



# **CONSTITUTION OF ATHLETICS BENDIGO INCORPORATED**

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**Athletics Bendigo Incorporated**  
**Constitution**

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**1. NAME**

The name of the incorporated association is Athletics Bendigo Incorporated and is hereinafter referred to as "Athletics Bendigo".

The committee of management of Athletics Bendigo Incorporated will also be known as the "Athletics Bendigo Board" or "Board".

**2. OBJECTIVES**

**2.1 The objectives of Athletics Bendigo**

The objectives of Athletics Bendigo shall be to:

- (a) Provide lifelong athletics related opportunities and a pathway from Little Athletics to Bendigo Region Athletics for the advancement, encouragement, conduct, promotion and administration of Athletics in Bendigo;
- (b) affiliate and otherwise liaise with Athletics Victoria (AV) or Little Athletics Victoria (LAVIC) and such other bodies as may be desirable, in pursuit of these objects;
- (c) engender a fraternal feeling amongst athletes, officials, coaches and other stakeholders and to promote and preserve the best interests and traditions of Athletics;
- (d) administer and govern athletics and its facilities in Bendigo for the benefit equally of Little Athletics and affiliated clubs of Athletics Bendigo (without unnecessary interference in the operations of these bodies) and for wider athletics community in the Bendigo region;
- (e) select and develop athletes and teams to represent Athletics Bendigo at athletics meetings and events;
- (f) provide individuals with the opportunity to maximise their potential by competing in the highest level of athletics, given their own ability;
- (g) authorise the holding of championship events (junior, senior and all ability) and to arrange for the conduct of any other competitions that it may determine from time to time;
- (h) use and protect the Intellectual Property;
- (i) promulgate rules and standards for the management of athletics and related activities that also meet the rules and standards of State and National associations.
- (j) pursue through itself or others, such commercial arrangements, including sponsorship and marketing opportunities, as are appropriate to further the Objects;
- (k) further develop the Bendigo Region Athletics and Bendigo Little Athletics bodies into an organised institution and having regard to these Objects, to foster, regulate, organise and assist with management of events and other activities;

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- (l) act as final arbiter on all matters arising under the jurisdiction of Athletics Bendigo including disciplinary matters and that of Bendigo Region Athletics and Bendigo Little Athletics;
- (m) promote the health and safety of Members;
- (n) formulate or recognise and implement appropriate policies, including policies in relation to equal opportunity, equity, drugs in sport, health, safety and such other matters as arise from time to time as issues to be addressed in Athletics in the Bendigo region;
- (o) represent the interests of its Members and of Athletics generally in any appropriate forum;
- (p) have regard to the public interest in its operations;
- (q) facilitate the development of facilities for the enjoyment of Athletics including the management of athletics facilities in the City of Greater Bendigo under its control; and
- (r) undertake and or do all such things or activities which are necessary, incidental or conducive to the advancement of these Objects.

**2.2 In pursuit of these objectives**

In pursuit of these objectives, Athletics Bendigo will seek to:

- (a) provide support and assistance for affiliated clubs within Bendigo Region Athletics and Bendigo Little Athletics and representative teams in all areas of their operations;
- (b) choose and manage teams to represent Athletics Bendigo;
- (c) affiliate with Athletics Victoria (hereinafter referred to as "AV") and Little Athletics Victoria (hereinafter referred to as "LAVIC"), or state and national origination's at that time and actively promote, foster and develop athletics;
- (d) seek sponsorship for various programs and events and endorse products that will be consistent with projecting the best image of the sport; and
- (e) deal with any other matters that Athletics Bendigo may deem to be in the interest of the sport of Athletics.

**3. POWERS**

**3.1 The Powers of Athletics Bendigo**

The powers of Athletics Bendigo are:

- (a) deal with any other matters that Athletics Bendigo may deem to be in the interest of the sport of Athletics;
- (b) solely for furthering the Objects Athletics Bendigo has, in addition to the rights, powers and privileges contained on it under the Act, the legal capacity and powers of a company limited by guarantees as set out under section 124 of the Corporations Act 2001 (Cth);

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- (c) To acquire, hold, deal with and dispose of any equipment, real or personal property for the purpose of satisfying the Objectives of Athletics Bendigo;
- (d) to open and operate bank accounts;
- (e) to invest its money -:
  - (i) in any security in which trust moneys may be invested; or
  - (ii) in any other manner authorised by the rules of Athletics Bendigo.
- (f) to borrow money for capital works for the purpose of satisfying the Objectives of Athletics Bendigo upon such terms and conditions as Athletics Bendigo thinks fit;
- (g) to give such security for the discharge of liabilities incurred by Athletics Bendigo on its behalf for reward or otherwise;
- (h) to build construct, erect, maintain, alter and repair any premises, building or the other structure of any kind and to furnish, equip and improve the same for use by Athletics Bendigo for the purpose of satisfying the Objectives of Athletics Bendigo;
- (i) accept donations and gifts in accordance with the Objectives of Athletics Bendigo;
- (j) print and publish any approved information by any media including newsletters, newspapers, articles or leaflets for promotion of Athletics Bendigo;
- (k) provide gifts and prizes in accordance with the Objectives of Athletics Bendigo;
- (l) organise social events for members and the promotion of Athletics Bendigo;
- (m) to enter into any other contract Athletics Bendigo considers necessary or desirable for the purpose of satisfying the Objectives of Athletics Bendigo;
- (n) appoint such Board and sub-committee as from time to time are considered necessary for the good conduct of the affairs of Athletics Bendigo;
- (o) ensure there is shared access and financial contributions by Bendigo Little Athletics and Bendigo Region Athletics to the on-going financial obligations in meeting the objectives.
- (p) make By-laws governing the conduct of Athletics Bendigo activities; and
- (q) otherwise do all things which are incidental to or necessary for the attainment of the Objectives of Athletics Bendigo.

#### **4. DEFINITIONS AND INTERPRETATIONS**

##### **4.1 Definitions**

In these clauses, unless the contrary intention appears-

**Act** means the Associations Incorporation Reform Act 2012 (Vic) as amended from to time.

**Affiliated club** means a club as defined in the "constitution" and whose members participate in competitions run by Athletics Bendigo, Bendigo Region Athletics or Bendigo Little Athletics.



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**Annual General Meeting** means a meeting of Members convened in accordance with **Clause 14**.

**Appointed Board Member** means a Board Member appointed in accordance with **Clause 25**.

**Athletics** means track and field competitions, cross country competitions, fun runs under the control of Athletics Bendigo and other events where athletes represent events under the control of Athletics Bendigo.

**AV** means Athletics Victoria.

**Bendigo Little Athletics Centre** will be referred as "Little Athletics" or "Bendigo Little Athletics" in this document, which will be operated subject to the By-laws of the Bendigo Little Athletics Centre sub-committee and the Athletics Bendigo Constitution.

