



**TUGGERANONG NETBALL ASSOCIATION
INCORPORATED**

RULES

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Signed
President TNA Inc.

Dated

Signed
VP Administration TNA Inc.

Dated.....



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PART 1 - PRELIMINARY

Introduction

The Tuggeranong Netball Association Incorporated (TNA Inc) is governed by these Rules. The TNA Inc. Rules represent the constitution of TNA Inc and are supported by the TNA Inc By-Laws and Executive Directives (which include Standing Orders). These Rules provide the TNA Inc Executive Committee with a set of guidelines with which to operate the Tuggeranong Netball Association.

1 Interpretation

- 1.1 In these rules, unless a contrary intention appears:
- a. "Tuggeranong Netball Association Incorporated" herein known as TNA Inc.
 - b. "club" means a group of affiliated teams or a group of teams representing a school and individual teams, not affiliated with other teams other than through TNA Inc;
 - c. TNA Inc conducts several different types of meetings in the course of business, these are defined as follows:
 - d. "Council meeting" means a general meeting of the delegates of the schools and clubs within TNA Inc and the Executive committee of TNA Inc.;
 - e. "Annual General Meeting" means an annual meeting of all members of TNA Inc.
 - f. "Executive meeting" means a meeting of the Executive committee as defined under these rules.
 - g. "General Committee meeting" means a general meeting of the full committee of TNA Inc elected at the AGM.
 - h. "Executive" means a committee comprising the senior office bearers of the TNA Inc general committee with special powers granted by the council;
 - i. "financial year" means the year ending on 30 September;
 - j. "member" means a member, however described, of TNA Inc;
 - k. "public officer" means the person holding office as a public officer of TNA Inc,
 - l. "Secretary" means the person holding office under these rules as Secretary of TNA Inc or, where no such person holds that office, the Public Officer of TNA Inc;
 - m. "special resolution" means a resolution that:
 - (1) is passed at a council meeting, general committee meeting or annual general meeting the notice for which:
 - i. was given at least 21 days before the meeting;
 - ii. included the notice of the intention to propose the resolution as a special resolution; and
 - (2) is passed by at least two-thirds of those members who, being entitled to vote, vote at that meeting;
 - n. "the Act" means the Associations Incorporation Act 1991;
 - o. "the Regulations" means the Associations Incorporation Regulations;
 - p. "Netball ACT" means ACT Netball Incorporated, a body elected to organise, promote and control the game of netball in the Australian Capital Territory;
 - q. "membership fees" are fees paid to be a member of TNA Inc;
 - r. Admin Officer means a person employed by TNA Inc to assist the Executive Committee in the day-to-day operation of TNA Inc with powers and duties delegated by the Executive to enable more efficient operation of TNA Inc.
- 1.2 In these rules:
- a. a reference to a function includes a reference to a power, authority and duty; and
 - b. reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise or the power or authority or the performance of the duty.



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- 1.3 The provisions of the *Interpretation Act 1991* apply to 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.

2 Objectives of TNA Inc

- 2.1 The objectives of TNA Inc. are:
- a. To organise and control the competition between netball clubs in Tuggeranong.
 - b. To promote the sport of netball in all age groups within the guidelines of Netball Australia in Tuggeranong.
 - c. To promote the enjoyment of the sport in a competitive atmosphere.
 - d. To promote the development of the skills of netball at all levels of participation in the sport.
 - e. To foster the development of skills trainers who willingly put time and effort into encouraging young netballers.
 - f. To select and manage representative teams, and promote the excellence of netball at representative level.
 - g. To encourage and develop umpiring at all levels.
 - h. To maintain full affiliation with the Netball ACT and provide delegates as required.



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PART 2 - MEMBERSHIP

3 Classes of Membership

- 3.1 Membership of TNA Inc is divided into the following classes:
- TNA Inc officials and players of affiliated clubs and teams;
 - ordinary members of TNA clubs and teams;
 - individual members who are not club or team affiliated; and
 - life members.

4 Affiliated Clubs and Team Membership

- 4.1 An association of persons whether or not incorporated, may apply to be an affiliated club or team.
- 4.2 An application under Sub-rule 3.1 must:
- be in writing; and
 - be lodged with the Secretary through the TNA Admin Officer.
- 4.3 If an application is made under Sub-rule 3.1 the Executive must:
- consider the application at the earliest practicable time; and
 - advise the applicant as to the outcome of the application.
- 4.4 An affiliated club or team ceases to be a member if:
- the club or team, by written notice, resigns from TNA Inc.; or
 - the club or team fails to pay the prescribed affiliation fee by the date the fee is due; or
 - the club or team is expelled from TNA Inc.; or
 - the club or team is wound up.

5 Lists of Members

- 5.1 Each affiliated club or team must, by the first competition game of the winter or summer season, provide TNA Inc with a list of members (players and officials) of that affiliated club or team as at that date.
- 5.2 An affiliated club or team may, at any time, provide TNA Inc with amendments to the list of members provided under Sub-rule 5.1.
- 5.3 All members provided to TNA by the clubs and teams are to be registered on the TNA database.

