



Kellyville Baseball Club Incorporated Constitution and By-Laws

Approved at the Extraordinary General Meeting on 29 March 2015

1. OBJECTIVES:

1.1. The Kellyville Baseball Club Incorporated (the Club) exists to foster, develop, encourage and promote the principal object of the sport of baseball and tee-ball in the Hills District and to manage and organise competition for junior and senior teams for that purpose.

1.2. The Club Colours shall be Red, Black and White

2. AFFILIATIONS:

2.1. The Club may enter into any arrangements for reciprocal concessions or affiliation with any Association or Club with the same aim and objectives to it and for the benefits of its members.

3. OFFICE BEARERS:

3.1. At the Annual General Meeting the members of the Club shall elect the Office Bearers for the ensuing year, those Office Bearers being:

- President
- Vice President
- Secretary
- Treasurer
- General Member – Facilities
- General Member – Operations
- General Member – Marketing
- General Member – Assets
- General Member – Administration/Trusted Club Official (TCO)

3.2. Office Bearers shall hold their position until the following Annual General Meeting unless:

- a) a written Letter of Resignation is received by the Club from the Office Bearer, or
- b) they are dismissed by resolution of the Club in accordance with the Rule regarding Discipline, or
- c) they become a defaulter with the Club, or
- d) they die, or
- e) is absent without consent of the Management Committee from all Club meetings held during a consecutive three month period

3.3. Where an Office Bearer is dismissed from the Club all property, records and other material or equipment must be returned to the Club within 48 hours of the dismissal.

3.4. Duties of Office Bearers:

President:

The President shall be Chairperson at all meetings and shall be an ex-officio member of any committee formed by the Club.

The President shall conduct all meetings in accordance with the Constitution, shall have the casting vote at all meetings chaired, shall ensure all Office Bearers carry out their duties in accordance with the Constitution and generally oversee the management of the Club.

Vice President:

The Vice President shall, in the absence of the President, possess all the powers of the President, and shall in such case act as Chairperson of the Club.

They shall be responsible for the administration of grounds, amenities and team coaching and management. Without limiting their power as set out herein, they shall be responsible for:

- Producing rosters for team training nights, canteen duties and grounds maintenance days
- Arranging meetings of coaches and managers
- Ensuring that the Club has members trained to act as umpires
- Be the Chairperson of the Protests and Disputes Committee
- Act as the initial arbitrator in disputes between coaches, managers, players, parents, umpires and club officials, with power to convene the Protests and Disputes Committee to resolve disputes as necessary.

Secretary:

The Secretary shall attend to the general business of the Club, maintain minutes of all club meetings, attend to all correspondence, keep a record of all members and players, pay to the Treasurer all moneys received, keep a record of all attendances at meetings and present a report summarising the previous year's minutes as part of the Clubs Annual Report.

Treasurer:

The Treasurer will receive all moneys, give Official Receipts therefor, bank all moneys into the Club's bank accounts, have charge and maintain all proper books of accounts, produce financial statements for each meeting of the Club, pay all accounts properly incurred by the Club, and prepare a financial statement to be audited and presented at the Annual General Meeting.

General Member – Facilities:

Reports to the Vice President

Duties and responsibilities include allocating people to and managing the roles and functions of:

- Grounds Maintenance Crew
- Canteen Management

General Member – Operations:

Reports to the Vice President

Duties and responsibilities include allocating people to and managing the roles and functions of:

- Junior Coordinator
- Senior Coordinator
- Coaches Coordinator
- Umpire Coordinator
- MiniBall Coordinator
- Masters Coordinator

General Member – Marketing:

Reports to the Treasurer

Duties and responsibilities include allocating people to and managing the roles and functions of:

- Fundraising, Sponsorship and Publicity
- Capital Expenditure costing
- Special Projects and Grants

General Member – Assets:

Reports to the Treasurer

Duties and responsibilities include allocating people to and managing the roles and functions of:

- Uniform Officer
- Equipment Officer
- Website Manager

General Member – Administration/TCO:

Reports to the Secretary

The General Member – Administration/Trusted Club Official is responsible for the recording and maintenance of player details on appropriate databases and MyClub website.

