

# **TASMANIAN WATER POLO**

**INCORPORATED**

## **CONSTITUTION**

## Summary of Amendments

This summary reflects the most recent amendments to the Rules in accordance with the following Association Minutes

<b>MEETING</b>	<b>RULES AND REGULATIONS AMENDED</b>
TWPI Board Meeting 10 Jan, 2011	Merging of WPAL suggested Constitution and existing Tasmanian Water Polo Constitution from 2004
April 2011	Draft Updated to incorporate discussions from TWPI Board Meetings Mar 21, 2011 and April 11, 2011
September 2012	Amended as per marked up copy presented to SGM 26/09/12

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# CONSTITUTION OF TASMANIAN WATER POLO INC

## 1. NAME

The name of the Association shall be "**TASMANIAN WATER POLO INC.**", hereafter called 'the Association'.

## 2. DEFINITIONS

In the Constitution and By-Laws, unless the contrary intention appears from the context:

'**Affiliate Member**' means an affiliate member who is a non-playing member of a Member, or an affiliate member who is a non-playing member of the Association.

'**Annual General Meeting**' means a meeting of the Association held after the Association's financial year and in order to comply with the provisions of the Act.

'**Associate Member**' means another body whose objectives are consistent with those of the Association and who have been granted affiliation with TWPI.

'**Board**' means the Board of Directors of the Association elected in accordance with this Constitution.

'**Board Meeting**' means a regularly scheduled meeting of the Board of Directors

'**Club**' means a Club under the jurisdiction of the Association.

'**Committee**' means a committee established to conduct the business of a representative sector of the Association.

'**Director**' means a Director of the Association elected in accordance with this Constitution from time to time.

'**Director of Finance**' means a Director elected in accordance with the Constitution to this position who in addition to obligations detailed at 7.2.7 will prepare draft budgets and brief the board at all Board Meetings on the financial position of the Association.

'**Director of Operations**' means a Director elected in accordance with the Constitution to this position who shall be responsible for the general operations of competition in consultation with the respective Committees.

'**Disciplinary Committee**' means the committee appointed pursuant to Clause **23** of this Constitution.

'**Disqualification**' means that the membership of such member, associate member, affiliate member, life member or individual member so disqualified shall cease, and all rights and privileges of membership shall be forfeit.

'**Exhaustive Ballot**' means the process by which the General Meeting vote for two (2) or more candidates and the candidate with the least number of votes is eliminated. This process is repeated until the required number of candidates remains.

'**FINA**' means Federation Internationale de Natation.

'**General Meeting**' means an Annual General Meeting or a Special General Meeting.

'**Individual Member**' means an individual member of a Club or a School team under the jurisdiction of the Association.

'**In Writing**' means by mail or hand delivered to the Secretary or President.

**'Mail'** means post or electronic mail.

**'Majority'** means a majority on an issue of not less than one-half of the number of votes eligible to be cast at the meeting.

**'Member'** means a Member Body being a Club that has been granted the right of membership with the Association.

**'President'** means the President of Tasmanian Water Polo Inc and delegate to AW PL.

**'Secretary'** means the Secretary and Public Officer of Tasmanian Water Polo Inc.

**'Special General Meeting'** means any meeting of the Association other than the Annual General Meeting convened in accordance with the provisions of this Constitution.

**'Special Majority'** means a majority on an issue of not less than two-thirds of the number of votes eligible to be cast at the meeting.

**'Suspension'** means suspended from taking part in water polo matches conducted, arranged or approved by the Association and from representing the Association in any interstate or international match, during the period of suspension.

**'The Act'** means the Association Incorporations Act 1964 (Tasmania).

**'TWPI'** or words 'The Association' means Tasmanian Water Polo Inc.

**'Voting Member'** means a person or body entitled to vote at a General Meeting of the Association in accordance with Clause 15 of the Constitution.

**Water Polo Australia Limited and/or WPAL'** means Water Polo Australia Limited.

Words in the plural number shall include the singular and vice versa.