6 Individual Members of Affiliated Clubs and Teams

- 6.1 A person who is included on a list of members provided under Rule 5, or an amendment to such a list, becomes an individual member of TNA Inc. once the member is registered on the TNA database.
- 6.2 A person who becomes an individual member under Sub-rule 6.1 ceases to be a member if:
- the person is removed from the list of members of an affiliated club or team by an amendment to that list; or
 - the person is not included in the list of members of any affiliated club or team lodged under Sub-rule 5.1 in a particular year; or
 - the person is expelled from TNA Inc.;
 - the person resigns; or
 - the person dies.



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7 Ordinary TNA Membership

- 7.1 An ordinary member of TNA Inc. is any person who is affiliated with a club or team (not on the list of members provided to TNA Inc.) who:
- a. is a parent or guardian of a registered member of TNA Inc. who is under 18 years of age;
 - b. is a member of a club or team who participates in the management or administration of the club or team and is a known member of the club or team.
- 7.2 An ordinary member of a club or team:
- a. is entitled to be present and to speak at a TNA Inc. council and annual general meeting;
 - b. is entitled to propose or second any resolution;
 - c. is entitled to vote at a TNA Inc. council meeting and annual general meeting; and
 - d. is not considered a financial member of Netball ACT or entitled to vote at Netball ACT meetings or AGMs.
- 7.3 Only one parent or guardian from a family may represent any registered member who is under 18 years of age at a TNA Inc. council or annual general meeting, except where the other parent is also covered by 7.1 (b) whereby they retain voting rights associated with that membership.

8 Other Individual Membership

- 8.1 Any other person may apply to become a registered individual member of TNA Inc.
- 8.2 An application under Sub-rule 8.1 must:
- a. be in writing; and
 - b. be lodged with the Secretary through the Admin Officer.
- 8.3 If an application is made under Sub-rule 8.1, the Executive must:
- a. consider the application at the earliest practicable time;
 - b. advise the applicant as to the outcome of the application; and
 - c. if successful be placed on the TNA database as a registered member.
- 8.4 A person who becomes a member under this rule ceases to be a member if:
- a. the person, by written notice, resigns from TNA Inc.; or
 - b. the person fails to pay the prescribed annual membership fee by the date that the fee is due; or
 - c. the person is expelled from TNA Inc.; or
 - d. the person resigns from TNA Inc.; or
 - e. the person dies.



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9 Life Membership

- 9.1 A person may be nominated for Life Membership of TNA Inc. if the person has provided TNA Inc. with outstanding service for at least ten years.
- 9.2 Pursuant to 9.1 above, to be eligible for Life Membership for TNA Inc. a person must have achieved one or a combination of the following criteria within the intent of 9.1:
- A member of either or both of the Executive and General Committees for at least 10 years;
 - A coach of TNA Representatives teams; either Junior or Senior or both for a period of 12 or more years;
 - An umpire for a period of 12 or more years;
 - Played netball at TNA at any level or a combination of levels for a period 15 or more years;
 - A TNA Inc. member for 10 years and represented TNA in an official capacity as a TNA delegate for 10 years;
 - A combination of service to TNA Inc. deemed by the Executive Committee to be of exemplary service for not less than 10 years
- 9.3 A nomination for Life Membership must:
- be in writing, addressing the criteria which reflects the intent of 9.1 and 9.2 and be signed by two members; and
 - be lodged with the Secretary through the Admin Officer not less than one (1) month before a council or annual general meeting at which it is to be considered.
- 9.4 A nomination for life membership must be endorsed by the Executive committee of TNA Inc. prior to a council or annual general meeting. The nomination once endorsed must be approved by a resolution of a council meeting or an annual general meeting.
- 9.5 The members at an annual general meeting may, by resolution from time-to-time, fix the number of persons who shall hold life membership.
- 9.6 After election a Life Member:
- is entitled to be present and to speak at council and annual general meetings;
 - is entitled to propose or second any resolution;
 - is entitled to vote at council meetings and annual general meetings; and
 - is not considered a financial member of Netball ACT or entitled to vote at ACT Netball meetings or AGMs, unless they are a registered player or official of a club or TNA Inc.
- 9.7 A Life Member ceases to be a member if:
- the Life Member, by written notice, resigns from TNA Inc.; or
 - the Life Member dies.

10 Membership Entitlements Not Transferable

- 10.1 A right, privilege or obligation, which a person has by reason of being a member of TNA Inc.:
- is not capable of being transferred or transmitted to another person; and
 - terminates upon cessation of the person's membership.

11 Register of Members

- 11.1 The TNA Inc., through the Admin Officer is to maintain a register of all club and team players and at least two official members for each team. as provided under these rules by the clubs and teams. The register is to include all TNA Inc. officials and any individual members.



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- 11.2 The TNA Inc., through the Admin Officer is to maintain a register of all Ordinary TNA members. The register is to include all life members.
- 11.3 The register of members must include:
- the name and address of each member;
 - the date on which each member became a member; and
 - the date, if any, of which each member ceased to be a member.

12 Fees and Subscriptions

- 12.1 The membership fee of TNA Inc. is any amount that has been determined by resolution of the Executive Committee; and
- 12.2 Each affiliated club, individual member and officials (except life members and members of the Executive and General Committees), may be required to pay an affiliation fee to TNA Inc. of such an amount as may be determined by resolution of the Executive Committee.

