effective as if all had been properly appointed.
15. (iii) The office-bearers shall be responsible, on behalf of the Council, for the hiring of appropriate staff, together with all conditions of employment, on the recommendation of the Honorary Secretary.

#### 16. Honorary Secretary

The Honorary Secretary shall be responsible for the oversight of:

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16. (i) all correspondence and the recording of the same;
16. (ii) the register of members;
16. (iii) all records, books and documents relating to the Association, including such books as the Council may from time to time determine; and
16. (iv) records of :
  - (a) all appointments of office-bearers and members of the Council;
  - (b) the names of members of the Council present at each Council meeting and at each General meeting;
  - (c) all proceedings at Council meetings and General meetings; and
  - (d) a list of all current Council members including their postal addresses and telephone numbers.
16. (v) arrangements for any member to inspect the public records of the association.

#### 17. Honorary Treasurer

Subject to the supervision of Council the Honorary Treasurer shall keep the finances of the Association, and ensure that -

17. (i) such bank accounts are kept as are required and authorised by Council;
17. (ii) all money due to the Association is collected and paid into the Association's bank account or bank accounts and that all payments authorised by the Council are made by cheque or electronic funds transfer. Cheques are to be signed by any two of the Office Bearers of the Association or such other persons as may be authorised by the Council from time to time.
17. (iii) 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;
17. (iv) the annual statement of Income and Expenditure up to and including 31<sup>st</sup> December is prepared each year, and submitted to the Auditor, and signed by the President and the Honorary Treasurer after the books of accounts of the Association have been duly audited ;
17. (v) the annual Statement of Income and Expenditure is presented at the next Annual General meeting ; and
17. (vi) the Public Officer of the Association is given a copy of the Statement and Expenditure and all other relevant documents required to be lodged with the Corporate Affairs Commission pursuant to Section 27 of the Associations Incorporations Act 1984 after the Annual General meeting.

#### 18. Casual Vacancies

For the purposes of these Rules, a casual vacancy in the office of a member of the Council occurs if the member -

18. (i) ceases to be a financial voting member of the Association;
  18. (ii) resigns office by notice in writing given to the Honorary Secretary;
  18. (iii) is absent without the consent of the Council from all meeting of the Council held during a continuous period of six months.
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## 19. Meetings and Quorum

19. (i) The Council shall meet as often as may be required to conduct the business of the Association and to receive written reports from each Affiliate member in each period of 12 months at such places and times as the Council may determine.
19. (ii) Additional meetings of the Council may be convened
  - (a) by the President, or
  - (b) by the Honorary Secretary after receipt of written requisition therefore from any five members of the Council, or
  - (c) by any Council member, if no meeting has been convened by the Honorary Secretary within fourteen days after receipt of a requisition as provided for in Rule 19 (ii) (b).
19. (iii) Written notice of a meeting of the Council shall be given by the Honorary Secretary to each member of the Council at least 7 days (or such other period as may be unanimously agreed upon by the members of the Council) before the time appointed for the holding of the meeting.
19. (iv) Notice given under Rule 19 (iii) shall specify the date, place and time of the meeting and the general nature of the business to be transacted and no business other than that business shall transacted, except business which two thirds of the Council members present at the meeting agree to treat as urgent business.
19. (v) More than 50% of the members of Council as defined in 13 (i) (a) (b) and (e) constitute a quorum for the transaction of the business of a meeting of the Council.
19. (vi) No business shall be transacted by the Council unless a quorum is present. If a quorum is not present within half an hour after the time appointed for the meeting, the meeting stands adjourned to the same place, time and day of the following week.
19. (vii) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
19. (viii) At a meeting of the Council –
  - (a) the President or, in the President's absence, a Vice-President shall preside; or
  - (b) if the President and both the Vice-Presidents are absent or unwilling to act such one of the remaining members of the Council as may be chosen by the members present at the meeting shall preside.
19. (ix) Minutes of the proceedings at a meeting shall be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