**Bendigo Region Athletics** which will be operated subject to the By-laws of the Bendigo Region Athletics sub-committee and the Athletics Bendigo Constitution. The Bendigo Regional Athletics will also be required to adhere to rules of Athletics Victoria Incorporated under the Athletics Bendigo Incorporated banner as will the clubs in the Bendigo Region.

**Board** means the body consisting of the Board Members in accordance with **Clause 23**.

**Board Members** means those persons elected to the Board set out in these Rules,

**By-laws** means the conditions or rules set by the sub-committees of Bendigo Region Athletics and Bendigo Little Athletics for the conduct of domestic competitions under their control.

**Club** means an incorporated affiliated club of Athletics Bendigo that meets the criteria of being a club recognised by Athletics Victoria.

**Committee** means a sub-committee of Athletics Bendigo.

**Constitution** means this Constitution as amended from time to time.

**Financial Report** means a report within the meaning of these Rules.

**Financial year** means the year ending on 30 June;

**Full member** means either/all being a Board Member of the Board, one elected delegate of an affiliate club of Bendigo Region Athletics or four elected delegates from Bendigo Little Athletics. It does not include Sporting Members or Life Members.

**General Manager** means a person appointed by the Board to oversee the operations of Athletics Bendigo and the athletic track facilities on its behalf. The General Manager will act as the Secretary of Athletics Bendigo.

**General Meeting** means a general meeting of members convened in accordance with these Rules.

**Intellectual Property** means all rights subsisting in copyright, business names, names, trademarks (or signs), logos, designs, equipment including computer software, images including photographs, videos or films) or service marks relating to Athletics Bendigo or any event, competition or Athletics activity of or conducted, promoted or administered by Athletics Bendigo.

**Life Member** means a member appointed as a Life Member under **Clause 5.2**.

**Member** means a member of Athletics Member in accordance with these rules.

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**Objectives** means the powers of Athletics Bendigo as set out in clause 2.

**Office Bearers of Athletics Bendigo** means those Board Members or ex-officio members of the Board that are elected as President, Vice President, Secretary and Treasurer at the first Board Meeting after the Annual General Meeting.

**President** means the President of Athletics Bendigo elected in accordance with **Clause 25.6** from time to time.

**Regulations** means regulations under the Act.

**Relevant documents** has the same meaning as in the Act.

**Rules** means the rules or clauses of Athletics Bendigo as set out in the terms of these Rules.

**Special Purpose Association** means any properly constituted incorporated body whether incorporated or not, recognised by, and admitted to membership of BV, by the Board, under **Clauses 6.3, 6.4 and 7.2**.

**Special Resolution** means a resolution that requires not less than three-quarters of the members voting at a general meeting, to vote in favour of the resolution;

**Sporting Member** means a member of Athletics Bendigo who is recognised as a member of an affiliated club of Bendigo Region Athletics or paid the registration fees of Bendigo Little Athletics. This may be an athlete, coach, official or any other person recognised as a member.

**LAVIC** means Little Athletics Victoria.

## **4.2 Interpretations**

In this Constitution:

- (a) a reference to a function includes a reference to a right, authority and duty;
- (b) a reference to a rule, by-law, schedule or annexure is to a rule, by-law, schedule or annexure of, or made under, this Constitution;
- (c) words importing the singular include the plural and vice versa;
- (d) words importing any gender include the other genders;
- (e) headings are for convenience only and shall not be used for interpretation;
- (f) words or expressions shall be interpreted in accordance with the provisions of the Act as they vary from time to time;
- (g) references to persons include natural persons, corporations and bodies politic, and any legal personal representatives, successors and permitted assigns of that person;
- (h) a reference to a statute, ordinance, code or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments or replacements of any of them (whether of the same or any legislative authority having jurisdiction); and
- (i) a reference to "writing" shall unless the contrary intention appears, be construed as including references to printing, photography and other modes of

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representing or reproducing words in a visible form, including messages sent by electronic mail.

#### **4.3 Severance**

If any provision of this Constitution or any phrase contained in it is invalid or unenforceable in any jurisdiction, the phrase or provision must be read down for the purpose of that jurisdiction, if possible, so as to be valid and enforceable. If it cannot be read down it shall be severed to the extent of the invalidity or unenforceability, without affecting the remaining provisions of this Constitution or affecting the validity or enforceability of that provision in any other jurisdiction.

#### **4.4 The model rules**

This Constitution expressly displaces the model rules under the Act.

### **5. MEMBERS**

#### **5.1 Membership Categories**

The Members of Athletics Bendigo shall include:

- (a) **Bendigo Region Athletics Clubs**, which subject to this Constitution, shall be each represented by their elected one (1) Delegate who shall have the right to be present, debate and vote at General Meetings. These members will also be classed as a Full Member; and
- (b) **Bendigo Little Athletics**, which subject to this Constitution, shall be represented by four (4) Delegates who shall have the right to be present, debate and vote at General Meetings. These members will also be classed as a Full Member; and
- (c) **Individual Senior Members** (aged 18 or over), who is registered with Athletics Victoria and shall have a right to be present at General Meetings and make recommendations to Delegates but cannot vote, debate or recommend at General Meetings. These members will be also classed as a Sporting Member; and
- (d) **Individual Junior Members** (under the age of 18), who is registered with Victoria Little Athletics or Athletics Victoria and represented by 1 guardian or parent, who shall have a right to be present at General Meetings and make recommendations to Delegates but cannot vote, debate or recommend at General Meetings. These members will be also classed as a Sporting Member; and
- (e) **Non Athletics Victoria member** who has paid a registration fee with an affiliated club or athletics body and has an interest in athletics but is not registered with Athletics Victoria or Victoria Little Athletics, shall only be a guest and not noted as attending a General Meeting.
- (f) **Life Members**, who shall have the right to be present, debate and make recommendations but not vote at General Meetings;
- (g) **Temporary Members** being a visiting member, club or association competing in an event under the control of Athletics Bendigo. These members will only be temporary member for the days that the competitions are held, who shall have no right to be present, debate or vote at General Meetings; and

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- (h) Such new categories of Members, created by the Board from time to time under **Clause 5.3**.

**5.2 Life Members**

- (a) Life Members may be elected at an Annual General Meeting by Special Resolution by a 75% majority of eligible votes provided that written notice of nomination for such election shall have been given to the General Manager at least 7 days prior to the meeting. Nomination may come from any member and be endorsed by Bendigo Little Athletics or Bendigo Region Athletics.
- (b) Life Membership shall be restricted to those whose service to Athletics and Athletics Bendigo has been worthy of the highest honour. The criteria will be set-out in the annexure document to the constitution and also be part of the by-laws of Bendigo Little Athletics or Bendigo Region Athletics.
- (c) The Board shall present a written report to the General Meeting on the services of those nominees for Life Membership who the Board considers should be considered for election to life membership.
- (d) Life Members shall receive such rights and privileges as are determined by the Board from time to time.
- (e) Life members shall be invited to all functions held by Athletics Bendigo and the right to attend, debate and recommend at the Annual General Meeting. The Board of Athletics Bendigo has the right to offer free admission from time to time for specific functions to Life Members if they choose.
- (f) Life members shall be awarded a badge of appropriate design.
- (g) Life Membership may be cancelled by resolution of 75% majority of eligible votes at an Annual General Meeting of Athletics Bendigo, life membership may be cancelled.
- (h) Life Membership awarded within the past incorporated associations of Athletics Bendigo Inc. or Little Athletics Centre Bendigo, or any previous name they were formally known as, will still be recognised by Athletics Bendigo Incorporated.