Duties and responsibilities include allocating people to and managing the roles and functions of:

- Council Liaison Officer
- Hills Junior Baseball Association Delegate
- Sydney Metro League Delegate
- Results Recorder
- Child Protection Officer
- Club Registrar – Seniors and Juniors

4. MANAGEMENT:

- 4.1. The Management of the Club shall vest in the Management Committee that shall consist of the nine (9) Officer Bearers of the Club and any other members they shall appoint to the Management Committee.

- 4.2. The Management Committee shall meet at least monthly on the 4th Wednesday of each month, or at such other times as it may consider appropriate from time to time.
- 4.3. An Executive Committee, consisting of the President, Vice President, Secretary and Treasurer shall have the power to make interim decisions on behalf of the Club. Such decisions are to be ratified at the next meeting of the Management Committee.
- 4.4. Any member of the Executive Committee of the Club shall be ineligible to hold any other Executive position of the Club.

5. GENERAL MEETINGS:

- 5.1. The meetings of the Management Committee shall be deemed to be general meetings of the Club, unless resolved otherwise by the committee at the preceding committee meeting.
- 5.2. At least four General Meetings, in addition to the Annual General Meeting, shall be held annually, on such days as set out herein or as determined by the Management Committee.

6. ANNUAL GENERAL MEETINGS:

- 6.1. The Annual General Meeting (AGM) of the Club shall be held on the first Sunday after the 31 March, or on a date as agreed by the Management Committee.
- 6.2. At the AGM the Management Committee shall ensure an annual report of the Clubs activities and accounts is presented for the preceding year.
- 6.3. At the AGM all Office Bearers shall retire and an independent Chairperson appointed and the meeting shall then elect members to fill those offices for the ensuing year.

Nomination for Office Bearers may be in writing or from the floor of the meeting. Each nomination shall be proposed by one club member and shall be consented to by the nominee.

Where more than one person is seeking election to a single Management Committee position, those candidates shall excuse themselves from the proceedings and the election shall be conducted by a show of hands of the members present. A simple majority vote will determine the successful candidate.

7. CASUAL VACANCIES:

- 7.1. The Management Committee shall have the power to appoint members to fill any casual vacancies of any office. That appointee shall hold that office until they resign, retire, die or until the next AGM, whichever occurs first.

8. EXTRAORDINARY GENERAL MEETINGS:

- 8.1. An Extraordinary General Meeting may be called by the Management Committee or upon requisition in writing signed by not less than five (5) full members. Such meetings shall be held within one month of the Secretary receiving the requisition. The requisition shall state the purpose for which the meeting is to be called and no other business shall be discussed at that meeting.

9. MEETING PROCEDURE:

- 9.1. Minutes of the proceedings of meetings shall be kept by the Secretary and shall be open for inspection by any member of the Club.
- 9.2. The President or in his absence, the Vice President, shall act as chairperson at all meetings of the Club. In the absence of both these officers, the Management Committee shall elect a member who is present to act as Chairperson.
- 9.3. The Chairperson shall have a casting vote only.
- 9.4. Each member present shall be entitled to cast one vote per motion. Proxy voting and Postal Voting are not allowed. Members must be personally present to cast a vote.
- 9.5. The quorum for meetings shall be:
- | | |
|--------------------------|------------------------------------|
| a) Executive Committee: | 3 Executive Members |
| b) Management Committee: | 3 Office Bearers |
| c) Annual General: | 20 Full, Life or Associate Members |
- Each quorum must include an Executive Member in addition to the members shown. If a quorum is not present within half an hour of scheduled starting time, the meeting shall stand adjourned until the committee determines the date of a new meeting.
- 9.6. Any Committee Member who fails to attend three subsequent committee meetings, without leave of absence, shall cease to be a member thereof.
- 9.7. It is expected that one representative from each team shall be present at each General Meeting.
- 9.8. Except as set out herein, all resolutions shall be passed on a simple majority vote of those members present at the meeting.
- 9.9. The Secretary shall ensure:
- fourteen (14) days notice is given to all members of the Club of the AGM and any Extraordinary General Meeting. Such notice shall include any unusual motion to be submitted to the meeting.
 - notice is displayed specifying the dates of General Meetings of the Club.