### **3. OBJECTS**

The objects of Association are:

- 3.1** to manage, promote, encourage and develop the sport of water polo throughout Tasmania;
- 3.2** to facilitate participation in international competitions;
- 3.3** to facilitate participation in national competitions;
- 3.4** to affiliate with WPAL;
- 3.5** to develop talent identification and pathways for players, coaches, referees and officials; and
- 3.6** to establish and maintain financial security by obtaining funds from all sources, private, government, institutional and Members.

### **4. POWERS OF THE ASSOCIATION**

- 4.1** Subject to the Constitution the Association shall have full power, jurisdiction and authority to do all things necessary to carry out the business, the affairs and objects of the Association, including but are not limited to, the following:
  - 4.1.1** to ensure uniformity of rules for the control and regulation of water polo and the management of water polo competitions, within Tasmania, in accordance with the FINA Rules of water polo;
  - 4.1.2** to adjudicate on all matters of dispute referred by Members, whether of an interstate or internal nature, or relating to the Association's own affairs;

- 4.1.3** to control, in conjunction with any of its Members, the management of interstate water polo teams, players and officials visiting Tasmania;
  - 4.1.4** to control and manage state representatives in national competitions, either within or beyond Australia and international events relating to water polo (subject to the authority of WPAL);
  - 4.1.5** to control Tasmanian Water Polo Championships and Competitions;
  - 4.1.6** to act, alone or in conjunction with any of its Members, in any matter concerning water polo within Tasmania;
  - 4.1.7** to act, alone or in conjunction with any of its Members, to promote the Association and water polo generally beyond Australia;
  - 4.1.8** to invest and deal with the money of the Association not immediately required in such manner as may be permitted by law for the investment of trust funds;
  - 4.1.9** to print and publish including electronically any newspapers, periodicals, books or leaflets that Association may think desirable for the promotion of its objects;
  - 4.1.10** to do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.
  - 4.1.11** to achieve the above The Board will appoint Chairpersons of committees. Such committees could include but are not limited to disciplinary, regional, club and school development, athlete development, Flippa Ball, coaching, refereeing, publicity and promotions, member protection, sponsorship and fundraising, registrar, property officer and such other committees as The Board from time to time may approve. (A director may also be appointed a committee Chair.)
- 4.2** In addition to the powers conferred by Clause 7 the Association shall have the power to fine, reprimand, suspend, expel or otherwise deal with a Member, Associate Member, Affiliate Member, Life Member, or Individual Member which or who in the opinion of the Disciplinary Committee;
- 4.2.1** is or has been in breach of this Constitution; or
  - 4.2.2** is or has been guilty of misconduct of any kind, including but not limiting the generality thereof, of unfair practice relating to water polo or action which denigrates the sport of water polo; or
  - 4.2.3** breaches the Association's anti-doping policy.
- 4.3** Should a Member, Associate Member, Affiliate Member, Life Member, or Individual Member be dissatisfied with a decision of the Association (**or** the Disciplinary Committee) it may, subject to the requirements of Clause 22, appeal to WPAL, which shall hear and decide the appeal and whose decision shall be final and binding upon the parties.
- 4.4** The Association shall have the power to make, vary or modify from time to time such rules and regulations as it deems necessary for the maintenance of discipline as envisaged by Clause 4.2.
- 4.5** Should a Club, Individual Member or Affiliate Member be dissatisfied with a decision of a Member, that decision maybe appealed to the Board of the Association which will receive and hear the appeal in a manner and at a time and place as it sees fit.

