

**MOUNTAIN DISTRICT LADIES TENNIS ASSOCIATION
INCORPORATED
RULES**

TABLE OF CONTENTS

1. Name
2. Objects
3. Interpretation
4. Membership
5. Affiliation Fees & Levies
6. Office Bearers
7. Register of Affiliated Clubs
8. Annual General Meeting
9. Special General Meetings
10. Notice of Meeting
11. Proceedings of Meetings
12. Committee of Management
13. Match & Permit Committee
14. Election of Officers & Vacancy
15. Proceedings of Committee
16. Secretary
17. Treasurer
18. Removal of Member of Committee
19. Disputes & Mediation
20. Cheques
21. Audit, Seal
22. Indemnities
23. Interpretation
24. Amendment of Rules
25. Dissolution of the Association
26. Notices
27. Life Members
28. By-Laws

MOUNTAIN DISTRICT LADIES TENNIS ASSOCIATION INCORPORATED RULES

1. NAME

The Name of the Association shall be the Mountain District Ladies Tennis Association Incorporated.

2. OBJECTS

To foster and promote closer fellowship, control and develop the game of tennis and operate competition between the Associated Tennis Clubs.

3. INTERPRETATION.

In these rules, unless the contrary intention appears:

- 'Committee' means the Committee of management of the Association;
- 'Financial Year' means the year ending 30 June;
- 'General Meeting' means a general meeting of the Council convened in accordance with Rule 10;
- 'Ordinary member of the Committee' means a member of the Committee who is not an Officer of the Association under Rule 12;
- 'The Act' means the Associations Incorporations Act 1981;
- 'The Regulations' means regulations under the Act.

In these Rules, a reference to the Secretary of the Association is a reference:

- (a) Where a person holds office under the Rules as Secretary of the Association - to that person; and
- (b) in any other cases, to the Public Officer of the Association.

Words or expressions contained in these rules shall be interpreted in accordance with the Acts Interpretations Act 1958 and the Act as in force from time to time.

4. MEMBERSHIP

- The members of the Association shall be such Tennis Clubs as have applied for and been admitted to membership as bona fide Tennis Clubs by the Council of the Association and are otherwise qualified for membership according to these Rules.
- Tennis Clubs wishing to join the Association shall make application in writing to the Secretary.
- Applications for membership shall be considered and accepted or rejected by a General Meeting of the Association.
- The Management of the Association shall be vested in a Council consisting of the Committee of Management, and two delegates from each affiliated Club.

5. AFFILIATION FEES AND LEVIES

- No entrance fee or annual subscription shall be charged.
- Clubs submitting teams to the Association shall pay a registration fee per team per season. This fee shall be decided at the Annual General Meeting.
- On the resolution of Council, member clubs may be called upon at any time to contribute equally to any deficiency which cannot be met from Association funds.

6. OFFICE BEARERS

At the Annual General Meeting of the Council, the Council shall elect the Officers of the Association consisting of a President, Vice-President, Honorary Treasurer, Secretary and Ladder Secretary and shall from time to time determine the duties of those offices.

7. REGISTER OF AFFILIATED CLUBS

The Secretary shall keep a register of affiliated clubs in which shall be entered the names and addresses of the clubs contacts and the names of their two delegates. The Club Contacts of these Clubs shall be empowered to nominate substitute delegates if necessary.

8. ANNUAL GENERAL MEETING

- Unless otherwise determined by the Council, the Annual General Meeting shall be held within five months after the end of the financial year of the incorporated Association.
- The date of the AGM shall be determined by the Committee. The AGM shall be specified as such in the notice convening it.
- The ordinary business of the AGM shall be:-
 - to confirm the minutes of the last preceding AGM and of any general meeting held since that meeting;
 - to receive from the committee reports upon the transactions of the Association during the preceding financial year;
 - to elect officers of the Association;
 - to receive and consider the statement submitted by the Association in accordance with Section 30(3) of the Act.
- The AGM may transact special business of which notice has been given in accordance with these rules.
- The AGM shall be in addition to any other general meeting that may be held in the same year.

9. SPECIAL GENERAL MEETINGS

- All general meetings other than the AGM shall be called special general meetings.
- The Committee may, whenever it thinks fit, convene a special general meeting of the Association.
- On a requisition in writing signed by not less than five affiliated Clubs, the committee shall convene a special meeting of the Association. The requisition shall state the objects of the meeting and be sent to the Secretary.

If the Committee does not cause a special meeting to be held within one month after the date on which the requisition is sent to the Secretary, the clubs making the requisition may convene a special general meeting to be held no later than three months after that date.

A special general meeting convened by affiliated clubs in pursuance of these rules shall be convened in the same manner nearly as possible as that in which those meetings convened by the Committee and all reasonable

expenses incurred in convening the meeting shall be refunded by the Association to those persons incurring the expenses.