10. MEMBERSHIP:

- 10.1. Membership shall be open to any person interested in promoting the objectives of the Club and be valid until the end of the Membership Year.

- 10.2. The Membership Year is the 1st April to the 31st March.
- 10.3. A joining fee together with annual dues may be levied and be chargeable for players.

All Families, and non-players wishing to become involved in the Club, shall be charged a Family Membership Fee and be counted as Associate Members, unless they are a Junior Member or under the age of 18 years at 31st December of the year of membership.

- 10.4. There shall be 4 classes of memberships:
 - a) Junior Member
 - b) Full Member
 - c) Associate Member
 - d) Life Member

Junior Member

Junior Members shall be those members under the age of 18 year on 31st December of the year of membership who have registered to play baseball with the Club.

Junior Members shall have no voting rights.

Full Member

Full Members shall be those members over the age of 18 years on 31st December of the year of membership who are registered to play baseball with the Club.

Full Members have the right to cast one vote per motion at meetings that they personally attend.

Associate Member

Associate members shall be those members over the age of 18 years on 31st December of the year of Membership who have paid the Family Membership Fee and are not a Junior Member or Full Member.

Associate Members have the right to cast one vote per motion at meetings that they personally attend.

Life Members

Life Members shall be persons elected to this form of membership by the Management Committee from time to time. Life Members carry the same rights as Full Members with the additional privilege of being exempt from Club registration fees for the term of their natural life. This financial privilege can be fully transferred to one family member only, at the discretion of the Life Member, by notifying the Secretary in writing at the start of the year of membership.

- 10.5. Only Full Members, Life Members and Associate Members shall be entitled to:
 - a) be elected as Office Bearers,
 - b) vote at meetings of the Club,
 - c) be appointed as managers and coaches of teams

- 10.6. The Management Committee shall approve all nominees for all levels of membership. The Management Committee shall have the power to accept or reject any candidate for membership or defer consideration of any application. Any decisions to reject a nomination for membership, with the exception of Life Membership, shall be made by secret ballot by a simple majority of the members present, and thereupon shall be made.

A person whose application for membership has been declined shall be so notified by the Secretary in writing within fourteen (14) days.

- 10.7. A person ceases to be a member if the person:
- a) dies, or
 - b) resigns their membership, or
 - c) is expelled from the Club.
- 10.8. A right, privilege or obligation a person has by reason of being a member of the Club:
- a) is not capable of being transferred or transmitted to another person, except as set out for Life Membership financial privilege, and
 - b) terminates on cessation of the person's membership.
- 10.9. Any member who the Management Committee believes to not have acted in the best interest of the Club, who has breached any provision of the Constitution and By Laws, or dissents from a decision of the Club or its officers, may be called to appear before the Protests and Disputes Committee to show cause why they should not be suspended or expelled from the Club.
- 10.10. The Management Committee shall review the decision of the Protests and Disputes Committee and any decision to confirm the decision of the Protests and Disputes Committee must be made by secret ballot and must pass with a two-thirds (2/3rds) majority of the Management Committee present.

11. REGISTER OF MEMBERS:

- 11.1. The General Member – Administration/Trusted Club Official must establish and maintain a register of members of the Club specifying the name and address of each person who is a member of the Club together with the date on which the person became a member.
- 11.2. The register of members must be kept at the principal place of administration of the Club and must be open for inspection, free of charge, by any member of the Club at a reasonable hour.
- 11.3. A member of the Club may obtain a copy of any part of the register on payment of a fee of \$1 for each page copied or if some other amount is determined by the committee that other amount.

12. MEMBERS' LIABILITIES:

- 12.1. The liability of a member to the Club to contribute towards the payment of the debts and liabilities of the Club or the costs, charges and expenses of the winding

up of the Club is limited to the amount, if any, unpaid by the member in respect of membership of the Club as required by Rule 13.