## **5. MEMBERSHIP**

- 5.1** Membership of Association shall consist of:
- 5.1.1** Members;
  - 5.1.2** Associate Members;
  - 5.1.3** Affiliate Members;
  - 5.1.4** Life Members;
  - 5.1.5** Individual members.
- 5.2** A Member is a club which is granted the right of membership with Association;
- 5.3** Associate Membership may be granted to other bodies whose objectives are consistent with the objective of Association, on such terms as determined by a General Meeting by special majority;
- 5.4** Affiliate Membership may be granted to persons whose interests are consistent with the objective of Association, on such terms as determined by the Board. This will automatically include Directors, Referees, Coaches, Team Managers, Guardians who are not either included as a Member, Life Member or Individual Member;
- 5.5** Life Member
- 5.5.1** The Association may at an Annual General Meeting or Special General Meeting appoint any Individual Member who has done outstanding work in the interests of the Association, a Life Member.
  - 5.5.2** No Individual Member shall be elected a Life Member unless the following conditions have been observed:
    - a)** Such individual member shall be nominated in writing to the Secretary at least one month prior to the General Meeting by at least two members of the Association.
    - b)** Such nomination shall be recommended by the Board.
    - c)** Notice of such nomination shall appear on the notice convening the meeting.
    - d)** The election shall be by secret ballot and the voting count declared.
    - e)** A Special Majority is required to endorse such nomination.
- 5.6** The Registrar shall keep and maintain a register of Member, Associate Member, Affiliate Member, Life Member, or Individual Member in which shall be entered the full name, contact details, membership type and date of acceptance of each member.
- 5.7** Associations
- 5.7.1** Associations operating within boundaries prescribed by the TWPI, may be granted affiliation.
  - 5.7.2** Associations shall be subject to decisions of the Board and shall control all matters within their jurisdiction, provided that there shall be a right of appeal to the Board by members of Clubs.

Associations shall, within 48 hours, notify the Secretary of the TWPI in writing of the name and contact details of any Member or Club suspended or disqualified by the Association, the nature of the charge and the period of suspension or disqualification.



- 5.7.3 Associations may admit to membership Clubs within their own district, provided that such Clubs are affiliated with their association.
- 5.7.4 Before any Association is affiliated with the TWPI, a copy of their Constitution must be approved by the TWPI and registration of their office bearers supplied.
- 5.7.5 Within three (3) months of the end of their financial year, the Secretary of each Association must forward to the Secretary of the TWPI an Annual Report and Audited Balance Sheet and Profit and Loss Account for that year.

## **6. BOARD OF DIRECTORS**

- 6.1** The affairs of the Association shall be managed and controlled by a Board of Directors which (in addition to any other powers and authorities expressly conferred upon the Board by this Constitution) may carry into effect all or any of the objects of the Association and may exercise all powers of the Association and do all such acts and things as may be exercised and done by the Association in a General Meeting, subject nevertheless to the provision of this Constitution and to the resolutions of the Association in a General Meeting. No such resolution shall invalidate any prior act of the Board which would have been valid had that resolution not been passed.
- 6.2** The Board of Directors shall consist of:
  - 6.2.1** President and delegate to WPAL
  - 6.2.2** Secretary and Public Officer
  - 6.2.3** Director of Finance
  - 6.2.4** Director of Operations
  - 6.2.5** Four (4) Directors
- 6.3** Term of Office
  - 6.3.1** All elected Directors (including the President) shall hold office for two (2) years with half the Board retiring each year.
  - 6.3.2** The Association year shall be from the first day of July in any year until the thirtieth day of June in the following year.
- 6.4** Election of Directors
  - 6.4.1** Nominations for Directors (Including the President) should be made in writing to the Secretary not less than two (2) days before the date of the Annual General Meeting and shall be signed by two individual members of the Association. The Nominee's consent shall be appended thereto.
  - 6.4.2** Verbal nominations for positions shall be invited at the Annual General Meeting, provided that no written nominations have been received and the nominee has signified their willingness to accept the nomination.
  - 6.4.3** Directors shall be elected by the Annual General Meeting.
  - 6.4.4** Any position not filled at the Annual General Meeting may subsequently be filled by the Board at a Board Meeting. Such position shall be held until the next Annual General Meeting.

