



# Canberra Dragon Boat Association Constitution

As revised on 7 August 2021



## Canberra Dragon Boat Association Inc.<sup>i</sup> Rules of the Association<sup>ii</sup>

### 1. Name

- (A) The registered name of the Association shall be the Canberra Dragon Boat Association Incorporated (CDBA Inc.). CDBA Inc. shall function under the name Dragon Boat Australian Capital Territory (DBACT).

### 2. Definitions

- (A) In this constitution:
- (a) "the Association" means the Canberra Dragon Boat Association Incorporated;
  - (b) "the Act" means the Associations Incorporation Act 1991;
  - (c) "the Executive Committee" means the Committee of the Association having the management of the Association;
  - (d) "the Public Officer" means the Public Officer of the Association appointed in pursuance of section 57 of the Act;
  - (e) "Rules" means these Rules of the Association and includes all policies approved by a general meeting of the Association in accordance with clause 7(E);
  - (f) "Membership Policy" means the policy governing membership requirements as amended from time to time and approved at a general meeting.
  - (g) "DBACT Values" means the Association's values as set out in its Strategic Plan.
  - (h) "Club Representative" means a member of a registered club who has been tasked with representing that club at meetings and other purposes.
  - (i) "AusDBF" means the Australian Dragon Boat Federation.

### 3. Notes

- (A) A note included in this Constitution is for information only and is not part of this Constitution.

### 4. Objects

- (A) To achieve its purpose, the Association will:
- (a) have regard to the public interest in its operations;
  - (b) promote and foster dragon boat racing through organised activities and events;
  - (c) encourage community participation in recreational activities as a means to raising general levels of physical fitness;
  - (d) provide opportunities for people to enjoy dragon boating in a spirit of enthusiasm and involvement;
  - (e) assist participants to reach their full potential;
  - (f) provide opportunities for participants to express their skills at all levels of performance;
  - (g) conduct and promote Dragon Boating in accordance with the Association's aims, ideals and rules;
  - (h) maintain a register of eligible participants;



- (i) manage the functions, assets, liabilities and all property of the Association and continue such functions, realise such assets, meet such liabilities and deal with such property as the Association sees fit;
- (j) comply and align with the constitution and regulations set out by the sport's national governing body, AusDBF;
- (k) affiliate and otherwise liaise with AusDBF and adopt its rule and policy framework to further these objectives and Dragon Boat Racing;
- (l) promote the health and safety of Members and all other participants in Dragon Boat Racing in the Australian Capital Territory;
- (m) participate as a member of AusDBF so Dragon Boat Racing can be conducted, encouraged, promoted, advanced and administered in the Australian Capital Territory;
- (n) give, and where appropriate, seek recognition for athletes, officials and other individuals participating in Dragon Boat Racing in any capacity to obtain awards or public recognition.

## **5. Membership**

- (A) A person is a 'financial member' of the Association upon registration with the Association, payment of the prescribed fee and acceptance by the Executive Committee.
- (B) A person is a 'non-financial member' of the Association upon registration with the Association as a supporter, official, administrator or other non-financial category under the Membership Policy, and acceptance by the Executive Committee.
- (C) The Executive Committee will be deemed to have accepted a member if that member meets the requirements of the Membership Policy and the Executive Committee has not advised the person within four weeks of registration that their membership has not been accepted.

### **Prescribed Fee**

- (D) The annual membership fees of the Association will be determined by resolution of the Annual General Meeting.

### **Rights of Members**

- (E) Each financial member is entitled to:
  - (a) attend all general meetings;
  - (b) one vote at any general meeting at which they are present as a Club Representative;
  - (c) one vote at any Special General Meeting at which they are present.
- (F) Each non-financial member is entitled to attend all general meetings

### **Member's Liability**

- (G) No member of the Association is liable to contribute towards the payment of debts or liabilities of the Association beyond subscriptions and accounts payable by that member to the Association.
- (H) Members of the Canberra Dragon Boat Association Inc. are obliged to conform to rules and policies issued for use nationally by AusDBF.

### Cessation of membership

- (I) Membership may be terminated by:
  - (a) the member giving written notice of resignation;
  - (b) the member failing to pay the subscription by the due date and within a month of having been sent a reminder notice.