13. FEES AND DUES.

- 13.1. A member of the Club must, on admission to membership, pay to the Club the registration fee as determined by the committee.
- 13.2. The registration fee for each season and/or Family Membership shall be set at the first Management Committee meeting after the AGM.
- 13.3. The Management Committee shall be empowered to determine and levy any other fees in addition to the registration fee as may be necessary to cover expenditure not considered when the dues were determined.
- 13.4. Default and non-payment
 - a) If a member fails to pay any fee levied by the Club within 60 days of such fee becoming payable, the Management Committee shall be entitled at any time thereafter to cancel their membership.
 - b) If, however within 90 days of the fee becoming payable the person pays the arrears and provides an explanation for non-payment satisfactory to the Management Committee they may be reinstated as a member.

14. FINANCIAL MANAGEMENT:

- 14.1. The income and property of the Club shall be applied solely towards the promotion of the Club's objectives and no portion thereof shall be paid or transferred directly or indirectly to the members of the Club, except where such member is or becomes an employee of the Club.
- 14.2. All expenditure in excess of AUD\$200.00 shall be approved in advance by the Management Committee.
- 14.3. All cheques issued by the Club shall be signed by any two of the following:
Main Account:
 - Treasurer
 - President
 - Vice President
 - Secretary
Canteen Account:
 - Treasurer
 - President
 - Vice President
 - Canteen Manager
 - Secretary
- 14.4. The Treasurer shall keep all books of account as may be determined by the Management Committee. The books shall be subject to annual audit.

- 14.5. The Club shall appoint an Auditor who shall audit the Clubs books of account annually and prepare a report thereon for presentation by the Treasurer to the AGM.
- 14.6. The financial year of the Club will end on 31st March of each year.
- 14.7. Any sub-committee or subsidiary group shall keep such books of account as may be specified by the Treasurer and shall at any time upon demand present those books to the Treasurer for audit.
- 14.8. All Office Bearers and other positions within the Club shall be and act in an honorary capacity.

15. LIFE MEMBERSHIP AND SPECIAL AWARDS

- 15.1. **Life Membership** is the highest honour available to Members within the Club. As such the conferring of Life Membership is to be made in exceptional circumstances and will be subject to application, review and approval by the Management Committee.
- 15.2. To be eligible for Life Membership an application must be submitted in writing to the Secretary by a current Full Member and Seconded by either a Full Member, Life Member or Associate Member by 31st December providing full supporting details of the nominee and the reasons for nomination to Life Membership.

The nominees' conduct including but not limited to significant and sustained years of service (15 years service is a recommended minimum) to the Club in a Committee role, significant involvement in Club activities in an on and/or off field role, for example as a long-time coach, and other substantial activities or roles that positively promote the Club, as well as the attitude and demeanour of the nominee, will all be considered.
- 15.3. The Management Committee will review any nominations at the earliest opportunity after 31st December and prior to the 28th February of the following year. The conferring of Life Membership will require a unanimous vote of the full Management Committee.
- 15.4. Successful nominees will be invited to the Annual General Meeting or Presentation Day for the presentation of the award.
- 15.5. Retraction of Life Membership may occur in highly exceptional circumstances where, for example, the Life Member has conducted them self in a manner that seriously and adversely reflects on the Club and its objectives or on the sport of baseball.

Any motion to retract a Life Membership must be discussed by the full Management Committee with the Life Member concerned being afforded the opportunity to state their case for retaining their Life Membership.

Any decision to retract Life Membership must have the unanimous vote of the full Management Committee.

- 15.6. **The Coach Carl Award** is an Annual Award presented to an eligible Junior Player from the Under 12 teams. The Coach Carl Award is designed to congratulate and encourage an appropriate player from the Under 12 age group who has shown dedication to training, sportsmanship and talent throughout the season and reflects the objectives of the Club at all times.

To be eligible for this Award the nominee must be a player in the Under 12 age group and have not received the award previously. The nominee will be drawn initially from the true age players in the team. If a suitable true-age player is not found the other players in the team will be considered.

The nominee will be drawn from the teams in the following order:

- 1) Under 12 Division 1
- 2) Under 12 Division 2
- 3) Under 11
- 4) Under 12 Division 3

The nomination must come from the Coach and be seconded by the Team Manager and must be submitted, in writing, to the Secretary by the 28th February. All nominations will be considered by the Management Committee and will require a two-thirds (2/3rds) majority of those members present to pass.