- 6.4.5** If the number of nominations for the vacant positions exceeds the number of vacancies to be filled, an exhaustive ballot shall be held.
- 6.4.6** In the event of a tied vote the incumbent President, shall vote to break the deadlock.
- 6.4.7** Directors from the immediate past year shall remain in office until the conclusion of the Annual General Meeting at which time newly elected Directors shall take office with the remaining Directors.
- 6.4.8** A Director wishing to resign from a position must submit his resignation in writing to the Board, such resignation to take effect immediately following the receipt of the resignation or on a mutually agreeable date determined by the Board and the resigning Director.
- 6.4.9** Any position becoming vacant during the year shall be filled at a Board Meeting electing an individual member for the remainder of the year.
- 6.4.10** In the first election following the implementation of this amended constitution the President, Director of Finance and two directors shall be elected for one year terms.

## **7. POWERS AND DUTIES OF THE BOARD OF DIRECTORS**

- 7.1** The Board of Directors shall govern and control the affairs of the Association between General Meetings and may exercise all such powers of the Association as are not, by Law or by this Constitution, required to be exercised by a General Meeting.
  - 7.1.1** The Board may establish and disestablish such committees and delegate powers to such committees as are required to assist it to fulfil its governance duties.
  - 7.1.2** The Board shall be indemnified from the funds of the Association in respect of any liability (excepting acts of fraud, malfeasance or defalcation) that they collectively or individually may incur as a result of any decision taken or act made in accordance with their powers pursuant to the Constitution.
- 7.2** The Board shall:
  - 7.2.1** promote and co-ordinate the activities of the Association, and to this end may negotiate or work with international and local organisations as required in order to fulfil the objects of the Association;
  - 7.2.2** publish handbooks, manuals, electronic training and other aids, and other material, and disseminate information and publicity;
  - 7.2.3** control the use of the name of the Association, logos, membership cards and emblems;
  - 7.2.4** foster the activities of the Association and co-operation between Members and Members and other groups in the interests of the Objects of the Association;
  - 7.2.5** have general responsibility for the development of the Association and for the development of water polo throughout Tasmania in accordance with the Objects and the wishes of the Members;
  - 7.2.6** the President shall present to the Annual General Meeting a full report of its activities and the business done by it during its year in office and of any matters of interests and importance to the Association transpiring during the period since the Board last reported to Members; and

- 7.2.7** the Director of Finance shall present to the Annual General Meeting the independently audited annual financial report which shall include statements of financial activity and a statement of financial position prepared in accordance with commonly accepted standards of good accounting practice.
- 7.2.8** The President, Secretary and Director of Operations shall be ex officio members of all Committees.

In addition to the above powers, the Board:

- 7.2.9** may make such By-Laws as are necessary and convenient to give effect to this Constitution provided however that where any such By-Laws are inconsistent with this Constitution then to the extent of such inconsistency this Constitution shall prevail and any By-Law may be set aside by the majority of a General or Board Meeting;
- 7.2.10** shall deal with such matters as are delegated by a General or Board Meeting;
- 7.2.11** may submit collectively recommendations and Notices of Motion to a General or Board Meeting, which recommendations and Notices of Motion shall not require seconding by any Member;
- 7.2.12** authorise all the expenses of the Association, at Board Meetings, which shall, as appropriate to and reasonable in the circumstances, be paid from the funds of the Association;
- 7.2.13** shall have the power to impose upon any Member, Associate Member, Affiliate Member, Life Member, or Individual Member such fines, suspension, disqualification or restriction, monetary or otherwise, for any breach of the constitution or rules made hereunder;
- 7.2.14** shall have the power to make rules for the control of any competition conducted, or approved by the Association, provided that such rules are not inconsistent with the provisions of the constitution and By-laws;
- 7.3** Legal responsibilities of Directors.
- 7.3.1** A duty of care and diligence. In the exercise of his or her powers or the exercise of his or her duties, a director of the Association must exercise the degree of care and diligence that a reasonable person in a like position in a corporation would exercise in the Association's circumstances.
- 7.3.2** No improper use of inside information. A director or former director of the Association must not, in relevant circumstances, make improper use of information acquired by virtue of his or her position to gain, directly or indirectly, an advantage for him or herself as or for any other person or to cause detriment to the Association.
- 7.3.3** No gain by improper use of the position. A director of the Association must not, in relevant circumstances, make improper use of his or her position to gain, directly or indirectly, an advantage for him or herself as or for any other person or to cause detriment to the Association.
- 7.4** Proceedings of the Board.
- 7.4.1** The President or Secretary shall have the power to convene meetings of the Board, which will meet at least once a month and at such other times as shall be deemed necessary.
- 7.4.2** The quorum at a meeting of the Board shall be four (4) Directors.