13 Members' Liabilities

- 13.1 The liability of a member to contribute towards the payment of debts and liabilities of TNA Inc. or the costs, charges and expenses of the winding up of TNA Inc. is limited to the amount, if any, unpaid by the member in respect of membership of TNA Inc. as required by Rule 12.

14 Disciplining Members

- 14.1 Where the Executive is of the opinion that a member:
- has persistently refused or neglected to comply with a provision of these Rules;
 - has persistently and wilfully acted in a manner prejudicial to the interests of TNA Inc.;
 - is deemed an un-financial member pursuant to these rules;

The Executive may by resolution:

- expel the member from TNA Inc.; or
 - suspend the member from such rights and privileges of membership of TNA Inc. as the Executive may determine for a specified period; or
- 14.2 A resolution of the Executive under Sub-rule 14.1 is of no effect unless the Executive, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under Sub-rule 14.3, confirms the resolution in accordance with this rule.
- 14.3 Where the Executive passes a resolution under Sub-rule 14.1, the Secretary through the Admin Officer shall, as soon as practicable, cause a notice in writing to be served on the member:
- setting out the resolution of the Executive and the grounds on which it is based;
 - stating that the member may address the Executive at a meeting to be held not earlier than fourteen (14) days and not later than twenty eight (28) days after the service of the notice;
 - stating the date, place and time of that meeting; and,
 - informing the member that the member may do either or both of the following:
 - attend and speak at the meeting; and
 - submit to the Executive at or prior to the date of that meeting written representations relating to the resolution.
- 14.4 At a meeting of the Executive mentioned in Sub-rule 14.3 the Executive shall:



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- a. give to the member mentioned in Sub-rule 14.1 an opportunity to make oral representations;
 - b. give due consideration to any written representations submitted to the Executive by that member at or prior to the meeting; and
 - c. by resolution determine whether to confirm or to revoke the resolution of the Executive made under Sub-rule 14.1.
- 14.5 Where the Executive committee passes a resolution under Sub-rule 14.4, confirming the resolution of the Executive Committee made under Sub-rule 14.1 the Secretary through the Admin Officer shall, within seven (7) days after that confirmation by notice in writing inform the member of that confirmation and of the member's right of appeal under Rule 15.
- 14.6 A resolution confirmed by the Executive committee under Sub-rule 14.4 does not take effect until the expiration of the period within which the member is entitled to appeal against:
- a. where the member does not exercise the right of appeal, within that period; and
 - b. where within that period the member exercises the right of appeal, unless and until the Committee confirms the resolution in accordance with Rule 14.

15 Rights of Appeal of Disciplined Members

- 15.1 A member may appeal to a general meeting of the council against a resolution of the Executive which is confirmed under Rule 14.4, within seven (7) days after notice pursuant to rule 14.5 of the resolution is served on the member, by lodging with the Secretary through the Admin Officer a notice in writing to that effect.
- 15.2 Upon receipt of a notice under Sub-rule 15.1, the Secretary through the Admin Officer shall notify the committee, which shall convene a general meeting of the members of TNA Inc. to be held within twenty one (21) days after the date on which the Secretary through the Admin Officer received the notice or as soon as possible after that date.
- 15.3 Subject to Section 50 of the Act, at a general meeting of the members of TNA Inc. convened under Sub-rule 15.2:
- a. no business other than the question of the appeal shall be transacted;
 - b. the Executive and the member shall be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - c. the members present shall vote by secret ballot on the question of whether the resolution made under Rule 14.3, should be confirmed.



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PART 3 - THE EXECUTIVE and GENERAL COMMITTEES

16 Powers and Responsibilities of the Executive

- 16.1 The Executive, subject to the Act, the Regulations, these Rules and By-Laws, and to any resolution passed by TNA Inc in a general meeting of the council:
- a. shall control and manage the affairs of TNA Inc; and
 - b. may exercise all such functions as may be exercised by TNA Inc other than those functions that are required by these rules to be exercised by a council meeting, general meeting or an annual general meeting; and
 - c. has the power to perform all such acts and do all such things as appear to the Executive to be necessary or desirable for the proper management of the affairs of TNA Inc,
 - d. has the power to employ a permanent or part time employee in the form of an Administrative Assistant to assist in the proper management of the affairs of TNA Inc.
 - e. has the power to employ other permanent or part-time employees to assist in the operation of TNA Inc.

17 Composition of the Executive Committee

- 17.1 The Executive shall consist of the following:
- a. the president;
 - b. three vice-presidents (vice-president administration, vice-president competition and vice president representative);
 - c. the secretary;
 - d. the treasurer;
 - e. the property and assets manager;
 - f. the umpires delegate to Netball ACT;
 - g. the coaches delegate to Netball ACT;
 - h. Canteen, BBQ and Functions Manager;
 - i. IT & Communications Manager.
- 17.2 Each member of the Executive 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.
- 17.3 In the event of a vacancy in the membership of the Executive, the Executive may appoint a member of TNA Inc 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.
- 17.4 At no time may more than one half of the Executive committee be comprised of members from the same club, except that a two-thirds majority vote at an annual general meeting may decide that this rule be waived until the next annual general meeting.
- 17.5 The Admin Officer may be included in Executive Committee meetings and other meetings as the Executive determines. The Admin Officer shall not be a member of the Executive Committee but may provide input and advice to meetings to assist in the resolution of business at the meetings. The Admin Officer may not propose or vote on business conducted at the meeting but may be directed by the meeting by way of a recorded Action Item to perform tasks as required by the meeting.