**5.3 Creation of New Categories**

The Board may from time to time create new categories of membership with such rights, privileges and obligations as are determined applicable (other than voting rights), even if the effect of creating a new category is to alter rights, privileges or obligations of an existing category of Members. No new category of membership may be granted voting rights.

**5.4 Influence of changes to the number of Bendigo Region Athletics Clubs**

- (a) If within clause 5.1(a) the number of Bendigo Region Athletics clubs either increases or decrease, the number of delegates representing Bendigo Little Athletics within clause 5.1(b) will also equal the number of Bendigo Region Athletics clubs at the next Annual General Meeting.

**6. MEMBER ASSOCIATIONS**

**6.1 Objects of Member Associations**

## **Athletics Bendigo Incorporated Constitution**

An affiliated club of Bendigo Region Athletics and Bendigo Little Athletics must be established solely for the following objects:

- (a) conduct, encourage, promote, advance and administer Athletics throughout the relevant local area;
- (b) act, at all times, on behalf of and in the interest of the Members and Athletics in the relevant local area;
- (c) affiliate, and otherwise liaise with Athletics Bendigo and adopt its rule and policy frameworks to further these objects;
- (d) abide by, promulgate and enforce the rules of Athletics as may be determined from time to time by Athletics Bendigo as may be necessary for the management of Athletics and related activities in Victoria;
- (e) advance the operations and activities of Athletics Bendigo throughout the relevant local area;
- (f) act in good faith and loyalty to ensure the maintenance and enhancement of Athletics, its standards, quality and reputation for the benefit of the Members and Athletics;
- (g) to promote the economic and community service success, strength and stability of Athletics Bendigo and other Member Associations and to act interdependently with those bodies in pursuit of their respective objects;
- (h) have regard to the public interest in its operations; and
- (i) undertake and or do all such things or activities which are necessary, incidental or conducive to the advancement of these objects.

### **6.2 Compliance of Affiliated Clubs of Bendigo Region Athletics and Bendigo Little Athletics**

Each Member Association shall:

- (a) in strict consideration of the Objects and particularly be subject to the jurisdiction of Athletics Bendigo;
- (b) comprise of sufficient athletes and the conditions of their affiliated State Association to be re recognised as a Club or Association by their State Association or regulatory authority;
- (c) provide Athletics Bendigo with copies of its members data including name, address and email address 1<sup>st</sup> May, 1<sup>st</sup> August, 1<sup>st</sup> November and 1<sup>st</sup> of January of each year; and
- (d) adopt rules and objects which reflect and conform to this Constitution.

### **6.3 Delegates**

Each Member Association and Special Purpose Association shall appoint a Delegate to attend and represent them at relevant meetings of Athletics Bendigo within **clause 5.1** including General Meetings. Delegates shall be formally ratified at the Annual General Meeting of affiliated clubs within Bendigo Region Athletics and a committee meeting of Bendigo Little Athletics, or where there is a vacancy at least 7 days prior to the relevant general meeting.

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**6.4 Operation of Constitution**

Member Associations agree that:

- (a) they are bound by this Constitution and that this Constitution operates to create equity and fairness in the way in which the Objects and Athletics are to be conducted, promoted and administered; and
- (b) should a Member Association be having administrative, operational or financial difficulties the Board may act to assist that Member Association in whatever manner it considers appropriate, including, but not limited to the appointment of an administrator:
  - (iii) without the Member Association's consent where the Member Association's difficulties are significant. For example, but not only insolvent trading or significant reputation damage; or
  - (iv) with the Member Association's consent where the Board's actions are solely to improve the operation and administration of the Member Association; and
- (c) notwithstanding anything else in this Constitution they may be sanctioned in the absolute discretion of the Board (acting reasonably and in good faith) should they fail to comply with this Constitution and in particular but not only **Clause 6.2**.

**7. APPLICATION FOR MEMBERSHIP**

**7.1 Application**

An application for membership as a Member Association or Special Purpose Association must:

- (a) be in writing or acknowledged electronically on the form sighted by Bendigo Region Athletics, their affiliated clubs or Bendigo Little Athletics; and
- (b) meet the criteria set down in **Clause 6** and the By-Laws; and
- (c) be accompanied by the appropriate fee, if any.

**7.2 Discretion to Accept or Reject Application**

- (a) The Board may accept or reject an application whether the applicant has complied with the requirements in **Clause 7.1** or not. The Board will make a decision on an application within a reasonable time of receiving the application. In considering an application the Board must act reasonably and in good faith.
- (b) Before making its decision to accept or reject an application for membership as a Member Association the Board must consult either Athletics Victoria or Victorian Little Athletics for consultation.
- (c) Before making its decision to reject an application for a Sporting membership, the Board must consult the affiliated club of Bendigo Region Athletics or Bendigo Little Athletics to justify their reasons.
- (d) Where the Board accepts an application, the applicant will become a Member in the relevant category.

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- (e) If the Board rejects an application, it will refund any fees forwarded with the application, and the application will be deemed rejected.
- (f) Membership of Athletics Bendigo will commence upon acceptance of the application by the Board.

**8. SUBSCRIPTION FEES AND LEVIES**

- (a) The annual membership subscription (if any), fees and any levies payable by Members to Athletics Bendigo, the time for and manner of payment shall be as determined by the Board from time to time.
- (b) The Board is empowered to prevent any Member whose fees are in arrears from exercising the whole or any of the rights or privileges of Membership, including but not limited to the right to vote at General Meetings.

**9. REGISTER OF MEMBERS**

**9.1 General Manager to Keep Register**

- (a) The General Manager shall keep and maintain a Register of Members in accordance with the Act and relevant privacy laws and which shall include:
  - (i) the full name, address and email address of the Member;
  - (ii) the Member's category of membership;
  - (iii) the name, address, email and phone number of each delegate who represents their affiliated Club or Bendigo Athletics Bendigo;
  - (iv) the name, address, email and phone number of each Board Member or ex-officio member of the Board;
  - (v) a Members Protection Declaration and Working With Children Check of all persons listed in **Clauses 9.1 (a) (iii) and (iv)**;
  - (vi) the date on which the Member became a Member;
  - (vii) any other information determined by the Board; and
  - (viii) for each former Member, the date of ceasing to be a Member.
- (b) Affiliated clubs of Bendigo Region Athletics and Bendigo Little Athletics must maintain a register of their members, players, officials, coaches and administrators in accordance with **Clause 9.1(a)** and shall supply this register to the General Manager as follows:
  - (i) 14 days before the Annual General Meeting; and
  - (ii) An updated membership list as at the 1<sup>st</sup> May, 1<sup>st</sup> August, 1<sup>st</sup> November and 1<sup>st</sup> of January of each year.