- 7.4.3** The Chair of any meeting shall determine questions of order and be the sole interpreter of the Constitution and Standing Orders made in accordance therewith. At a meeting of a Committee, a motion of dissent from a ruling by the Chair on the interpretation of the constitution and Rules made in accordance therewith, shall be referred to the Board whose decision shall be final.
- 7.4.4** At least four (4) days notice shall be given to Directors of a Board Meeting, specifying the general nature of the business to be transacted.
- 7.4.5** In the absence of the presence of the President, the Directors shall elect from among their members a Chair to preside over the proceedings of that meeting.
- 7.4.6** Any contingency arising, for which provision is not made in the Constitution, shall be determined by the Board, subject to the over-riding authority of a General Meeting.
- 7.4.7** In the event of anything occurring not within the scope of this Constitution and to which the rules of the TWPI cannot be satisfactorily applied it shall be dealt with by the Board using the Constitution and Rules of the WPAL as a basis for deliberation.
- 7.4.8** Should a Director be absent from three consecutive meetings of the Board, without approval (which would not be unreasonably withheld), may be replaced by the Board who will appoint a member for the remainder of the year.

## **8 PECUNIARY GAIN AND CONFLICT OF INTEREST**

- 8.1** No Director shall receive or obtain any pecuniary gain from the property or operation of the Association provided that this rule shall not prevent the payment of remuneration to Directors as the Annual General Meeting shall approve.
- 8.2** All directors must declare any real or potential conflict of interest which they may have in regard to any matter which relates to their role as director.

## **9. CASUAL VACANCIES ON THE BOARD**

- 9.1** For the purposes of this Constitution the office of an elected Director of the Board becomes vacant if the Director:
  - (a) dies;
  - (b) A Director wishing to resign from a position must submit his resignation in writing to the Board, such resignation to take effect immediately following the receipt of the resignation or on a mutually agreeable date determined by the Board and the resigning Director.
  - (c) is removed from office by vote of a special majority at a General Meeting at which due notice has been given providing that:
    - (i) the Director is given full and fair opportunity to show cause why he/she should not be removed from office prior to the vote being taken
    - (ii) the Director has no right of appeal against removal from office under Sub Clause 9.1 (c)

- (d) becomes of unsound mind or is a person whose estate is liable to be dealt with any way under the laws relating to mental health;
- (e) becomes insolvent under administration within the meaning of the Corporations Law;

**9.1.1** In the event of a casual vacancy occurring for an elected Director, the Board may appoint a person from among its Members' constituency, e.g. an Individual Member, Affiliate Member, or Life Member, to fill the position until the next Annual General Meeting at which time the position will become vacant.

## **11. PATRON**

**11.1** The Patron may be appointed on the recommendation of the Board.

## **13. PRESIDENT**

**13.1** The President shall represent the Association as the delegate to WPAL and shall preside over each General and Board Meeting of the Association.

## **14. GENERAL MEETINGS**

**14.1** The Board must, in addition to any other meeting it holds, hold an Annual General Meeting once in each calendar year, within a period of three (3) months beginning at the end of the Association's most recently ended financial year. The board shall determine the date of the Annual General Meeting.