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18 Election of Executive Members

- 18.1 Nominations of candidates for election as Executive members:
- a. shall be in writing, endorsed by two (2) members of TNA Inc and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and
 - b. shall be delivered to the Secretary through the Admin Officer of TNA Inc before the annual general meeting at which the election is to take place.
- 18.2 If insufficient nominations are received to fill all vacancies on the Executive, the candidates nominated shall be deemed to be elected and further nominations shall be called and received at the annual general meeting.
- 18.3 If insufficient further nominations are received, any vacant positions remaining on the Executive shall be deemed to be vacancies.
- 18.4 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be taken as elected.
- 18.5 If the number of nominations received exceeds the number of vacancies to be filled, a secret ballot shall be held.
- 18.6 The ballot for the election of Executive members shall be conducted at the annual general meeting.
- 18.7 A person shall not hold simultaneously more than one (1) position on the Executive.

19 Duties and Responsibilities of the Executive Committee Members

- 19.1 The Executive Committee members shall carry out the duties listed in their duty statements as promulgated and ratified by the members of TNA Inc, and in particular conduct their office in a manner that fulfils the requirements of the office on behalf of the members of TNA Inc. Each committee member has duties and responsibilities peculiar to their office that are necessary for the proper management of TNA Inc. Members accepting Executive office with TNA Inc undertake to fulfill their duties in accordance with the Rules governing the operation of TNA Inc.

20 Not Used

21 Public Officer

- 21.1 TNA Inc is to appoint a public officer pursuant to section 57 of the Act (usually the Vice President Administration).
- 21.2 TNA Inc may, by resolution, remove its public officer from office.
- 21.3 The office of the public officer is taken to be vacant if the public officer:
- a. is removed under Sub-rule 21.2; or
 - b. resigns from office; or
 - c. dies; or
 - d. becomes insolvent under administration within the meaning of the Corporations Law; or
 - e. suffers from mental or physical incapacity that prevents the member from carrying out his/her assigned duties; or was convicted or released from imprisonment in



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- respect of an offence referred to in sub-section 63 (1) of the Act within a period of five (5) years immediately preceding his or her appointment as public officer, or is convicted of such an offence after taking office; or
- f. ceases to reside in the Australian Capital Territory.

22 Vacancies

- 22.1 For the purposes of these Rules, a vacancy in the office of a member of the Executive or general committees occurs if the member:
- dies;
 - ceases to be a member of TNA Inc;
 - resigns from the office;
 - is removed from the office pursuant to Rule 23;
 - is declared bankrupt or enters into any scheme or arrangement with his/her creditors pursuant to the Bankruptcy Act;
 - suffers from mental or physical incapacity that would prevent the member from carrying out his/her assigned duties;
 - is disqualified from office under subsection 63 (1) of the Act; and
 - is absent without the consent of the Executive from all meetings of the Executive or general committee held during a period of six (6) months.

23 Removal of Committee Members

- 23.1 The members may by special resolution at an extraordinary general meeting, subject to section 50 of the Act, remove any member of the Executive or general committee from the office of member of the Executive or general committee before the expiration of the member's term of office.

24 Meetings and Quorum

- 24.1 The Executive and/or the general committees shall meet at least five (5) times in each calendar year at such place and time as the Executive may determine.
- 24.2 Additional meetings of the Executive may be convened by any member of the Executive.
- 24.3 Oral or written notice of a meeting of the Executive and general committees shall be given by the Secretary through the Admin Officer to each member of the Executive at least 48 hours (or such other period as may be unanimously agreed upon by the members of the Executive) before the time appointed for the holding of the meeting.
- 24.4 Notice of a meeting held under Sub-rule 24. 3 shall specify the general nature of the business to be transacted at the meeting and no business other than that business which the presiding member determines to treat as urgent business.
- 24.5 Any five (5) members of the Executive constitute a quorum for Executive meetings, while any nine (9) members of the general committee constitute a quorum of the general committee for the transaction of the business at the meeting.
- 24.6 No business shall be transacted by the committees unless a quorum is present and if within 30 minutes after the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place as the presiding member shall determine. Notice of the time and place for the adjourned meeting shall be given to each member of the committees at least 48 hours (or such other period as may be unanimously



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agreed upon by the members of the committees) before the appointed time for the holding of the adjourned meeting.

24.7 If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the meeting, the meeting shall be dissolved.

24.8 At meetings of the Executive and General committees':
a. the President or in the absence of the President a Vice-President (in order of Vice-President Administration and then Vice-President Competition); or
b. if the President and the Vice-Presidents are absent, one of the remaining members of the Executive may be chosen by the members present to preside.