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**9.2 Inspection of Register**

The register is available for inspection free of charge by any member upon request with the exception that contact details will not be disclosed.

**10. EFFECT OF MEMBERSHIP**

Members acknowledge and agree that:

- (a) this Constitution constitutes a contract between each of them and Athletics Bendigo and that they are bound by this Constitution and the By-Laws;
- (b) they shall comply with and observe this Constitution and the By-Laws and any determination, resolution or policy which may be made or passed by the Board or any duly authorised committee;
- (c) they are subject to the jurisdiction of Athletics Victoria;
- (d) this Constitution and the By-Laws are necessary and reasonable for promoting the Objects and particularly the advancement and protection of Athletics;
- (e) The By-Laws highlighted include the rules required to operate Bendigo Region Athletics and Bendigo Little Athletics, Athletics Victoria, Athletics Australia or any other Code of Conduct required in representing or competing in Athletics.

**11. RESIGNATION OF MEMBERSHIP**

**11.1 Notice of Resignation**

- (a) An affiliated club of Bendigo Region Athletics or Little Athletics Bendigo may not resign, disaffiliate or otherwise seek to withdraw from Athletics Bendigo without approval by Special Resolution of the Member Association. A copy of the relevant minutes of the general meeting of the Member Association showing that the Special Resolution has been passed by the Member Association must be provided to Athletics Bendigo and Athletics Victoria.
- (b) A Sporting Member or Full Member of Athletics Bendigo who has paid all monies due and payable by him or her to Athletics Bendigo may resign from the Athletics Bendigo by first giving one month's notice in writing to the General Manager of his or her intention to resign.
- (c) After the expiry of the period referred to in sub rule (1)
  - (i) The member cease to be a member; and
  - (ii) The Secretary must record in the register of members the date on which the member ceased to be a member.
- (d) A sporting member ceases to be a member if he or she is not registered or has not paid the relevant fees for a club affiliated with Bendigo Region Athletics or Bendigo Little Athletics.



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- (e) Any other member ceases to be a member if their membership is un-financial for more than one (1) year.

**12. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS**

**12.1 Discretion in discipline, suspension and expulsion of members**

Subject to these Rules, if the Board is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming of a member or prejudicial to the interests of Athletics Bendigo, the Board may by resolution:

- (a) fine that member an amount not exceeding \$500; or
- (b) suspend that member from membership of Athletics Bendigo for a specified period; or
- (c) expel that member from Athletics Bendigo.

**12.2 Resolution of the Board**

A resolution of the Board under **clause 12.1** does not take effect unless:

- (a) at a meeting held in accordance with **clause 12.3**, the Board confirms the resolution; and
- (b) if the member exercises a right of appeal to Athletics Bendigo under this rule, Athletics Bendigo confirms the resolution in accordance with this rule.

**12.3 Confirming or revoking a resolution**

A meeting of the Board to confirm or revoke a resolution passed under **clause 12.1** must be held not earlier than fourteen (14) days, and not later than twenty-eight (28) days, after notice has been given to the member in accordance with **clause 12.4**.

**12.4 Giving the member a written notice**

For the purposes of giving notice in accordance with **clause 12.3**, the General Manager must, as soon as practicable, cause to be given to the member a written notice:

- (a) setting out the resolution of the Board and the grounds on which it is based; and;
- (b) stating that the member or the member's representative (not being a legal practitioner), may address the Board at a meeting to be held not earlier than fourteen (14) days and not later than twenty-eight (28) days after the notice has been given to that member; and
- (c) stating the date, place and time of that meeting; and
- (d) informing the member that he she or it may do one or both of the following-
  - (i) attend that meeting personally or by a representative;

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- (ii) give to the Board before the date of that meeting a written statement seeking the revocation or diminution of the resolution;
- (e) informing the member that, if at that meeting, the Board confirms the resolution, he, she or it may, not later than forty-eight (48) hours after that meeting, give the General Manager a notice to the effect that he, she or it wishes to appeal to Athletics Bendigo in a General Meeting against the resolution.

**12.5 Meeting Process and confirming or revoking the resolution**

At a meeting of the Board to confirm or revoke a resolution passed under **clause 12.1**, the Board must-

- (a) give the member, or his, her or its representative (not being a legal practitioner), an opportunity to be heard; and
- (b) give due consideration to any written statement submitted by the member; and
- (c) determine by resolution whether to confirm or to revoke the resolution.

**12.6 Appeals Notice**

If at the meeting of the Board, the Board confirms the resolution, the member may, not later than forty-eight (48) hours after that meeting, give the General Manager a notice to the effect that he, she or it wishes to appeal to Athletics Bendigo in a General Meeting against the resolution.

**12.7 Appeals and convening a General Meeting**

If the General Manager receives a notice under **clause 12.6**, he or she must notify the Board and the Board must convene a General Meeting of Athletics Bendigo to be held within twenty-one (21) days after the date on which the Secretary received the notice.

**12.8 Appeals hearing process**

At a General Meeting of Athletics Bendigo convened under **clause 12.7**:

- (a) no business other than the question of the appeal may be conducted; and
- (b) the Board may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
- (c) the member, or his, her or its representative, must be given an opportunity to be heard; and
- (d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.

**12.9 Confirmation or revoking the resolution after the General Meeting**

A resolution is confirmed if, at the General Meeting, not less than two-thirds of the members present vote in favour of the resolution. In any other case, the resolution is revoked.

**13. DISPUTES AND MEDIATION**

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**13.1 Grievance procedure**

The grievance procedure set out in this rule applies to disputes under these clauses between-

- (a) a member and another member; or
- (b) a member and Athletics Bendigo; or
- (c) a member and a sub-committee of Athletics Bendigo.

**13.2 Grievance meeting**

The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within fourteen (14) days after the dispute comes to the attention of all of the parties.

**13.3 Grievance meeting and a mediator**

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 ten (10) days, hold a meeting in the presence of a mediator.

**13.4 The mediator**

The mediator must be-

- (a) a person chosen by agreement between the parties who may be, or not be a member of Athletics Bendigo; 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 Board of Athletics Bendigo; or
  - (ii) in the case of a dispute between a member and Athletics Bendigo, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).

**13.5 Ineligible mediators**

The mediator cannot be a member who is a party to the dispute.

**13.6 Mediation process**

The parties to the dispute must, in good faith, attempt to settle the dispute by mediation and 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; and
- (d) not allow the mediator be determine the dispute.

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**13.7 Unresolved 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.

**14. ANNUAL GENERAL MEETINGS**

**14.1 Date, Time and Place of the Annual General Meeting**

The Board may determine the date, time and place of the Annual General Meeting of Athletics Bendigo provided it is held between June and September each year.

**14.2 Notice of Annual General Meeting**

The notice convening the Annual General Meeting must specify that the meeting is an Annual General Meeting and this will be published and notified as per **clause 16.2**.