**14.2** The business of the Annual General Meeting shall include:

- (a) the election of the Directors;
- (b) receipt of the Annual Report, Statement of Accounts, Balance Sheet of the Association and the Auditor's Report thereon;
- (c) election of Auditor;
- (d) approval of remuneration to Directors, for the following year;
- (e) such other business of which due notice has been given.

A Special General Meeting shall be convened by the President or Secretary upon a requisition in writing signed by a minimum of three (3) Board members, stating the business to be considered, or upon a resolution of the Board.

No business except that for which the meeting shall have been called may be transacted at any Special General Meeting.

**14.3** For all General Meetings the following shall apply:

**14.3.1** a quorum shall consist of at least five (5) Members of the Board;

**14.3.2** a notice of a General Meeting shall be given at least twenty-one (21) days prior to that meeting to each Member of the Board. The accidental omission to give notice of any meeting to any person or Body entitled to receive such notice shall not invalidate any Resolutions passed thereat;

**14.3.3** all General Meetings shall be open to observers being members or "not of" Individual Members (or their guardians) and to the media except when the General Meeting shall decide to go into Committee.

## **15. VOTING AT GENERAL MEETINGS**

**15.1** The right to vote at Annual General Meetings, or General Meetings shall be confined to the Board of Directors and members. Each member of the Board shall be allowed one vote only, irrespective of how many positions they may hold on the Board. Each club shall be entitled to a minimum of one vote for each 50 members provided that each club has a minimum of vote. (Voting numbers are based on Club membership during the previous financial year.) It is a Club's responsibility to nominate the person to vote on its behalf.

**15.1.1** Each vote shall be given personally.

**15.1.2** Club votes are in addition to those which any person may exercise in their role as a Board Member.

**15.2** The Chair of the General Meeting shall have a casting vote in addition to a deliberate vote.

## **16. VOTING AT BOARD MEETINGS**

**16.1** Each member of the Board shall be allowed one (1) vote only.

**16.2** The Chair of a Board Meeting shall have a casting vote in addition to a deliberate vote.

## **17. FINANCE**

**17.1** The financial year of the Association shall commence on the 1<sup>st</sup> day of July and end on the 30<sup>th</sup> day of June in the following calendar year.

**17.2** Each Member shall pay such annual Membership Fee as is prescribed by the Association from time-to-time at an Annual General Meeting.

**17.3** All receipts and payments shall pass through the bank account of the Association.

**17.4** The Bank Account(s) of the Association shall be operated by any two of the President, Secretary and Director Finance. Cheques, Postal Orders, Electronic Funds Transfers and On-line transactions may be endorsed by any one of the aforementioned Board of Directors.

## **18. AUDIT**

**18.1** The accounts of the Association are to be audited by a suitably qualified Auditor who shall be appointed by the Members at the Annual General Meeting.

## **19. CONDITIONS FOR CONDUCT OF CHAMPIONSHIPS AND COMPETITIONS**

**19.1** The Association shall conduct such Championships and/or Competitions as may be agreed at a General or Board Meeting of the Association.