25 Delegation by the Executive to Sub-committee

25.1 The Executive may, by instrument in writing, appoint a subcommittee and delegate one (1) or more members to that subcommittee to exercise the functions of the Executive as are specified in the instrument, other than:
a. this power of delegation; and,
b. a function which is a function imposed on the Executive by the Act, by any other law of the Territory, or by resolution of TNA Inc in general meeting.

25.2 A function, exercise of which has been delegated to a sub-committee under this rule may be revoked by the Executive but while the delegation remains revoked, be exercised from time to time by the subcommittee in accordance with the terms of the delegation.

25.3 A delegation under this rule may be made subject to such conditions or limitations as to the exercise of any function, or as to time and circumstances, as may be specified in the instrument of delegation.

25.4 Notwithstanding any delegation under this rule, the Executive may continue to exercise any function delegated.

25.5 Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Executive.

25.6 The Executive may, by written notice, revoke wholly or in part any delegation under this rule.

25.7 A sub-committee may meet and adjourn as it thinks proper.

26 Voting and Decisions

26.1 Questions arising at a meeting of the Executive or general committees of TNA Inc or of any sub-committee appointed by the Executive shall be determined by a majority of the votes of members of the Executive or sub-committee present at the meeting.

26.2 Each member present at the meeting of the Executive or general committees, or any sub-committee appointed by the Executive (including person presiding at the meeting) is entitled to one (1) vote but, in the event of an equality of votes on any question. the person presiding may exercise a casting vote.

27 Powers and Responsibilities of the General Committee



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27. 1 The General Committee of TNA Inc, subject to the Act, the Regulations, these Rules and By-Laws, and to any resolution passed by TNA Inc in a general meeting of the council:
- a. shall control and manage the affairs of TNA Inc; and
 - b. may exercise all such functions as may be exercised by the members of TNA Inc other than those functions that are required by these rules to be exercised by council or an annual general meetings; and
 - c. has the power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of TNA Inc.

28 Composition of the General Committee

28. 1 The general committee will consist of those positions described in Rule 17.1 and other such positions as the Executive determines is required to properly manage the affairs of TNA Inc.
28. 2 Each member of the general committee shall, subject to these rules, hold a position until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.
28. 3 In the event of a vacancy on the general committee, the Executive may appoint a member of TNA Inc to fill the vacancy and the member so appointed shall hold that position, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.
28. 4 At no time may more than one half of the general committee be comprised of members from the same club, except that a two-thirds majority vote at an annual general meeting may decide that this rule be waived until the next annual general meeting.
28. 5 The Admin Officer shall be included in General committee meetings as the Executive determines is required. The Admin Officer shall not be a member of the general committee but may provide input and advice to meetings to assist in the resolution of business at the meetings. The Admin Officer may not propose or vote on business conducted at the meeting but may be directed by the meeting by way of a recorded Action Item to perform tasks as required by the meeting..

29 Election of General Committee Members

- 29.1 Nominations of candidates for election as general committee members:
- a. shall be in writing, endorsed by two (2) members of TNA Inc and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and
 - b. shall be delivered to the Secretary through the Admin Officer of TNA Inc before the annual general meeting at which the election is to take place.
- 29.2 If insufficient nominations are received to fill all vacancies on the general committee, the candidates nominated shall be deemed to be elected and further nominations shall be called and received at the annual general meeting.
- 29.3 If insufficient further nominations are received, any vacant positions remaining on the general committee shall be deemed to be vacancies.
- 29.4 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be taken as elected.



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- 29.5 If the number of nominations received exceeds the number of vacancies to be filled, a ballot of the members present at the AGM shall be held.
- 29.6 Except as directed in Rule 18.7, a person may hold more than one (1) position on the general committee as the membership see fit.

30 Duties and Responsibilities of the General Committee Members

- 30.1 The General Committee members shall carry out the duties listed in their duty statements as promulgated and ratified by the members of TNA Inc, and in particular conduct their office in a manner that fulfils the requirements of the office on behalf of the members of TNA Inc. Each member has duties and responsibilities peculiar to their office that are necessary for the proper management of TNA Inc. Members accepting general committee membership with TNA Inc undertake to fulfill their duties in accordance with the Rules governing the operation of TNA Inc.



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PART 4 – TNA Inc MEETINGS

31 Annual General Meetings (AGM) and the Act

- 31.1 TNA Inc shall convene an Annual General Meeting (AGM) of its members in accordance with the Act.
- 31.2 This rule shall have effect subject to the powers of the Registrar of Incorporated Associations pursuant to Section 120 of the Act in relation to extensions of time.