**14.3 Ordinary Business of the Annual General Meeting**

The ordinary business of the Annual General Meeting shall be-

- (a) to confirm the minutes of the previous Annual General Meeting and of any General Meeting held since that meeting; and
- (b) to receive from the Board reports upon the transactions of Athletics Bendigo and its affiliates Bendigo Region Athletics and Bendigo Little Athletics during the last preceding financial year including;
  - (i) President's Report;
  - (ii) General Manager Report;
  - (iii) Financial Report (including Treasurer Statement, Profit & Loss, Balance Sheet and Auditor's Report); and
- (c) elect the Board Members of Athletics Bendigo subject to **Clause 14.5**;
- (d) to appoint an auditor for the forthcoming year;
- (e) to transact any other business of which notice in writing shall have been given to the General Manager of Athletics Bendigo at least seven (7) days prior to the date of the meeting; and
- (f) to elect any life members of Athletics Bendigo.

**14.4 Other Business of the Annual General Meeting**

The Annual General Meeting may conduct any special business of which notice has been given in accordance with these Rules.

**14.5 Conditions on nomination and election as a Board Member of the Board**

Election to a position of a Board Member of the Board is provisional and subject to-

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- (i) Being a member of Athletics Victoria at the time of nominating as a Board Member of the Board and maintaining that membership through the term of being a Board Member.
- (ii) Endorsed by the Sub-Committee of either Bendigo Region Athletics or Bendigo Little Athletics.
- (iii) Satisfactory completion of a Members Protection Declaration
- (iv) Having a Working With Children's Check.

**14.6 Exception on conditions of clause 14.5 on nomination and election as a Board Member of the Board**

To meet the requirements of **clause 23.3** one Board Member at the time of nomination cannot be a member or has immediate family in a Bendigo Region club and does not have immediate family involved in Little Athletics.

**14.7 Notice of the Agenda**

The General Manager of Athletics Bendigo shall give seven (7) days' notice of the Agenda to members and office bearers, which will be published at the Registered Office of Athletics Bendigo and on the official website of Athletics Bendigo.

**15. EXTRAORDINARY GENERAL MEETINGS**

**15.1 Other General Meetings**

In addition to the Annual General Meeting, other General Meetings may be held in the same year. All General Meetings other than the Annual General Meeting are Extraordinary General Meetings.

**15.2 Timing of Extraordinary General Meetings**

The Board may, whenever it thinks fit, convene an Extraordinary General Meeting of Athletics Bendigo.

**15.3 Requesting Extraordinary General Meetings**

The Board must, on the request in writing of members representing not less than twenty (20) members (which may include Sporting Members and Full Members), convene an Extraordinary General Meeting of Athletics Bendigo.

**15.4 Requesting Extraordinary General Meetings**

The request for an Extraordinary General Meeting must-

- (a) state the objectives of the meeting; and
- (b) be signed by the members requesting the meeting; and
- (c) be sent to the address of Athletics Bendigo.

**15.5 If the Extraordinary General Meeting is not held by the Board**

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If the Board does not cause an Extraordinary General Meeting to be held within one (1) month after the date on which the request is sent to the address of the Athletics Bendigo, the members making the request, or any of them, may convene an Extraordinary General Meeting to be held not later than three (3) months after that date.

**15.6 Extraordinary General Meeting is not held by the Board and how it is convened**

If an Extraordinary General Meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the Board and all reasonable expenses incurred in convening the Extraordinary General Meeting must be refunded by Athletics Bendigo to the persons incurring the expenses.

**15.7 Special Business**

All business that is conducted at an Extraordinary General Meeting is special business.

**16. NOTICE OF GENERAL MEETINGS**

**16.1 When the notice of the General Meeting is made available**

The General Manager of Athletics Bendigo shall, at least 14 days before the date fixed for holding a General Meeting of the Athletics Bendigo, cause to be sent to each member of Athletics Bendigo, a notice stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

**16.2 Method of notifying a General Meeting**

Notice may be given by any of the following methods –

- (a) By prepaid post to the address appearing in the register of member; or
- (b) By placing the notice on the noticeboard at the Bendigo Athletics track; or
- (c) By email to those members that have provided an email address; or
- (d) By placing it as a news item on the Athletics Bendigo website.

**16.3 Business to be transacted at the General Meeting**

No business other than that set out in the notice convening the meeting shall be transacted at the meeting.

**16.4 Bringing business to the General Meeting**

A member desiring to bring any business before a meeting may give notice of that business in writing to the General Manager 7 days before the meeting, who shall include that business in the notice calling the next General Meeting after the receipt of the notice.

**17. QUORUM AT GENERAL MEETINGS**

**17.1 When may business be conducted at the General Meeting.**

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No item of business may be conducted at a General Meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.

**17.2 Numbers required for a quorum at the General Meeting**

Eight (8) members present (being members entitled under these Rules to vote at a General Meeting) constitute a quorum for the conduct of the business of a General Meeting.

**17.3 Requirements to open the General Meeting**

If, within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present-

- (i) in the case of a meeting convened upon the request of members - the meeting must be dissolved; and
- (ii) in any other case - the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.

**17.4 If the quorum is not present at the General Meeting**

If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the meeting must be dissolved.

**18. PRESIDING AT GENERAL MEETINGS**

**18.1 Chairperson**

The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each General Meeting of Athletics Bendigo.

**18.2 President or Vice-President cannot attend the General Meeting**

If the President and the Vice-President are absent from a General Meeting, or are otherwise unable to preside, the members present must select one of their number to preside as Chairperson.

**19. ADJOURNMENT OF MEETINGS**

The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.

No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.

If a meeting is adjourned for fourteen (14) days or more, notice of the adjourned meeting must be given in accordance with these Rules.

**20. VOTING AT GENERAL MEETINGS**

**20.1 Who can vote at Annual General Meetings and/or Extraordinary General Meetings of Athletics Bendigo?**

All Board Members of Athletics Bendigo and all Full Members eligible to vote shall exercise one vote only at the Annual General Meeting and/or Extraordinary General Meetings of Athletics Bendigo.

**20.2 Proxy or Postal votes**

No proxy or postal votes will be allowed at any meeting of Athletics Bendigo.

**20.3 Electronic Communications**

Members of Athletics Bendigo may attend a meeting by way of electronic communication in such manner as the Board from time to time determines and may participate in the meeting and its decisions as if they were personally present at the meeting.

**21. MANNER OF DETERMINING WHETHER RESOLUTION CARRIED**

If a question arising at a general meeting of Athletics Bendigo is determined on a show of hands a declaration by the Chairperson that a resolution has been—

- (a) carried; or
- (b) carried unanimously; or
- (c) carried by a particular majority; or
- (d) lost;

An entry to that effect in the minute book of Athletics Bendigo is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

**22. POLL AT GENERAL MEETINGS**

**22.1 A poll is demanded**

If at a meeting a poll (where votes are cast in writing) on any question is demanded by not less than 3 members, it must 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.

**22.1 When the poll is taken**

A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.