**19.2** Such Championships and/or Competitions shall be conducted in accordance with the By-Laws of the Association.

## **20. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS**

**20.1**

- 20.1.1** The Association has the power to reprimand, fine, suspend, disqualify, expel or otherwise deal with a Member, Associate Member, Affiliate Member, Life Member, or Individual Member which, in its opinion has been guilty of conduct warranting such action.
- 20.1.2** In exercising the power contemplated by Clause 20.1.1, the Association may refer a Member, Associate Member, Affiliate Member, Life Member, or Individual Member to the Disciplinary Committee contemplated by Clause 23 of this Constitution to deal with a matter at hand. In the event that a matter is referred to the Disciplinary Committee that committee has the same powers as the Association contemplated by Clause 20.1.1 hereof.
- 20.1.3** The powers of the Association and the Disciplinary Committee contemplated by this Clause may be exercised in substitution of, or in addition to any other power afforded by this Constitution, or the By-Laws of the Association.
- 20.2** Members, which under their own rules have suspended an Individual Member or Affiliate Member or deemed them ineligible for competitions conducted by the Association, shall notify the Association of any suspension. The Secretary will maintain a register of all suspensions.
- 20.3** A Member which becomes unfinancial (including failure to pay the Association any fees) may be suspended from membership of the Association and such suspension shall remain in force until thirty (30) days after the moneys outstanding have been paid to the Association.
- 20.4** For the purpose of Clause 20.3 a body which has been notified that its subscriptions, fees, or fines of any kind are in arrears for one month shall be liable to be removed from membership and shall not be allowed to rejoin the Association until all arrears shall have been paid.
- 20.5** The membership of a Member shall cease with the dissolution, winding up or deregistration of that Member.

## **22. APPEALS**

- 22.1** Appeals from decisions of Members and/or the Disciplinary Committee.
- 22.1.1** A Member, Associate Member, Affiliate Member, Life Member, or Individual Member may appeal a decision of a Member and/or the Disciplinary Committee to the Association. The appeal must be lodged in writing with the Secretary of the Association within fourteen (14) days of that decision having been made by the Member, or the Disciplinary Committee as the case may be.
- 22.1.2** A fee of \$50.00 must be paid to the Secretary of the Association at the time of lodging the Notice of Appeal.
- 22.1.3** A decision appealed in accordance with Sub Clause 22.1.1 shall be heard by the Board within twenty-one (21) days of the receipt of the appeal.
- 22.1.4** The Secretary shall notify the Directors of the Board of the receipt, subject and argument of any appeal within seven (7) days of receipt and convene a meeting to address the appeal within fourteen (14) days. The decisions of the appeal shall be placed on the agenda for the next General or Board Meeting.

- 22.1.5** An appeal under Sub-Clause 22.1.1 made in writing to the Secretary shall be accompanied by extracts or copies of all documents quoted or relating to the case and such other particulars as are judged necessary by the appellant.
- 22.1.6** The Member against whose decision the appeal has been made shall be entitled to place the reasons for its decision before the Association.
- 22.1.7** The Association may call upon any Member, Associate Member, Affiliate Member, Life Member, or Individual Member who is the subject of discipline, suspension or expulsion or who has lodged an appeal in accordance with Sub Clause 22.1.1 to forward such books and documents, or copies thereof, as may be deemed necessary and expedient. Failure to comply with such requests shall render the offenders liable to such penalty as the Association may determine.
- 22.1.8** Members will be advised of all decisions made by the Association in accordance with this Clause within fourteen (14) days of that decision being made.
- 22.2** Appeals from decision of the Association.
  - 22.2.1** A Member, Associate Member, Affiliate Member, Life Member, or Individual Member may appeal the decision of the Association to WPAL in accordance with Clause 4.3;
  - 22.2.2** Any appeal made in accordance with Sub Clause 22.2.1 must be made to WPAL within fourteen (14) days of the decision by Association.
  - 22.2.3** A decision made by the WPAL following an appeal in accordance with Sub Clause 22.2.1 is final and binding upon all parties and shall not be appealed by any party.
- 22.3** If, after the expiration of the fourteen (14) day period, referred to in Sub Clause 22.2.2, no appeal to the WPAL has been lodged, or if the appeal has been lodged within the required time, on the determination of the appeal, the Association shall notify all Members of the decision of the Association or the WPAL, as the case may be.
- 22.4** The Board will report as required to the WPAL within forty-two (42) days of receipt of a request dealing with an appeal.