32 Annual General Meetings (AGM) - Convening and Business

- 32.1 The AGM of TNA Inc shall, subject to the Act, be convened by the Executive once in each calendar year on such a date and at such a place and time as the Executive determines.
- 32.2 In addition to any other business which may be transacted at an AGM, the business of an AGM shall be:
- a. to confirm the minutes of the last preceding AGM;
 - b. to receive from the Executive reports on the activities of TNA Inc during the last preceding financial year;
 - c. to elect members of the Executive and general committees;
 - d. to receive and consider the statement of accounts and the reports that are required to be submitted to members pursuant to subsection 73(1) of the Act; and
 - e. any other matter considered relevant by the presiding member.
- 32.3 An AGM shall be specified as such in the notice convening it in accordance with Rule 30.
- 32.4 An AGM shall be conducted in accordance with the provisions of this Part.
- 32.5 At least twenty one (21) days notice of the date of the AGM shall be given to each Executive member, each affiliated club, life member and individual member of TNA Inc. Copies of the annual and other reports, balance sheets and revisions to these Rules and By-Laws made by the Executive since the previous AGM shall be available at the meeting for perusal.

33 Council Meetings

- 33.1 The Executive will endeavour to convene a council meeting at least four (4) times in each year.
- 33.2 The Executive shall, on the requisition in writing of not less than five (5) affiliated clubs, convene a council meeting.
- 33.3 A requisition of affiliated clubs for a council meeting:
- a. shall state the purpose or purposes of the meeting;
 - b. shall be signed on behalf of the members making the requisition;
 - c. shall be lodged with the Secretary through the Admin Officer; and
 - d. may consist of several documents in a similar form, each signed by the members on behalf of one or more affiliated clubs making the requisition.
- 33.4 If the Executive fails to convene a council meeting within one (1) month after the date on which a requisition of affiliated clubs for the meeting is lodged with the Secretary



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through the Admin Officer, any one or more of the members of the affiliated clubs who made the requisition may convene a council meeting to be held not later than three (3) months after that date.

33.5 A council meeting convened by a member or members referred to in Sub-rule 32. 4 shall be convened as nearly as is practicable in the same manner as council meetings are convened by the Executive and any member who thereby incurs expense is entitled to be reimbursed by TNA Inc for any reasonable expense so incurred.

33.6 Subject to this rule and to Sub-rule 32. 5, such business as the Executive determines may be transacted at a council meeting.

34 Notice of Council Meetings

34.1 Notice of each council meeting must, at least seven (7) days before the date fixed for the holding of the meeting, be:

- a. placed in the TNA Inc Newsletter two Saturdays before the meeting and notice handed to each team on the Saturday before the meeting and;
- b. posted in a prominent place at the courts of TNA Inc;
- c. be sent by email to registered delegated of all schools and clubs.

34.2 The notice must specify the place, date and time of the meeting.

34.3 Where the nature of the business proposed to be dealt with at a meeting requires a special resolution of TNA Inc, the Secretary through the Admin Officer shall also include in the notice the intention to propose the resolution as a special resolution.

34.4 No business other than that specified in the notice covering a council meeting shall be transacted at the meeting.

34.5 A member desiring to bring any business before a council meeting may give notice in writing of that business to the Secretary through the Admin Officer who shall include that business in the next council meeting agenda.

35 Procedure and Quorums for AGM and Council Meetings

35.1 No item of business shall be transacted at a council meeting and an AGM unless a quorum of members entitled to vote under these rules is present during the time the meeting is considering that item.

35.2 Twenty-one (21) members present in person being members entitled under these rules to vote at a council meeting and an AGM constitutes a quorum for the transaction of business of a council meeting and an AGM.

35.3 If within 30 minutes after the appointed time for the commencement of a council meeting and an AGM 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 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.

35.4 If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the commencement of the meeting, the members present being not less than (12) shall constitute a quorum.



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36 Presiding Member at AGM and Council Meetings

- 36.1 The President, or in the absence of the President, a Vice-President (in order of Vice-President Administration and Vice-President Competition) shall preside at each council meeting and AGM.
- 36.2 If the President and Vice-Presidents are absent from a council meeting or an annual general meeting, the members present shall elect one of their number to preside at the meeting.

37 Adjournment of AGM and Council Meetings

- 37.1 The person presiding at a council meeting or an AGM at which a quorum is present may, with the consent of the majority of 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.
- 37.2 Where a council meeting or an AGM is adjourned for fourteen (14) days or more, the Secretary through the Admin Officer shall give written or oral notice of the adjourned meeting to each affiliated club, life member and member of the Executive of TNA Inc stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 37.3 Except as provided in Sub rules 36 (1) and 36 (2), notice of an adjournment of a council meeting or an AGM or of the business to be transacted at an adjourned meeting is not required to be given.

38 Making Decisions at AGM and Council Meetings

- 38.1 A question arising at a council meeting or an AGM shall be determined on a show of hands and unless a poll is demanded, a declaration by the person presiding 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 of TNA Inc, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- 38.2 At a council meeting and an AGM, a poll may be determined by the person presiding or by not less than three (3) of affiliated clubs present.
- 38.3 Where the poll is demanded at a council meeting or an AGM, the poll shall be taken:
- immediately in the case of a poll which relates to the election of the person to preside at the meeting or to the question of an adjournment; or
 - in any other case, in such a 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 of the meeting on that matter.

39 Voting at AGM and Council Meetings

- 39.1 Subject to Sub-rule 37 (3), upon any question arising at a council meeting or an AGM of TNA Inc a member has one vote only.
- 39.2 All votes shall be given personally; there shall be no voting by proxy.



