Constitution
South Australian Masters Athletics Incorporated.

1. **Name**

The name of the Organisation is South Australian Masters Athletics Incorporated. (in this Constitution called 'SAMA').

2. **Interpretation**

(1) 'The Act' means the Associations Incorporation Act, 1985

(2) 'General Meeting' includes a Special General Meeting and an Annual General Meeting

(3) 'Committee' means the management committee of SAMA

(4) Where requirements of the Act are not specifically referred to in this Constitution, SAMA acknowledges that it is bound by the Act

3. **Objects**

(1) To encourage and promote athletics for SAMA members

(2) To encourage, engage and promote athletic competition with other athletic clubs or organisations

(3) To affiliate with Australian Masters Athletics Inc., Athletics South Australia and/or Athletics Australia

4. **Powers**

SAMA has the powers conferred by Section 25 of the Act and includes the power:

(1) To act in the interests of SAMA and in particular of Masters Athletics

(2) To obtain land, buildings, equipment and services for the use of and/or promotion of Masters Athletics

(3) To sell, hire, lease, or otherwise deal with any land, buildings, equipment or other property of SAMA.

5. **Membership**

(1) Membership of SAMA is open to men and women 30 years of age and over

(2) Membership of SAMA consists of the following classes:

(a) Membership with voting rights:

i. Ordinary members, being members who pay the full fee

ii. Life members (see Rule 17)

(b) Membership with participation rights at meetings but without voting rights:

i. Associate members, being non-fee paying members who assist at club events and or members who do not wish to be competing members but wish to receive SAMA communications and attend events

(3) An application for Ordinary membership must be in writing/or by electronic means, signed by the applicant, and in the form that the Committee may prescribe. The applicant becomes a member if:

(a) The Committee accepts the application

(b) The first subscription is paid

(4) Applications are required for each financial year

(5) This constitution will be freely available to all members

6. **Subscriptions**

(1) The Committee determines the subscription for membership, subject to the approval of the members in General Meeting

(2) Membership fees are due on 1st October or at a time decided by the Committee

(3) A member whose subscription is in arrears, ceases to be a member, but may be reinstated on payment of outstanding fees

7. **Termination of membership**

(1) A member may resign from SAMA by giving notice to the Secretary in writing

(2) Expulsion of a member:

(a) The Committee may expel a member for failing to comply with this Constitution or for acting in a manner prejudicial to the interests of SAMA or its members, providing that the member is given an opportunity to be heard or to make a written submission

(b) Particulars of the allegation must be communicated to the member in writing at least 14 days before the meeting of the Committee at which the matter will be decided

(c) The decision of the Committee must be communicated to the member in writing and if there is an adverse decision the member ceases to be a member 14 days after the Committee has communicated its decision to the member, subject to sub-rule (d)

(d) A member may appeal to the members against the expulsion at a General Meeting. The intention to appeal must be communicated to the Secretary not more than 14 days after the decision of the Committee has been communicated to the member

(e) If the member appeals under sub-rule (d) the member may only be expelled if the Committee's decision is upheld by two-thirds of the members present and eligible to vote at a General Meeting after the reasons for expulsion and the member have been heard

8. **The Committee**

(1) The Committee, all of whom must be members of SAMA, consists of:

(a) The President

(b) The Vice-President

(c) The Secretary

(d) The Treasurer

(e) The Registrar

(f) And other members to make a maximum of 11 on the Committee

(2) The Committee is elected at the Annual General Meeting and subject to this Constitution, each elected member shall normally hold office for two years. The election of the following

Committee members shall be staggered, with the President and Treasurer being elected at even year AGMs and with the Vice President, Secretary and Registrar at the odd year AGMs. Additional Committee members shall be elected as needed.