## **23. DISCIPLINARY AND OTHER COMMITTEES**

- 23.1** The Disciplinary Committee shall comprise three (3) members. Each member is to be appointed by the Board at its discretion.
  - 23.1.3** The Disciplinary Committee shall, using such procedures as it shall from time to time determine (so long as the principles of natural justice are observed) hear disciplinary matters referred to it by the Board of Directors and impose sanctions. Such sanctions shall be either to fine, reprimand, suspend, expel or otherwise deal with a Member, Associate Member, Affiliate Member, Life Member, or Individual Member who in the opinion of the Disciplinary Committee is guilty of conduct for which the matter is being heard by the Disciplinary Committee.
- 23.2** If any Member, Associate Member, Affiliate Member, Life Member, or Individual Member who is required by the Disciplinary Committee to assist in carrying out its duties fails to give such assistance it shall automatically be suspended from affiliation or membership of the Association until such assistance is given.



- 23.3** Any Member, Associate Member, Affiliate Member, Life Member, or Individual Member against whom a sanction is imposed by the Disciplinary Committee may appeal to the Board in writing within fourteen (14) days of the date the sanction is imposed.
- 23.4** Committee Chairpersons are strongly encouraged to engage the services of other members to assist and have input into Committee matters and delivery of the particular activities of the respective committees. Committee Chairpersons will be invited at regular intervals to present their plans and a report on their activities to the Board.

## **24. CODE OF CONDUCT, DECISIONS AND POLICIES**

- 24.1** The code of conduct set out in the By-Laws shall be binding on all Member, Associate Member, Affiliate Member, Life Member, or Individual Member.
- 24.2** Policies adopted by Association from time to time and subsequently endorsed by a General or Board Meeting shall be binding on all Member, Associate Member, Affiliate Member, Life Member, or Individual Member.
- 24.2.1** The Member Protection Policy of WPAL shall be binding on all Members, Clubs, Individual Members and Affiliate Members.
- 24.3** Decisions of the Association and the Disciplinary Committee are binding on all Member, Associate Member, Affiliate Member, Life Member, or Individual Member and must be upheld and complied with by them.

## **27. DOPING POLICY**

- 27.1** The Association may formulate, adopt, issue, interpret and amend such anti-doping regulations as are necessary or desirable for the proper management and administration of the Association and to advance the purposes and meet the obligations of the Association.

## **28. AMENDMENT TO THE CONSTITUTION**

- 28.1** An addition to, amendment or rescission wholly or in part of this Constitution, may be made at a General Meeting called for the purposes of adding to, amending or rescinding the Constitution, by special majority:
- 28.1.1** a notice of the General Meeting shall be given at least twenty one (21) days prior to Member of the Board.

## **29. FUNDS**

- 29.1** The funds of the Association shall be derived from the annual subscriptions, donations and other sources as the Board determines.
- 29.2** All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed in accordance with the policy determined by the Board from time to time.

## **30. SEAL**

- 30.1** The Common Seal of the Association shall be kept in the custody of the Secretary.

- 30.2** The Common Seal shall not be affixed to any instrument except by the authority of the Board and the affixing of the Common Seal shall be attested by the signatories of any two Directors of the Board.
- 30.3** The Secretary shall record the use the Common Seal in the minutes of the Board and the seal register of the Association.

## **31. WINDING UP OR CANCELLATION**

- 31.1** In the event of the winding up or the cancellation of the incorporation of the Association and there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed amongst the Members of the Association but shall be given or transferred to some other institution or institutions having objects similar or in part similar to the objects of the Association and which shall also prohibit the distribution of its or their property among its or their members, such institutions to be determined by the Members of the Association at or before the time of dissolution, or in default thereof by such expert as appointed by WPAL.

## **32. INTERPRETATION**

- 32.1** The Chair of any General or Board Meeting shall be the interpreter of the Constitution and By-Laws with respect to that General or Board Meeting, subject to the normal laws of meetings and provisions of the Act.

## **33. MISCELLANEOUS**

- 33.1** The Association colours shall be green, primrose and gold.
- 33.2** The official badge of the Association shall be of a design to be approved by the Board. The badge shall not be made or worn without the written approval of the Board.
- 33.3** The official dress for representative teams and the right to wear it shall be at the discretion of the Board