The successful nominee will, at the Annual Presentation Day, receive a plaque from the Club in recognition of this high honour and their name will be kept on a Roll of Recipients.

16. RESOLUTION OF INTERNAL DISPUTES:

- 16.1. Disputes between members (in their capacity as members) of the Club, and disputes between members and the Club, are to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act 1983.
- 16.2. At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.

17. DISCIPLINING OF MEMBERS:

- 17.1. All Club Members are expected to act in the best interests of the Club and conduct themselves at all times in a manner that positively promotes the objectives of the Club and the game of baseball. Disciplinary action may be taken against members, coaches, managers, players and spectators who breach the Constitution or By-Laws or who otherwise act in a manner that brings the Club into disrepute.
- 17.2. A complaint may be made to the Management Committee by any person that a member of the Club:
- a) has persistently refused or neglected to comply with a provision or provisions of these rules, or

b) has persistently and wilfully acted in a manner prejudicial to the interests of the Club.

17.3. On receiving such a complaint, the Management Committee will convene a Protests and Disputes Committee consisting of the:

- Vice President
- One other Office Bearer
- One team Coach or Manager

The Vice President will be the Chairperson of the Protests and Disputes Committee.

17.4. The Protests and Disputes Committee:

- a) must cause notice of the complaint to be served on the member concerned; and
- b) must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
- c) must take into consideration any submissions made by the member in connection with the complaint.

17.5. The Protests and Disputes Committee may, by resolution, expel the member from the Club or suspend the member from membership of the Club if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.

17.6. If the Protests and Disputes Committee expels or suspends a member, the Secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under rule 18.

17.7. The expulsion or suspension does not take effect:

- a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
- b) if within that period the member exercises the right of appeal, unless and until the Club confirms the resolution under rule 18(5), whichever is the later.

18. RIGHT OF APPEAL OF DISCIPLINED MEMBER:

18.1. A member may appeal to the Club in general meeting against a resolution of the Protests & Disputes Committee under rule 17, within 7 days after notice of the resolution is served on the member, by lodging with the Secretary a notice to that effect.

18.2. The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.

18.3. On receipt of a notice from a member under clause (1), the Secretary must notify the Management Committee, which is to convene a general meeting of the Club to be held within 28 days after the date on which the Secretary received the notice.

- 18.4. At a general meeting of the Club convened under clause (3):
- a) no business other than the question of the appeal is to be transacted, and
 - b) the Management Committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 18.5. If at the general meeting the Club passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

19. BY-LAWS

- 19.1. The Management Committee shall have the power to make and promulgate By-Laws to ensure the satisfactory management of other aspects of the Club, including all sporting activities.
- 19.2. By-Laws shall be amended, varied added to or repealed in part or in whole only at a General Meeting of the Club. Notice of amendment shall be communicated to club members at least fourteen (14) days prior to the general meeting.

20. AMENDMENTS TO THE CONSTITUTION:

- 20.1. All amendments to the Constitution shall be made at the AGM or an Extraordinary General Meeting called for the sole purpose of amending the Constitution.
- 20.2. Any amendments to the Constitution shall first be considered and approved by the Management Committee. When so approved, the Secretary shall circulate the proposed amendments to the members not less than fourteen (14) days before the date of the meeting.
- 20.3. Amendment to the Constitution shall be passed by a simple majority vote of those present at the meeting.
- 20.4. The Department of Fair Trading, or appropriate Statutory Department as known from time to time, shall be informed of amendments to the Constitution and the relevant fees paid and forms lodged as required by law or regulation from time to time.

21. MISCELLANEOUS:

- 21.1. All notices required to be given by the Club may be communicated to members by prepaid post to the address of the member shown in the Club's records, by publication in any magazine, newsletter or website published by the Club, by electronic mail or by display on a notice board on Club premises.
- 21.2. The Committee may appoint sub-committees to deal with any matter of the Club's activities as it considers appropriate. The President shall be an ex-officio member of any sub-committee so formed.