(3) Written nominations for the Committee must be proposed and seconded, authorised by the candidate and in the hands of the Secretary seven days before the Annual General Meeting

(4) If sufficient written nominations for any elected position have not been previously received, then the Chairperson of the Annual General Meeting shall call for nominations from the floor and such nominations may be voted upon to fill the relevant vacancy

(4) A member who owes money to SAMA for arrears of subscription is not eligible for election to the Committee

(5) The Committee meets as required but not less than four times per year. Motions are decided by a majority of votes and in the case of equal numbers, the President has a second or casting vote

(6) The Secretary or another member of the Committee appointed for that purpose will give each member of the Committee oral or written notice of a Committee meeting at least 48 hours (or any other period that may be decided by the Committee) before the time appointed for the holding of the meeting

(7) The quorum for meetings is not less than four Committee members, one of who must be the President, Vice President, Secretary, Treasurer or Registrar

9. **Powers of the Committee**

(1) The affairs of SAMA are managed by the Committee, which has the following powers:

(a) To take legal proceedings of any nature on behalf of SAMA

(b) To collect subscriptions, fees and other monies due, and apply these funds for the promotion of the objects of SAMA

(c) To invest any monies of SAMA not immediately required for its objects

(d) To obtain land, buildings, equipment and services for the use of and/or promotion of Masters Athletics

(e) To sell, hire, lease, or otherwise deal with any land, buildings, equipment or other property of SAMA.

(f) To select, appoint, finance and manage any athlete(s) or team(s) of athletes or other person(s) to represent SAMA

(g) To appoint a member to fill a vacancy on the Committee until the conclusion of the next Annual General Meeting

(h) To appoint a Public Officer, as required by the Act.

(i) To make by-laws, which may be affirmed, amended or rescinded by the members in General Meeting

(j) To appoint sub-committees for particular tasks; to appoint or co-opt individuals to provide advice.

(k) Any two of the following: President, Vice President, Secretary, Treasurer or Registrar to be able to sign cheques and authorise electronic fund transfers for SAMA

(2) Disclosure of interest;

(a) A member of the committee (other than an employee) who has any direct or indirect pecuniary interest in a contract, or proposed contract, with SAMA must, as soon as he or she becomes aware of his or her interest, disclose the nature and extent of his or her interest to the committee; and must disclose the nature and extent of his or her interest in the contract at the next annual general meeting.

(b) A member of the committee who has any direct or indirect pecuniary interest in a contract, or proposed contract, with SAMA must not take part in any decision of the committee with respect to that contract.

10. **Finances**

(1) The financial year of SAMA is from 1st April to 31st March

(2) The assets and income of SAMA must be applied exclusively towards the promotion of its objects and no portion shall be distributed directly or indirectly to members of SAMA except as bona fide compensation for services rendered to or expenses incurred on behalf of SAMA

(3) Accounting records will be kept to correctly record and explain the finances of SAMA

(4) At the end of each financial year the accounts of SAMA shall be examined by a suitably qualified auditor approved by the committee. This auditor shall report to the committee who will present the report together with SAMA's accounts to the AGM

11. **Annual General Meeting**

(1) The Annual General Meeting is held within 3 months of the end of the financial year

(2) The Secretary will give not less than 21 days notice of the Annual General Meeting to every member by post or email, specifying the place, day and hour of the meeting and the nature of the business

(3) The business of the Annual General Meeting includes:

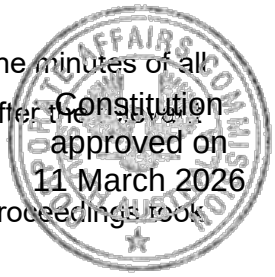
(a) The confirmation of the Minutes of the previous Annual General Meeting and of any Special General Meeting held since that meeting

(b) The presentation of the Annual and Financial Reports of the Committee for the year ending 30th March