10. NOTICE OF MEETING

- The Secretary of the Association shall, at least 14 days before the date fixed for holding a general meeting of the Association, advise each affiliated club in writing of the date, time, place, and nature of the business to be transacted;
- No business other than that set out in the notice convening the meeting shall be transacted at that meeting;
- An affiliated club wishing to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next general meeting after receipt of the notice.

11. PROCEEDINGS AT MEETINGS

- All business that is transacted at a special general meeting or an annual general meeting except that which is specially referred to on these rules as being ordinary business of the annual general meeting shall be deemed to be special business;
- No item of business may be transacted at a general meeting unless a quorum of the Council is present. A quorum shall consist of delegates of two thirds of committee members personally present;
- If within 30 minutes from the time appointed for the meeting a quorum is not present, the meeting shall be postponed to such a time, not exceeding 14 days, and place, as the Council members present may decide, and 7 days notice shall be given to every club whose delegates are not present. At a postponed general meeting, if a quorum is not present within 30 minutes of the time appointed for the meeting, the Council members present shall be a quorum.;
- The President, or in their absence the Vice-President, shall preside as chairperson at each general meeting of the Association;
- If the President and the Vice-President are absent from the general meeting, the council members present shall elect a chairperson to preside over the meeting;
- The chairperson of a general meeting at which a quorum is present may with the consent of the meeting adjourn the meeting from time to time and place to

MDLTA Constitution Current as at 24/11/98.

place, but no business other than that left untransacted may be transacted at the adjourned meeting.

- A question arising at a general meeting of the association shall be determined by a show of hands or by secret ballot. The result of voting shall be recorded in the Minute book;
- Upon a question arising at a general meeting each member of a the council present has one vote each;
- In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote;
- If at a meeting a poll on any question is demanded by not less than three members of Council, it shall be taken at that meeting in such manner as the chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question;
- Delegates of affiliated clubs are not entitled to vote unless all monies due and payable by that club have been paid, other than money associated with the current and immediately previous season;
- Voting shall be by members of the council present, no proxy voting is allowed.

12. COMMITTEE OF MANAGEMENT

- The affairs of the Association shall be arranged by a Committee of Management constituted as provided in Rule 4
- The Committee:
 - shall control the business and affairs of the association;
 - may, subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the association other than those powers and functions that are required by these rules to be exercised by general meetings of the association; and
 - subject to these rules, the regulations and the Act, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the association.
- The officers of the Association shall be:
 - a President;
 - a Vice-President;
 - a Treasurer;

- a Secretary
- a Ladder Secretary.
- The provisions of Rule 14 as far as they are applicable and with the necessary modification, apply to and in relation to the election of persons to any of the offices mentioned in sub-clause 3;
- Each officer of the Association shall hold office until the Annual General Meeting next after the date of their election but is eligible for re-election;
- In the event of a casual vacancy in any office referred to in sub-clause 3, the committee may appoint one of its members to the vacant office and the members so appointed may continue in office up to and including the conclusion of the AGM next following his appointment.
- Subject to Section 23 of the Act, the Committee shall consist of
 - the officers of the Association;
 - and seven members of the Match and Permit Committee each of whom shall be elected at the AGM of the Association in each year;
- Each Match and Permit committee member shall hold office until the Annual General Meeting next after the date of their election but is eligible for re-election;
- In the event of a casual vacancy occurring in the office of a Match and Permit committee member, the committee may appoint a member of the Association to the vacant office and the member so appointed may continue in office subject to these rules, up to and including the conclusion of the AGM next following their appointment.

13. MATCH AND PERMIT COMMITTEE

- Clubs are to be allowed only one representative on this committee with five representatives forming a quorum.
- The purpose of the Match and Permit Committee is to resolve any disputes arising during the season and issue player permits which may be required from time to time by clubs.

14. ELECTION OF OFFICERS AND VACANCY

- Nominations for the election as officers of the Association or as Match and Permit members of the committee shall be:

- made in person at the AGM
- or
- made in writing signed by two members of the Council and the candidate.
- If the number of nominations received is equal to the number of vacancies to be filled the persons nominated shall be deemed elected;
- If the number of nominations exceeds the number of nominations to be filled, a ballot shall be held
- The ballot for the election of officers and match and permit members of the committee shall be conducted at the AGM in such usual and proper manner as the chairperson may direct;
- For the purposes of these rules, the office of an officer of the association or a member of the match and permit committee, becomes vacant if the officer or member ceases to be a member of the association:
 - becomes insolvent under administration within the meaning of the Companies (Victoria) code
 - or
 - resigns his office by notice in writing given to the Secretary.