## 20. Delegation by Council to Committees

20. (i) The Council may establish any Committee for such purpose and with such duties as it considers appropriate and may appoint members to such Committee and from time to time remove members from any such Committee.
  20. (ii) The office-bearers shall each be ex-officio a member of any Committee and the President shall have the right if present to preside at all meetings of such Committees.
  20. (iii) A Committee shall exercise such functions as the Council requires and shall report its activities to the Council at each Council meeting.
  20. (iv) Subject to any direction of the Council a Committee may meet and adjourn as it thinks proper.
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## 21. Voting and Decisions

- 21. (i) Except in the case of Special Business, which requires a Special Resolution, a question arising at a meeting of the Council or of any Committee appointed by the Council shall be determined by a majority of the votes of members of the Council or Committee present at the meeting.
  - 21. (ii) Each member present at a meeting of the Council or of any Committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
  - 21. (iii) Subject to Rule 19 (v), the Council may act notwithstanding any vacancy on the Council.
  - 21. (iv) Any act or thing done or suffered, or purporting to have been done or suffered, by the Council or by a Committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the Council or Committee.
  - 21. (v) Special Business of the Council shall be:
    - (a) proceedings for the expulsion of any member;
    - (b) proceedings with reference to eligible status or the disqualification of a member ;
    - (c) dealings with any capital funds of the Association.
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#### PART IV GENERAL MEETINGS

##### 22. Annual General Meeting - Convening

- 22. (i) The Association shall convene an Annual General meeting of its members within six months of the end of the financial year, on a date to be fixed by the Council.
- 22. (ii) Rule 22 (i) has effect subject to any extension or permission granted by the Commission under Section 26 (3) of the Act.

##### 23. Annual General Meetings - Business

The business of the Annual General meeting shall be -

- 23. (i) to confirm the minutes of the last preceding Annual General meeting and of any Extraordinary General meeting held since that meeting;
- 23. (ii) to receive from the Council its report on the activities of the Association during the preceding financial year;
- 23. (iii) to receive and consider the statement which is required to be submitted to members pursuant to Section 25 (6) of the Act;
- 23. (iv) to receive a report from the Association's representatives to Ice Skating Australia Incorporated;
- 23. (v) to elect for the ensuing year;
  - (a) office bearers of the Association,
  - (b) members of the Council,
  - (c) the Association's representatives to Ice Skating Australia Incorporated.
- 23. (vi) to confirm the appointment of the Auditor.
- 23. (vii) to deal with those items of business written notice of which has been received by the Honorary Secretary not later than the end of the financial year.

##### 24. Extraordinary General Meetings - Calling Of

- 24. (i) An Extraordinary General meeting may be convened at any time by the Council or by a request made in writing to the Honorary Secretary and signed and dated by 10 voting members.
  - 24. (ii) A request of members for an Extraordinary General meeting –
    - (a) shall state the purpose or purposes of the meeting;
    - (b) shall be signed and dated by the members making the requisitions;
    - (c) shall be lodged with the Honorary Secretary; and
    - (d) may consist of several documents in a similar form, each signed and dated by one or more of the members making the requisition.
  - 24. (iii) (a) Written notice of the Extraordinary General meeting shall be given by the Honorary Secretary to each member in accordance with rule 25 (i).
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(b) Notice given under 25 (i) shall specify the date, place and time of the meeting, and the nature of the business to be transacted, and no business other than that business shall be transacted. Copies of all documents in accordance with 24 (i) and (ii) shall accompany the notice of meeting.

(c) If no meeting has been convened by the Council or the Honorary Secretary within 14 days after receipt of a requisition as provided for in rule 24 (i), the meeting may be convened by the members making the requisition in accordance with rule 25 (i).

#### 25. General Meetings - Notice.

- 25. (i) The Honorary Secretary shall, at least 21 days before the date fixed for the holding of a General meeting, cause to be sent to each member as described in 26. (vi), at the member's postal address appearing in the register of members or the member's last-known email address or by publication on the website of the NSW Ice Skating Incorporated, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 25. (ii) An Annual General meeting shall be specified as such in the notice convening it.
- 25. (iii) A voting member desiring to bring any business before a general meeting may give notice in writing of that business to the Honorary Secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.
- 25. (iv) The non-receipt by any members of such notice of meeting shall not invalidate proceedings at any such meeting.