(c) The election of the Committee

(d) Any other business requiring consideration by SAMA in General Meeting

12. **Special General Meetings**
    (1) A Special General Meeting may be called by the Committee or by not less than 15% of all financial members
    (2) The Secretary will give not less than 7 days notice of a Special General Meetings to every member by post or email, specifying the place, day and hour of the meeting and the nature of the business
    (3) Any proposed resolution to be submitted by a member at a Special General Meeting must be in writing, signed by the member, seconded and be in the hands of the Secretary 21 days before the proposed date of the meeting
13. **Procedure at General Meetings**
    (1) The President presides at a General Meeting. However if the President is not present 5 minutes after the time appointed for holding the meeting, or if he or she is present but declines to take or retires from the chair, the members may choose a member to be the chairperson for the meeting
    (2) The quorum at a General Meeting is not less than 10% of members eligible to vote under sub-rule 5
    (3) If a quorum of members is not present 30 minutes after the time appointed for the meeting, it will be adjourned to the same day in the next week at a similar time. If a quorum of members is not present 30 minutes after the time appointed for the adjourned meeting, the members present will form a quorum
    (4) In the case of a meeting convened by members, if a quorum of members is not present 30 minutes after the time appointed for the meeting, the meeting will lapse and not be adjourned
    (5) The business of such a meeting must be confined to the issue(s) for which the meeting was called
    (6) A person who owes money to SAMA for arrears of subscriptions is not eligible to vote at any meeting of SAMA
14. **Voting at General meetings**
    (1) At a General Meeting a motion put to a vote will be decided on a show of hands. A declaration by the chairperson of the meeting that the motion has been carried or lost is conclusive evidence of the fact. However if a secret ballot is requested by the chairperson or not less than 3 members and after a vote in favour by the meeting, any previous vote on the motion will have no effect
    (2) A member may appoint in writing another member to be their proxy to attend and vote at a General Meeting of SAMA
15. **Minutes**



(1) The Secretary or other member appointed for that purpose must record the minutes of all proceedings of General Meetings and of the Committee within 30 days after the relevant meeting

(2) Minutes must be signed by the chairperson of the meeting at which the proceedings took place or by the chairperson of the next meeting

(3) Minutes, confirmed and signed are conclusive proof that:

(a) The meeting was correctly convened and held

(b) All proceedings at the meeting were properly conducted

(c) All appointments made at the meeting are valid until the contrary is proved

(4) Minutes of any meeting are available to members for inspection

16. **Uniform**

(1) The SAMA uniform will be determined by the Committee only after extensive consultation with members but its colours are a top in red, royal blue, gold and white, with bottoms of navy blue or black. The SAMA uniform must be worn at all national competitions. Members are also encouraged to wear the SAMA uniform at all SAMA and other competitions. Members may wear body suits, two-piece, or leotards, in accordance with an approved SAMA design, if they comply with WMA rules

(2) The current uniform and the immediately preceding uniform are valid uniforms for SAMA members

17. **Life Membership**

(1) Life Membership may be conferred on any member of SAMA who has rendered distinguished service to SAMA

(2) A nomination may be made by any financial member of SAMA (other than the nominee). It must be in writing, supported by the names and signatures of not less than 3 other financial members, accompanied by a statement of the qualifications of the nominee and forwarded to the Secretary who will refer it to the Committee for examination

(3) The Committee will decide whether or not to recommend the nomination. If the committee opposes the nomination then the proposer is free to call a Special General Meeting in accordance with rule 12. The Secretary will advise the proposer accordingly. It is strongly recommended that the nominee is not informed of the nomination until the Committee advises the proposer that the nomination will be recommended by the committee to a General Meeting

(4) A resolution to confer Life Membership must have the assent of a three-quarters majority of members present and eligible to vote at a General Meeting

(5) By resolution at a General Meeting a Life Membership may be cancelled. Such a resolution requires the assent of a three-quarters majority of members present and eligible to vote

(6) A Life Member does not pay subscriptions but receives all the benefits of Ordinary membership

18. **The Seal**

(1) SAMA must have a common seal upon which its corporate name must appear in legible characters

(2) The seal may not be used without the express authorisation of the Committee, and every use of the seal must be recorded in the minutes of SAMA. The President and the Secretary must witness the affixing of the seal

19 **Alteration to the Constitution**

(1) The Constitution may be altered, rescinded or replaced by a substituted Constitution at a General Meeting

(2) Notice of alteration to the Constitution must be in writing, signed by at least 5 financial members and delivered to the Secretary

(3) Notice of a General Meeting with the nature of the proposed alteration explained must be sent to all financial members

(4) A General Meeting must be held within 30 days of receipt of the proposed alteration.

(5) Any alteration to the Constitution must be approved by three quarters of members present and entitled to vote

(6.) Any change(s) must be registered with the Office of Consumer and Business Affairs' as required by the Act

20 **Winding Up**

The Association may be wound up in the manner provided for in the Act. In the event of SAMA being wound up, the whole of the assets and funds remaining after paying all debts must be transferred to another non profit Athletic Association or Club as may be determined by a three quarters majority of the remaining members of SAMA present and entitled to vote at a Special General Meeting convened for this purpose.