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- 39.3 In the case of an equality of votes on a question arising at a council meeting or an AGM, the person presiding is entitled to exercise, a second or casting vote.
- 39.4 A member is not entitled to vote at a council meeting and an AGM of TNA Inc unless all monies due and payable by the member to TNA Inc or their affiliated club has been paid, other than the amount of either the annual subscription payable (if applicable) or club fees in respect of the then current year.

40 General Committee Meetings

- 40.1 The Executive may convene a general committee meeting at least once per calendar month throughout the playing season.
- 40.2 General committee meetings shall be attended by those members who have been elected to the committee of TNA Inc by the function of these rules and are current members.
- 40.3 Business conducted at a general committee meeting shall be done so in accordance with these rules.

41 Extraordinary Meetings

- 41.1 The Executive may at its discretion call an extraordinary meeting of the Executive Committee, the General Committee, the members or the council as it deems is required to conduct business of TNA Inc that ensures the correct management of the TNA Inc.
- 41.2 Business conducted at an extraordinary meeting shall be done so in accordance with these rules.



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PART 5 - MISCELLANEOUS

42 Funds - Source

- 42.1 The funds of TNA Inc shall be derived from canteen profits, competition entrance fees and annual subscriptions of members, affiliated clubs and teams, sponsorships, donations and grants and subject to any resolution passed by TNA Inc in general meeting and subject to section 114 of the Act, such other sources as the Executive determines.
- 42.2 All money received by TNA Inc shall be receipted (except in the case of canteen sales) and deposited as soon as practicable in TNA Inc's bank account and where expenses are deducted prior to banking, vouchers supporting all funds spent shall be maintained.
- 42.3 TNA Inc shall, as soon as practicable after receiving any money, issue an appropriate receipt.

43 Funds - Management

- 43.1 Subject to any resolution passed by an AGM, the funds of TNA Inc shall be used in pursuance of the objectives of TNA Inc in such manner as the Executive determines.
- 43.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two (2) members of the Executive being members of the Executive authorised to do so by the Executive.

44 Alteration of Objectives and Rules

- 44.1 Neither the objectives of TNA Inc nor the Rules shall be altered except by special resolution passed at a council meeting or an annual general meeting.

45 Common Seal

- 45.1 The common seal of TNA Inc shall be kept in the custody of the public officer.
- 45.2 The common seal shall not be affixed to any instrument except by the authority of the Executive and the affixing of the common seal shall be attested by the signatures of two (2) members of the Executive.

46 Custody of Books

- 46.1 Subject to the Act, the Regulations and these Rules, the Secretary through the Admin Officer shall keep in his or her custody or under his or her control all records, books, and other documents relating to TNA Inc.

47 Inspection of Books

- 47.1 The records, books, and other documents of TNA Inc shall be open to inspection at a place in the Territory, free of charge, by a member of TNA Inc at any reasonable hour.



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48 Service of Notice

- 48.1 For the purpose of these rules, a notice may be served by or on behalf of TNA Inc upon any member either personally or by sending it by post to the member at the member's address shown in the register of members.
- 48.2 Where a document is sent to a person by properly addressing prepaying and posting to the person a letter containing the document the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

49 Surplus Property

- 49.1 In the event of the dissolution or winding up of TNA Inc, the surplus property of TNA Inc:
- a. must not be paid to or distributed amongst the members of TNA Inc; and
 - b. must be given or transferred to another fund, association or institution -
 - (1) having objects similar to those of TNA Inc; and
 - (2) that is approved by the Commissioner of Taxation or a Deputy Commissioner of Taxation for the purposes of paragraph 23(g) of the *Income Tax Assessment Act 1936* or any amendment or re-enactment of that paragraph.
- 49.2 An association nominated under paragraph 48 (1) (b) must fulfil the requirements specified in subsection 92(2) of the Act.

50 Association to Non-profit

- 50.1 The income and property of TNA Inc must be applied solely towards the promotion and objectives of TNA Inc and no portion thereof may be paid or transferred directly or indirectly by way of dividend bonus or otherwise by way of profit to the members of TNA Inc.
- 50.2 Sub-rule 49 (1) does not prevent the payment in good faith:
- a. of remuneration to any officers or servants of TNA Inc; or
 - b. to any member of TNA Inc in return for goods or services provided to TNA Inc; or
 - c. of interest at a reasonable and proper rate on money borrowed from a member of TNA Inc; or
 - d. of out-of-pocket expenses incurred by a member in and about the affairs of TNA Inc.

51 By-Laws

- 51.1 TNA Inc may, by resolution at a council meeting or AGM make, amend or repeal By-Laws prescribing all matters which:
- a. are required or permitted by these Rules to be prescribed; or
 - b. are necessary or convenient for carrying out or giving effect to these Rules.
- 51.2 Without limiting the generality of Sub-rule 50 (1), the By-Laws may make provision for any or all of the following:
- a. the conduct of competitions by TNA Inc, including the resolution of disputes arising during or from such competitions,
 - b. the selection, management and control of teams that represent TNA Inc;
 - c. requiring the attendance of members, or specified classes of members, at council meetings and annual general meetings;



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- d. duties to be performed by Executive members in addition to those specified in these Rules.