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**23. BOARD**

**23.1 Management**

The affairs of Athletics Bendigo shall be managed by the Board.

**23.2 Power of the Board**

The Board shall:

- (a) control and manage the business and affairs of Athletics Bendigo; and
- (b) subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by Athletics Bendigo other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of Athletics Bendigo; and
- (c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the Board to be essential for the proper management of the business and affairs of Athletics Bendigo; and
- (d) exercise the right to delegate the day to day operations of competitions to the sub-committees of Bendigo Region Athletics, Bendigo Little Athletics and the General Manager.
- (e) shall be responsible for the promotion of athletics in Bendigo generally and for the management of Bendigo Region Athletics and Bendigo Little Athletics; and
- (f) shall refer all disputes and protests in connection with Athletics Bendigo and competitions to the Independent Tribunal.

**23.3 Composition of the Board**

Subject to section 23 of the Act, the Board shall consist of:

- (a) seven (7) ordinary members from amongst whom the Office Bearers shall be elected by the Board consisting of:
  - (i) three (3) ordinary members endorsed by the sub-committee of Bendigo Region Athletics; and
  - (ii) three (3) ordinary members endorsed by the sub-committee of Bendigo Little Athletics; and
  - (iii) one (1) individual who is neither a member or has immediate family in a Bendigo Region club and does not have immediate family involved in Little Athletics.
- (b) the following ex officio members who will not have voting rights may also be part of the Board:
  - (i) the General Manager of Athletics Bendigo who will also act as the Secretary of Athletics Bendigo.
  - (ii) the Treasurer or Finance Officer of Athletics Bendigo if not elected to the Board.

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- (c) the Board shall have the ability to co-opt additional ex officio members for specific tasks or invite delegates of Bendigo Region Athletics or Bendigo Little Athletics that are Full Members (1 elected delegate of each of the 4 Bendigo Region Athletics clubs and 4 elected delegates of Bendigo Little Athletics) to Board Meetings.

**24. OFFICE BEARERS OF ATHLETICS BENDIGO**

**24.1 Office Bearers**

The Office Bearers of Athletics Bendigo shall be--

- (a) a President;
- (b) a Vice-President;
- (c) a Treasurer; and
- (d) a Secretary.
- (e) Ordinary Members of the Board

**24.2 Term of Office of Board Members**

Each Board Member is elected for a period up to 3 years. Four (4) Board positions will remain incumbent and two (2) Board Positions shall be declared vacant each year. Members who are filling a casual vacancy and are being co-opted to the Board must be elected at the next Annual General Meeting. Additionally those being co-opted may have a shorter period than three years if replacing another Board Member whose term was concluding.

**24.3 Term of the Office Bearers**

Each Officer Bearer of Athletics Bendigo shall hold office for a period of one (1) year. When a person's term of office has come to an end he or she will relinquish the position at the end of the next annual general meeting one year after the date of his or her election. This person is eligible for re-election.

**24.4 Casual Vacancy on the Board**

In the event of a casual vacancy on the Board, the Board may appoint another member to the vacant office and the member appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.

**24.5 Secretary and Public Officer**

The Secretary of Athletics Bendigo is the General Manager will also be the Public Officer.

**25. ELECTION OF BOARD MEMBERS**

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**25.1 Nomination of candidates for election as Board Members**

Nominations of candidates for election as Board Members of Athletics Bendigo must be:

- (a) made in writing on the form prescribed and endorsed by the sub-committees of Bendigo Region Athletics and Bendigo Little Athletics; or
- (b) in the case where the candidate is not endorsed by just Bendigo Region Athletics or Bendigo Little Athletics (see clause 23.3 a) iii)) it must still be made on the form prescribed but may be endorsed by any two (2) Sporting Members or Full Members.
- (c) delivered to the General Manager of Athletics Bendigo not less than seven (7) days before the date fixed for the holding of the Annual General Meeting.

**25.2 If no nominations are received within the prescribed period**

If no nomination is received for any vacancy, nominations may be called for at the meeting but must meet the requirements of **clause 23.3**.

**25.3 If the nominations do not exceed the vacancies**

If only one nomination is received for any vacancy to be filled, the candidate nominated shall be deemed elected but must still the requirements of **clause 23.3**.

**25.4 If the nominations exceed the vacancies**

If the number of nominations for any vacancy exceeds one, a ballot shall be held but still must meet **clause 23.3** and the composition of the Board. If a person nominated for a position as a Board Member is defeated in that election, they may be nominated at the Annual General Meeting for any position that is at that time not determined.

**25.5 The ballot**

The ballot for the election of Board Member must be conducted at the Annual General Meeting in such manner as the Board directs.

**25.6 The election of each Office Bearer**

Each Office Bearer shall be elected annually at the first Board meeting after the annual general meeting. The Board Meeting will immediately follow the Annual General Meeting on its conclusion.

**26. VACANCIES OF THE BOARD**

The position of a Board Member of Athletics Bendigo becomes vacant if the Board Member:

- (a) becomes subject to the provisions of the Bankruptcy Act; or
- (b) resigns from office by notice in writing given to the Secretary; or
- (c) is removed from office under **Clause 31**; or
- (d) dies; or

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- (e) becomes a represented person within the Guardianship and Administration Act 1986;

**26. MEETINGS OF THE BOARD**

**26.1 When and frequency of Board Meetings**

The Board must meet at least eight (8) times in each year at such place and such times as the Board may determine.

**26.2 Special Meetings of the Board**

Special meetings of the Board may be convened by the President or by any three (3) members of the Board.

**26.3 Meetings of the Board held remotely**

Meetings of the Board may be conducted electronically whereby each Board Member is able to hear and be heard by all other Board Members present. Board Members present in any such electronic meeting shall be deemed to be physically present for the meeting.

**27. NOTICE OF BOARD MEETINGS**

**27.1 Notification of Board Meetings**

Notice of each Board meeting must be given to each member of the Board at least seven (7) business days before the date of the meeting and a call for business to be transacted.

**27.2 Business to be conducted at Board Meetings**

Notice must be given to members of the Board of any Board Meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

**27.3 Notice for business to be transacted at the Board Meeting**

Notice of the general nature of the business to be transacted must be provided to Board Members 36 hours prior to the advertised commencement time of the Board Meeting.

**28. QUORUM FOR BOARD MEETINGS**

**28.1 Quorum**

Any four (4) voting Board Members of the Board constitute a quorum for the conduct of the business of a meeting of the Executive. No business may be conducted unless a quorum is present.

**28.2 Quorum not present after advertised time of Board Meeting**

If within half an hour of the time appointed for the meeting a quorum is not present:

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- (i) in the case of a special meeting - the meeting lapses;
- (ii) in any other case - the meeting shall stand adjourned to the same place and the same time and day in the following week.

**28.3 Participants invited to a Board Meeting**

All Board Members, ex officio Board Members are requested to attend all Board Meetings. When invited other Full Members, or any other person may be invited to a Board Meeting.