#### 26. General Meetings - Procedure

- 26. (i) No item of business shall be transacted at a General meeting unless a quorum is present during the time the meeting is considering that item.
- 26. (ii) 10% or more of the voting members constitute a quorum for the transaction of a General meeting. In the event that any calculation results in a fraction of less than one whole voting member, the result will be rounded up in the event that the fraction is 0.5 or more, and rounded down when the fraction is less than 0.5.
- 26. (iii) If within half an hour after 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 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.
- 26. (iv) 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 voting members present (being not less than 3) shall constitute a quorum.
- 26. (v) Each Full Affiliate Member shall be entitled to appoint from among its own members, one representative as its proxy to attend and vote at a General meeting of the Association. The appointment shall be made in writing and shall be handed to the Chairman of the meeting before the commencement of proceedings.
- 26. (vi) All members of the Association shall be entitled to attend General meetings.

#### 27. Presiding member

- 27. (i) The President or, in the President's absence, a Vice-President, shall preside at each general meeting of the Association.
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- 27. (ii) If the President and the Vice-President are absent from a General meeting or unwilling to act, the voting members present shall elect one of their number to preside at the meeting.
- 27. (iii) Minutes of proceedings at a meeting shall be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

## 28. Adjournment

- 28. (i) The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of voting members present at the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 28. (ii) Where a General meeting is adjourned for 14 days or more, the Honorary Secretary shall give written or oral notice of the adjourned meeting of the Association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 28. (iii) Except as provided in Rule 28 (i) and (ii), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

## 29. Making of Decisions

- 29. (i) A question arising at a General meeting shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the person presiding at the meeting that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- 29. (ii) At a General meeting, a poll may be demanded by the person presiding at the meeting or by not less than 3 members present in person at the meeting.
- 29. (iii) Where a poll is demanded at a general meeting, the poll shall be taken –
  - (a) immediately in the case of a poll which relates to the election of the person presiding at the meeting or to the question of an adjournment; or
  - (b) in any other case, in such manner and at such time before the close of the meeting as the person presiding directs, and the resolution of the poll on the matter shall be deemed to be the resolution.

## 30. Voting

- 30. (i) Adult members, Senior members, Honorary members, and one representative of each Full Affiliate Member appointed pursuant to Rules 2 and 3 shall be entitled to vote at General meetings.
  - 30. (ii) Voting at an Annual General meeting shall be limited to members referred to in 30 (i) who were on the Register of Members on the last day of the financial year for which the Annual General meeting has been called.
  - 30. (iii) Voting at an Extraordinary General meeting shall be limited to current financial members referred to in 30 (i) and listed on the Register of Members on the date of the announcement of the Extraordinary General meeting.
  - 30. (iv) Upon any question arising at a General meeting a member has one vote only.
  - 30. (v) All votes shall be given personally.
  - 30. (vi) In the case of an equality of votes on a question at a General meeting, the person presiding at the meeting is entitled to exercise a second or casting vote.
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30. (vii) 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, other than the amount of the annual subscription payable respect of the then current year.