15. PROCEEDINGS OF COMMITTEE

- The Committee shall meet at least three times in each calendar year at such place and times as the Committee may determine;
- Special meetings of the Committee may be convened by the President or by any four members of the Committee;
- Notice shall be given to members of the Committee of any special meeting specifying the general nature of the business to be transacted;
- A quorum shall consist of two thirds of committee members;
- No business may be transacted unless a quorum is present and if within thirty minutes of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and to the same hour of the same day of the following week unless the meeting was a special meeting in which case it lapses;
- The President, or in their absence the Vice-President, shall preside as chairperson at each meeting of the committee;

- If the President and the Vice-President are absent from a committee meeting, the committee members present shall elect a chairperson to preside over the meeting;
- Questions arising at a meeting of the Committee shall be determined by a show of hands, or if demanded by a member, by a poll taken in such manner as the person presiding at the meeting shall decide;
- Each member present at a meeting of the committee (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

16. SECRETARY

- The Secretary of the Association shall keep minutes of the resolutions and proceedings of each General Meeting and each Committee Meeting in books provided for that purpose together with a record of the names of persons present at such meetings;
- Except as otherwise provided in these Rules the Secretary shall keep in her custody or under her control all books, documents and securities of the Association;

17. TREASURER

- The Treasurer of the Association:
 - (a) shall collect and receive all monies due to the Association and make all payments authorised by the Association;
 - (b) shall keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association and furnish interim financial statements to the ordinary meetings of the Council and Committee and shall prepare statements of income and expenditure and balance sheets for the financial year for submission to the Auditors and the Annual General Meeting;
 - (c) the accounts and books referred to in sub-clause (b) shall be available for inspection by members.

18. REMOVAL OF MEMBER OF COMMITTEE

- The Association in general meeting may by resolution remove any member of the committee before the expiration of his term of office and appoint another member in their stead to hold office until the expiration of the term of the first mentioned member;
- Where the member to whom a proposed resolution referred to in sub-clause (1) makes representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and requests that they may be notified to members of the Association, the Secretary or the President may send a copy of the representation to each member of the Council or, if they are not sent, the member may require that they be read at the meeting.

19. DISPUTES AND MEDIATION

- The grievance procedure set out in this rule applies to disputes under these Rules between-
 - (a) a member and another member, or
 - (b) a member and the Association.
- The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- The mediator must be-
 - (a) a person chosen by agreement between the parties
or
 - (b) in the absence of agreement
 - (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or
 - (ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed by the Dispute Settlement Centre of Victoria (Department of Justice)

- A member of the Association can be mediator
- The mediator cannot be a member who is a party to the dispute.
- The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- The mediator, in conducting the mediation, must-
 - (a) Give the parties to the mediation process every opportunity to be heard; and
 - (b) Allow due consideration by all parties of any written statement submitted by any party; and
 - (c) Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- The mediator must not determine the dispute.
- If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

20. CHEQUES

- All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two of the office-bearers.

21. AUDIT, SEAL

- The Annual General Meeting of the Association shall appoint an Auditor who is not a member of Council or Executive to audit the accounts for the ensuing year and report thereon;
- The Association shall have a Common Seal which shall be in the custody of the Secretary. The Seal shall only be affixed to any deed instrument or document by persons so authorised by the Committee and in accordance with its direction.

22. INDEMNITIES

- The Office Bearers of the Association and the members of the Executive shall be indemnified by the Association from and against all actions, suits,

claims, demands, costs, damages and expenses which any such office bearer or member may incur or suffer.

23. INTERPRETATION

- The interpretation of these Rules and any By-Laws made hereunder shall be in the sole determination of the Council whose decision shall be binding on all parties.

24. AMENDMENT OF RULES

- The Rules of the Association shall be subject to repeal or alteration with the concurrence of a three-quarters majority of delegates present and voting at a Special General Meeting of the Council called for the purpose.

25. DISSOLUTION OF THE ASSOCIATION

- The Association shall be deemed to have been dissolved if and when a Special General Meeting has been held to discuss the proposition and three-quarters of the delegates present at the meeting and entitled to vote shall have voted in favour of such dissolution, and have further resolved that after payment of expenses any assets shall be disposed of in equal shares to the clubs affiliated at the time of winding up or cancellation.

26. NOTICES

- A notice may be served by or on behalf of the Association upon any affiliated club either personally or by sending it by post to the person designated as the registered club contact of that Club;
- Where a document is properly addressed prepaid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

27. LIFE MEMBERS

- Life members may be elected to the Association with the following provisions:
 - by notice of motion;

MDLTA Constitution Current as at 24/11/98.

Page 12.

- by a two-thirds majority of members voting at a special general meeting or the Annual General Meeting;
- no more than 4 life members to hold office at any one time;
- life members may hold office and retain all privileges of any other member.

28. BY-LAWS

- The Association may make such By-Laws as may be necessary to govern competitions and such other matters as it deems necessary for the effective administration of the Association.