**29. PRESIDING AT BOARD MEETINGS**

**29.1 Chairperson at Board Meetings**

The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each Board meeting.

If the President and the Vice-President are absent from a Board meeting, or are otherwise unable to preside, the Board present must select one of their number to preside as Chairperson.

**30. VOTING AT BOARD MEETINGS**

**30.1 Method of voting**

Questions arising at a meeting of the Board, or at a meeting of any sub-committee appointed by the Board, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.

**30.2 Weight of each vote**

Each member present at a meeting of the Board, or at a meeting of any sub-committee appointed by the Board (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 casting vote.

**30.3 Communications at a Board Meeting**

Members of the Board or of a sub-committee may attend a meeting by way of electronic communication in such manner as the Board from time to time determines and may participate in the meeting and its decisions as if they were personally present at the meeting.

**30.4 Ex officio members or Full members (not Board Members) representing Bendigo Region Athletics or Bendigo Little Athletics at a Board Meeting**

Ex officio members of the Board or Full Members representing Bendigo Region Athletics or Bendigo Little Athletics shall not be entitled to vote but may make recommendations to the Board. When the Ex-officio member of the Board is also an Office Bearer of Athletics Bendigo they are not entitled to vote.

## **31. REMOVAL OF A BOARD MEMBER**

### **31.1 Resolution to remove a Board Member**

The members may, by a resolution of 80% of the members present and eligible to vote at a general meeting remove a Board Member from the Board.

### **31.2 Right of reply of a Board Member with a proposed resolution to remove them**

A Board Member who is the subject of a proposed resolution referred to in clause 31.1 may no later than 7 days prior to a general meeting at which a motion for removal is proposed make representations in writing to the Secretary of Athletics Bendigo (not exceeding a reasonable length) and may request that the representations be provided to the members of Athletics Bendigo.

The Secretary may give a copy of the representations to each member of Athletics Bendigo or, if they are not so given, the Board Member may require that they be read out at the meeting.

## **32. SUB-COMMITTEES**

### **32.1 Types of Sub-Committees**

Subject to its overall supervision, the Board may delegate the promotion and management of athletics to such sub-committees on such terms and conditions as it considers appropriate from time to time.

The Board shall oversee sub-committees that run the operations of:

- (i) Bendigo Region Athletics; and
- (ii) Bendigo Little Athletics; and
- (iii) Any other sub-committee required to meet the objectives of Athletics Bendigo.

### **32.2 By-Laws of Sub-Committees**

The sub-committees may have their own by-laws and delegations to run their competitions and areas that it supervises. Athletics Bendigo will oversee the by-laws of these sub-committees and ratify relevant decisions made the by sub-committees at their Board Meeting.

### **32.3 Meeting of a Sub-Committee**

From the meeting of a sub-committee a copy of the meeting minutes will be provided to Athletics Bendigo for the next Board Meeting and be discussed, voted upon and be received as a compulsory report into the minutes of the Athletics Bendigo Board Meeting.

### **32.4 Memorandum of Understanding**

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When the Board of Athletics Bendigo delegates operations to a sub-committee there will be a Memorandum of Understanding that sets out those areas delegated. The Board and members of the Sub-Committee must have a defined understanding of the limits of the delegation and responsibilities of all parties.

**33. MINUTES OF MEETING**

The Secretary of Athletics Bendigo must keep minutes of the resolutions and proceedings of each General Meeting, and each Board meeting, together with a record of the names of Board members and other persons present at Board meetings.

**34. FUNDS**

**34.1 Role of the Treasurer**

The Treasurer of Athletics Bendigo must-

- (a) collect and receive all moneys due to Athletics Bendigo and authorise or keep record of all payments made by Athletics Bendigo; and
- (b) keep correct accounts and books showing the financial affairs of Athletics Bendigo with full details of all receipts and expenditure connected with the activities of Athletics Bendigo; and
- (c) oversee the financial accounts utilised by the sub-committees to run the operations of athletics in meeting the objectives of Athletics Bendigo.

**34.2 Signing for monies going out of Athletics Bendigo and its sub-committees**

All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments made by sub-committees are to be within their delegations and made in accordance with their by-laws.

All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments made by Athletics Bendigo must be signed or electronically authorised in the instance of internet banking by two members of the Board, or such other persons as it considers prudent.

**34.3 Signing for monies going out of Athletics Bendigo and its sub-committees**

The funds of Athletics Bendigo and its sub-committees shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Board determines.

**34.4 Not-For-Profit**

Athletics Bendigo is a Not-For-Profit organisation. Profits will not be retained for the betterment of any one person and will be used by the organisation to assist athletics for the whole community.

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**35. SEAL**

**35.1 Where the common seal must be held**

The common seal of Athletics Bendigo if held must be kept in the custody of the Secretary.

**35.2 When the common seal must be used**

The common seal must not be affixed to any instrument except by the authority of the Board and the affixing of the common seal must be attested by the signatures either of two members of the Board or, of one member of the Board and of the Secretary of Athletics Bendigo.

**36. NOTICE TO MEMBERS**

**36.1 Method of providing notice**

Except for the requirement in **clause 16**, any notice that is required to be given to a member, by on behalf of Athletics Bendigo, under these Rules may be given by-

- (a) delivering the notice to the member personally; or
- (b) sending it by prepaid post addressed to the member at that member's address shown in the register of members; or
- (c) facsimile transmission, or
- (d) electronic transmission, or
- (e) on the approved website of Athletics Bendigo.

**36.2 Delivery time of notice by post**

Where a document is properly addressed, pre-paid and posted, the document shall, unless the contrary is proved, be deemed to have been delivered at the time at which the document would have been delivered in the ordinary course of post.

**36.3 Delivery time of notice by facsimile, email or electronically**

Where a document is sent by facsimile or by e-mail or other electronic means it shall be deemed to have been delivered in the ordinary course of time for delivery by that means.

**36.4 Delivery time and non-business days**

Where the time for giving notice under these Rules falls on a non-business day, the notice shall be required to be given by the next business day.

**37. PROCEDURAL IRREGULARITIES**

No decision of Athletics Bendigo, its Board or sub-committees shall be invalid merely because of a failure to give proper notice under this constitution, or the bylaws or other irregularity in procedure required by this constitution, or the bylaws unless a person suffers



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serious detriment as a result of that failure to give proper notice or irregularity in procedure.

Athletics Bendigo or its relevant Board or committee may confirm an earlier decision which may have been otherwise invalid because of a failure to give proper notice or other irregularity in procedure and the decision shall be deemed to be valid from the time it was originally made.