52 Executive Directives

- 52.1 Executive Directives support the Rules and By-Laws and are standing orders and directives issued from time to time by the Executive through the members to enhance the Rules and By-Laws. These Rules enable the Executive to issue standing orders or supplementary rules in the form of directives to assist them in the operation of TNA Inc and the provision of services to the netball community in the Tuggeranong Valley.
- 52.2 A directive or standing order may be formulated by the Executive Committee; it must be ratified by the members at an AGM or council meeting.
- 52.3 Directives and standing orders are issued to supplement the intent of the Rules and By-Laws and may only be revoked by the members at an AGM or a council meeting.
- 52.4 TNA Inc may, by resolution at an AGM or council meeting make, amend or repeal Executive Directives prescribing all matters which:
 - a. are required or permitted by these Rules to be prescribed; or
 - b. are necessary or convenient for carrying out or giving effect to these Rules.

53 Review of Rules and By-Laws

- 53.1 The review of the TNA Inc Rules and By-Laws is to be ongoing. The Executive of TNA Inc may at its discretion order a review of the Rules and By-Laws to ensure currency and effectiveness. The Executive may appoint a sub-committee chaired by the Vice President Administration to conduct a review on its behalf, its findings to be reported to the Executive for deliberation before presentation to the members at an annual general meeting for resolution.
- 53.2 These rules may only be altered by resolution passed at an annual general meeting or council meeting (see Part 4), of which not less than 21 days notice specifying the resolution to be proposed has been given.



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PART 6 TNA Inc POLICIES

54 OH&S Management System and Policy

- 54.1 TNA Inc subject to the OH&S Legislation 1992 is to provide a safety management system that ensures a healthy work place and environment for its staff, players and other users of the Tuggeranong Netball Facility.
- 54.2 The Executive is to develop and maintain an OH&S Policy and appoint a suitably qualified Safety Officer to be responsible for ensuring that TNA Inc complies with all requirements set forth in the policy and the Safety Management System.
- 54.3 The Safety Officer is to be directly responsible to the Executive Committee with the roles and responsibilities of the office clearly defined in the Safety Management System.
- 54.4 The Executive is to conduct periodic reviews of the Safety Management System and the Policy to ensure its compliance with current legislation.

55 Risk Management Plan and Policy

- 55.1 TNA Inc subject to the Act is to provide a Risk Management Plan to identify, evaluate, manage and monitor risks associated with the operation of TNA Inc.
- 55.2 The Executive is to develop and maintain a Risk Management Policy that ensures the conduct of periodic risk analysis and the maintenance of an effective risk management plan. The Executive is to ensure that the players, members, staff other users of the TNA Inc facilities are protected against any threats in the delivery of the services and the operation of TNA Inc.
- 55.3 The Executive is to form a Risk Management Team to implement the policy and maintain the integrity of the Risk Management Plan. The roles and responsibilities of the team are to be clearly defined in the Risk Management Plan.
- 55.4 The Executive is to conduct periodic reviews of the Risk Management Plan and the Policy to ensure its currency, effectiveness and compliance with the Act.

56 Members Protection Policy

- 56.1 TNA Inc is to provide a Members Protection Policy to ensure that all players, members, staff other users of the TNA Inc facilities are able to represent the TNA Inc and do so with dignity and respect.
- 56.2 The Executive is to develop and maintain a Members Protection Policy that applies to behaviour occurring both within and outside the course of TNA's business, activities and events, when the behaviour involves individuals associated with TNA Inc and negatively affects relationships within the organisation's sport and work environment.
- 56.3 The Executive is responsible for the implementation and conduct of the policy. The roles and responsibilities of the committee in the operation of the policy are to be clearly defined in the Members Protection Policy.



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56.4 The Executive is to conduct periodic reviews of the Anti- Harassment Policy to ensure its currency, effectiveness and compliance with the Act.

57 SCHEDULE OF AMENDMENTS TO THE TNA INC. RULES

Rule No	Title	Date of Effect
Index		
1(1)	Interpretation (financial year)	8 August 1995
5.	Lists of members	13 August 1996
8(1) and 8(2)(b)	Life members	8 August 1995
16.	Executive Committee and membership	13 August 1996
16 (1) (h)	Executive Committee and membership	1 May 2000
19(1) and 19(2)	Treasurer and Finance Director (now Assistant Treasurer)	8 August 1995
19.(2)	Finance Director	1 May 2000
20.	Public officer	13 August 1996
23.	Executive meetings and quorum	13 August 1996
27(2)	Annual general meetings	8 August 1995
29.	Notice	13 August 1996
31.	Presiding member	13 August 1996
35.	Funds - source	13 August 1996
Complete Review of Rules	All Parts	May 2004
16 (1)	Executive membership	22 February 2005
Complete Review of Rules	All Parts	October 2006
Rule 16-1	Added Canteen, BBQ and Functions Manager and IT & communications Manager to Executive committee and removed Assistant Treasurer	30 May 2013
Part 2 Membership	Complete review of Part 2 of the rules to include categories of membership and general formatting	10 Dec 2013
By_Laws	Updated By-Laws 8.1c	Dec 2014