## PART V COMPETITIONS AND CHAMPIONSHIPS

### 31. Eligibility

- 31. (i) In any matter concerning the construction or application of this Rule, the Council's decision shall be final and conclusive.
- 31. (ii) For the purposes of these Rules and all matters in which the Association is concerned, an eligible person is a person who participates in the sport of Ice Skating in accordance with the Rules of the International Skating Union and of Ice Skating Australia Incorporated and who is not ineligible under any provisions of these Rules or of the Rules of Ice Skating Australia Incorporated or the International Skating Union.
- 31. (iii) All championships and competitions held by the Association and all competitions conducted by the Association on behalf of any other person or body shall be confined to eligible persons, unless otherwise expressly stated in the announcement of the event.
- 31. (iv) A person is ineligible if that person has contravened Rule 102 of the International Skating Union or any applicable provisions of Ice Skating Australia Incorporated.
- 31. (v) It is the responsibility of Ice Skating Australia Incorporated. to establish the basis for the receipt of payments by eligible skaters for appearances, endorsements and exhibition performances in accordance with the Rules of the International Skating Union. It is the responsibility of the Association to implement in NSW the provisions of Ice Skating Australia Incorporated in regard to payments to eligible skaters.
- 31. (vi) A person becomes ineligible to participate in NSW Ice Skating Association Incorporated activities and competitions as a competitor or official by contravening the applicable Rules of the International Skating Union and of Ice Skating Australia Incorporated.
- 31. (vii) The Council may, by permit in writing, authorise the holding of skating competitions between eligible and ineligible persons and may authorise eligible persons to take part in exhibitions with or at the same time as ineligible persons.
- 31. (viii) A permit issued for an exhibition or a competition may be made subject to conditions and provisions which the Council may consider desirable, in accordance with the Rules of Ice Skating Australia Incorporated.
- 31. (ix) Any member who knowingly competes or officiates at any meeting in Australia, which is not held under the Rules of this Association or under the rules of Ice Skating Australia Incorporated, may be declared ineligible under such conditions and for such period as the Council may decide and such ineligibility may be absolute or limited in any way thought proper by the Council.
- 31. (x) An Affiliate member need not apply for a permit to hold a meeting or competition confined to its own members or a competition which is restricted to the members of not more than two Affiliate members. Any member participating in such a competition as a member of an Affiliate member shall not be deemed to lose eligibility for so participating.
- 31. (xi) If
  - (a) a notice in writing shall be handed to the Honorary Secretary of the Association claiming that any member claiming to compete is ineligible; or
  - (b) at any time the Council shall receive information which, in its opinion, justifies the holding of an enquiry into the eligibility of any member;

an enquiry shall be held by Council or by a Committee appointed by Council, and any member who has given notice pursuant to Rule 31 (xi) (a), and any member whose eligibility is disputed shall be heard. At least seven clear days before the hearing, the Honorary Secretary shall forward to the

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member whose eligibility is disputed, a copy of the notice of objection together with notice of the time and place fixed for the hearing. The burden of proof shall be on the member giving notice.

31. (xii) A member who has been declared ineligible may apply for reinstatement as an eligible person in accordance with the provisions of Ice Skating Australia Incorporated. Every application must be in the format required by Ice Skating Australia Incorporated.

31. (xiii) Reinstatement shall be granted or withheld in accordance with any decisions of Ice Skating Australia Incorporated.

### 32. Payment of Expenses

32. (i) Payment to a member in reimbursement of expenses for travelling, accommodation and training may be authorised by the Council in accordance with the Regulations of Ice Skating Australia Incorporated.

32. (ii) For the purpose of this Rule, "payment to a member", includes any payment made for the benefit of a member directly or indirectly, and specifically includes payments made to airline, railway, hotel, travel agent or any other for the travelling and accommodation expenses of a member.

32. (iii) Payment to a member in reimbursement shall only be made by or through this Association or Ice Skating Australia Incorporated, and must not be paid direct to a member by a sponsor, promoter or any other person or corporation or combination of the same.

32. (iv) Any such payment as aforesaid shall be made to the member on a pro rata basis of moneys paid to any other member and no member shall be paid a sum disproportionate to the sum paid to any other member unless such a sum shall be specifically authorised by the Council and the reasons for such authorisation shall be set out in the minutes of the meeting as which authorisation is given.

32. (v) Any member contravening the provisions of Rule 32 of this Constitution shall be liable to expulsion under the provisions of Rule 11 hereof.

### 33. Agreement with Other Bodies.

The Council shall have power on behalf of the Association to enter into agreements with Governing Bodies of other sports or with the Governing Bodies of skating in other States or Territories with reference to competitions and eligibility.

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## PART VI MISCELLANEOUS

### 34. Special Resolution of the Association or Council

A resolution of the Association or of the Council or of a Committee is a Special Resolution -

- 34. (i) If it passed by a two-thirds majority of those persons who being eligible under these Rules so to do, vote in person at a properly convened meeting, or
- 34. (ii) where it is made to appear to the Commission that it is not possible or practicable for the resolution to be passed in the manner specified in Rule 34 (i), in a manner specified by the Commission.