**38. DISSOLUTION**

If, on the winding up of Athletics Bendigo, any property or funds of Athletics Bendigo remains after satisfaction of the debts and liabilities of the Athletics Bendigo and the costs, charges and expenses of that winding up, that property and funds shall be distributed as follows in still trying to meet the same objectives of Athletics Bendigo:

- (i) The amounts each contributed by Bendigo Region Athletics and Bendigo Little Athletics to Athletics Bendigo will be returned to the same value as at the date of incorporation of Athletics Bendigo to the same organisation; or
- (ii) If the amount in funds is less on winding up Athletics Bendigo than as at the date of incorporation, the ratio of total funds at the date of incorporation will be distributed back to the entities at the same ratio to Bendigo Region Athletics and Bendigo Little Athletics.
- (iii) If the amount in funds is more on winding up Athletics Bendigo than as at the date of incorporation, the original amounts will be returned and 50% of the balance over the original amount contributed at the date of incorporation will be evenly split to Bendigo Region Athletics and Bendigo Little Athletics.
- (iv) All property (excluding cash funds) will remain at the Bendigo Athletics Track to service the need of both Bendigo Region Athletics and Bendigo Little Athletics and the objectives of the sport set out in this constitution.

**39. CUSTODY AND INSPECTION OF BOOKS AND RECORDS**

**39.1 Custody and control of records**

Except as otherwise provided in this Constitution, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of Athletics Bendigo.

**39.2 Inspection of records**

All accounts, books, securities and any other relevant documents of Athletics Bendigo (other than members contact details) must be available for inspection free of charge by any member upon request.

**39.3 Copying records**

A member may make a copy of any accounts, books, securities and any other relevant documents of Athletics Bendigo unless to do so would compromise the privacy of another member.

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**39.4 Breach of confidentiality or privacy**

No inspection or copying of documents by members is permitted where to do so would breach a requirement of confidentiality in contract or at law or would breach a provision of privacy legislation.

**40. UNFORSEEN MATTER**

Should any matter arise for which provision has not been made in the Constitution, Athletics Bendigo or the Board shall take such action as is necessary to protect the interests of Athletics Bendigo and its sub-committees.





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**APPENDIX 3**

**MEMBER PROTECTION FORM**

I \_\_\_\_\_ (name) \_\_\_\_\_ (address)

Born \_\_\_/\_\_\_/\_\_\_\_\_ solemnly and sincerely declare:

I am, or wish to be appointed as, a coach/administrator/official/director or in any official capacity within Athletics Bendigo, Bendigo Region Athletics and their affiliates or Bendigo Little Athletics.

- 1) I have never been charged with any criminal offence relating to narcotics, violence or abuse including sexual abuse.
- 2) No person has ever sought or obtained any intervention order, injunction or other restraining order against me alleging dishonesty or verbal or physical abuse (including sexual abuse).
- 3) I am not currently the subject of any sanction issued by any sporting association against me which prohibits me from holding a position of the type set out in clause 1 above.
- 4) No application submitted on my behalf has been rejected for, nor have I been suspended or dismissed from, a position in sport, volunteer organisation, business, educational or other Government or semi-government organisation where that rejection, suspension or dismissal relates to my conduct with persons aged under eighteen (18) years of age or to violence, drug use or to dishonesty.
- 5) There are no other matters, which a reasonable person would consider relevant to the fitness of a person to be responsible for persons aged under eighteen or an administrator with frequent contact with persons aged under eighteen.
- 6) I will notify the President or General Manager of the organisations appointing me to my position immediately upon becoming aware that any of the matters set out in clauses 1 to 6 above has changed for whatever reason.

***I make this declaration that the information contained in it is true and correct and I make it understanding that a person making a false declaration is liable to the penalties of perjury.***

Declared at \_\_\_\_\_,

in the State of \_\_\_\_\_ on this date \_\_\_/\_\_\_/\_\_\_\_\_

\_\_\_\_\_  
Signature

Before me: \_\_\_\_\_

(to be witnessed by a person qualified to take statutory declarations)

## APPENDIX 4

### SUMMARY OF MEMBERSHIP TYPES AND THEIR RIGHTS WITHIN ATHLETICS BENDIGO

Membership Type or Individuals	Attend the Annual General Meeting	Debate at the Annual General Meeting	Make recommendations at the Annual General Meeting	Vote at the Annual General Meeting	Attend Board Meetings	Debate at Board Meetings	Make recommendations at Board Meetings	Vote at Board Meetings	Other Comments
<b>Bendigo Region Athletics Club Delegate</b> (e.g. Bgo Harriers, Sth Bendigo, Bgo Uni, Eaglehawk). Also known as Full Members	Yes	Yes	Yes	Yes	When invited	Yes, when invited	Yes, when invited	No	<ul style="list-style-type: none"> <li>• Represented by a fixed delegate nominated by their club for a period of 12 months. One per club.</li> <li>• Total of 4 to be Full Members to vote at AGM.</li> <li>• Known as Full Members.</li> </ul>
<b>Bendigo Little Athletics Delegate</b>	Yes	Yes	Yes	Yes	When invited	Yes, when invited	Yes, when invited	No	<ul style="list-style-type: none"> <li>• Represented by 4 fixed delegates nominated by the sub-committee of Bendigo Little Athletics for a period of 12 months.</li> <li>• Total of 4 to be Full Members to vote at AGM.</li> <li>• Known as Full Members</li> </ul>
<b>Individual Bendigo Region Athletic Members</b> affiliated with a Aths Bgo club and also Athletics Victoria	Yes	No	No (should refer to their club delegate)	No	No	No	No	No	<ul style="list-style-type: none"> <li>• Also known as Sporting Members.</li> </ul>
<b>Individual Bendigo Little Athletics Members</b>	Yes	No	No (refer items to a Little Aths delegate)	No	No	No	No	No	<ul style="list-style-type: none"> <li>• Represented by their parent or guardian.</li> <li>• Also known as Sporting Members.</li> </ul>
<b>Not affiliated with Athletics Victoria or Victoria Little Athletics</b> but is a member of a	Yes	No	No	No	No	No	No	No	<ul style="list-style-type: none"> <li>• Cannot become a Board Member or Delegate under this membership status unless as the non-Bendigo Region Athletics or non-Bendigo Little Athletics Board</li> </ul>

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Aths Bendigo affiliated club									Member where they have Full Membership rights.
<b>Life Members</b>	Yes	Yes	Yes	No	If invited	No	No	No	<ul style="list-style-type: none"> <li>Life Memberships under the former Athletics Bendigo or Little Athletics Bendigo to still be recognised by these sub-committees.</li> </ul>
<b>Temporary Members</b>	No	No	No	No	No	No	No	No	<ul style="list-style-type: none"> <li>Members that visit from other clubs or associations outside of control of Athletics Bendigo</li> </ul>
<b>Board Member of Athletics Bendigo</b>	Yes	Yes	Yes	Yes (unless up for election )	Yes	Yes	Yes	Yes	<ul style="list-style-type: none"> <li>Appointed as per the constitution.</li> <li>Consists of 3 members from each sub-committee of Bendigo Region Athletics and Bendigo Little Athletics plus 1 other not linked to either those mentioned</li> </ul>
<b>Ex officio member of the Board of Athletics Bendigo</b>	Yes	Yes	Yes	No	Yes	Yes	Yes	No	<ul style="list-style-type: none"> <li>Has a role on the Board but not a voting member on the Athletics Bendigo Board.</li> </ul>