### 35. Insurance

- 35. (i) The Association shall effect and maintain insurance pursuant to section 44 of the Act.
- 35. (ii) In addition to the insurance required under Rule 35 (i), the Association may effect and maintain other insurance.

### 36. Indemnity

Every member of the Council and every duly appointed committee member, employee, agent and other officer of the Association shall be indemnified out of the assets of the Association against any liability arising out of the bona fide execution of the duties of such office, and in particular in defending any proceedings, whether civil or criminal, in which judgement is given in such officer's favour or in which case such officer is acquitted, or in connection with any application in which relief is granted to such officer by the Court in respect of any negligence, default, breach of duty or breach of trust, and the benefits of such indemnity shall not be extinguished on the termination of such office, nor on the death of such officer or former officer.

### 37. Auditor

The Auditor shall be a person with accountancy qualifications, not being a member of the Council or of any Committee of the Association or otherwise an employee, agent, or other officer of the Association, and shall audit the accounts of the Association for presentation to the Annual General meeting.

### 38. Alteration of Objects and Rules

The Statement of Objects and these Rules may be amended only by a Special Resolution of the Association.

### 39. Common Seal

- 39. (i) The common seal of the Association shall be kept in the custody of the Public Officer.
- 39. (ii) The common seal shall not be affixed to any instrument except by the authority of the Council and the affixing of the common seal shall be attested by the signature either of two members of the Council or of one member of the Council and of the Public Officer or Honorary Secretary.

### 40. Disclosure of interest

A member of the Council shall be liable to inform the Council in writing if -

- 40. (i) the member holds an office of profit in the Association;
  - 40. (ii) the member is directly or indirectly interested in any contract or proposed contract with the Association.
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#### 41. Payments

The income and property of the Association whencesoever derived shall be applied solely toward the promotion of the Objects of the Association and no portion thereof shall be paid or transferred directly or indirectly by way of individual bonus or otherwise howsoever by way of profit to the members of the Association provided that nothing herein shall prevent the payment in good faith of remuneration to any officer or servant of the Association or to any member of the Association in return for any services actually rendered to the Association or reasonable and proper rent or charges for premises or property let or hired by any member to the Association.

#### 42. Winding up of Association

The Association shall not be wound up or dissolved except at a General Meeting of the Association specifically convened for the purpose and by a Resolution carried by a majority of four-fifths of the votes recorded in respect of the same. If upon the winding up or dissolution of the Association there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institution or institutions having objects similar or in part similar to the objects of the Association and which shall also prohibit the distribution of its or their property among its or their members, such institution or institutions to be identified in the resolution to wind up or dissolve or in default thereof by the Chief Judge of such Court as may have or acquire jurisdiction in the matter.

STATEMENT OF OBJECTS

pursuant to Section 19 of  
Associations Incorporation Act 1984.

The Objects of

*THE NEW SOUTH WALES ICE SKATING ASSOCIATION INCORPORATED*

are:

- (a) to promote, guide and further Figure skating on ice in all its branches;
- (b) to establish, maintain and improve standards of Figure skating;
- (c) to conduct championships, tests of proficiency and competitions in Figure skating;
- (d) to provide and supervise uniform regulations for tests and competitions;
- (e) to promote and foster the objects of Ice Skating Australia Incorporated to the end that there shall be uniform regulations for Figure skating throughout the Commonwealth of Australia.
- (f) such other objects as the Association shall approve by Special Resolution at a general meeting.

*Objects and Rules of 1989. Amended March 1990; April 1991; November 1993; November 1994; November 1996; May 1997; July 1998; November 1998; July 2000; August 2001; March 2002; October 2002; February 2004; February 2005; May 2005; November 2005, May 2009.*

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Accepted by the Membership of the New South Wales Ice Skating Association Incorporated at the General meeting on Tuesday 5<sup>th</sup> May, 2009.