### Discipline

- (J) The Association may, by resolution of the Executive Committee, expel or suspend a member if it concludes that a member has persistently refused or neglected to comply with a provision of these rules; or has persistently and willfully acted in a manner prejudicial to the interests of the Association, but in so doing the Association shall act at all times in accordance with the rules of natural justice and the relevant Model Rules shall apply.  
*(Note: see sections 9 & 10 of the Model Rules)*

## 6. Dragon Boat ACT registered clubs

- (A) To acquire status as a member organisation of the Association, a club must:
  - (a) be based in the ACT;
  - (b) be registered as a legal entity in the ACT (for example under the Associations Incorporation Act 1991) or undertake to register as a legal entity if accepted as a club;
  - (c) have sufficient numbers of members to compete in events hosted by the Association;
  - (d) have undertaken to work to the best of its capacity to assist the Association achieve its purposes; and
  - (e) be accepted by the Executive Committee as a member organisation following consultation with the existing member organisations.
- (B) To maintain its status as a member organisation of the Association, a club must:
  - (f) continue to meet the requirements in 6(A);
  - (g) assist with the planning, hosting and logistics of Association regattas where practicable throughout the season; and
  - (h) act in accordance with the DBACT Values and AusDBF's Code of Behaviour.
- (C) If a member organisation persistently fails to meet the requirements of 6(B), the Association may, by resolution of the Executive Committee, cancel its status as a member organisation, but, before doing so, the Executive Committee must:
  - (a) provide the member organisation with an opportunity to meet the requirements of 6(B); and
  - (b) act at all times in accordance with the rules of natural justice.

### Club Representatives

- (D) Each club is entitled to be represented at general meetings by two (2) Club Representatives.
- (E) Club Representatives shall have the following responsibilities;



- to take part in setting priorities and planning the activities of the Association;
- to represent the views and concerns of their club; and
- to undertake to report back to their club members.

(F) Club Representatives shall be given observer status to attend all Executive Committee meetings, subject to the Executive Committee being able to deal with confidential matters without observers present.

## **7. Management of the Association**

- (A) The affairs of the Association shall be managed by an Executive Committee. The Executive Committee, subject to the Act, the Regulations, these Rules, and to any resolution passed by the Association in a general meeting, shall:
- (a) exercise all such functions as may be exercised by the Association other than those functions that are required by these Rules to be exercised by the Association in a general meeting;
  - (b) perform all such acts and do all such things as appear to the Executive Committee to be necessary or desirable for the proper management of the affairs of the Association;
  - (c) direct the activities of the Association.
- (B) The Executive Committee may allocate functions and powers as necessary, including delegation to standing or ad hoc sub-committees.
- (C) Sub-committees may comprise any persons the Executive Committee sees fit, including but not necessarily limited to Executive Committee members.
- (D) The Executive Committee may co-opt members of the Association for specific purposes.
- (E) The Executive Committee may submit for the approval of the Association at a general meeting, policies dealing with any aspect of or in connection with its Objects (including Racing Rules, Safety of members, Security of assets/equipment, Membership Policy and Volunteers). A policy if so approved (by ordinary or special resolution) is binding upon members and can only be varied or revoked by similar resolution of the Association a general meeting.

### **Composition of the Executive Committee**

- (F) The Executive Committee shall:
- (a) be elected from the membership of the Association;
  - (b) consist of ten (10) members; and
  - (c) comprise the following positions:

President Vice President

Treasurer Secretary

And six (6) General Executive Committee members, who will be allocated areas of responsibility.

- (G) No member of the Executive Committee shall hold more than one position.

- (H) Members of the Executive Committee shall be elected at each Annual General Meeting.
- (I) Each Executive Committee member will hold office until the conclusion of the Annual General Meeting following the date of the member's election, but is eligible for re-election.
- (J) A casual vacancy on the Executive Committee occurs if a member:
  - (a) dies,
  - (b) ceases to be a member of the Association,
  - (c) resigns from the office by written notice given to the public officer,
  - (d) is removed from the office by the Association by a resolution of a general meeting, subject to the rules of natural justice being followed,
  - (e) suffers from mental or physical incapacity,
  - (f) is disqualified from office under the Act, or
  - (g) is absent without consent of the Executive Committee from all meetings of the Executive Committee held during a period of three (3) months or.
  - (h) fails to respond to any communications from the Executive Committee for a period of six (6) weeks without reasonable cause.

*(Note: sections 63, 63A and 63B of the Act sets out a number of grounds for disqualification, including bankruptcy)*
- (K) The Executive Committee may appoint a member of the Association to fill any vacancy on the Executive Committee for the balance of the term of the out-going member.

#### **Executive Committee meetings**

- (L) A quorum for Executive Committee meetings is five (5) members.
- (M) The procedures to be followed at Executive Committee meetings are those which are agreed by the Executive Committee to be fair and proper for the conduct of the meeting.
- (N) The Executive Committee shall meet as often as required to conduct the business of the Association and not less than six (6) times in each calendar year.

#### **Additional Responsibilities of the Executive Committee**

- (O) In addition to the responsibilities imposed on the Executive Committee elsewhere in these Rules, the Executive Committee must through club managers:
  - (a) submit to the members annually a report on its activities and plans;
  - (b) submit to the members annually an account of the administration of the funds of the Association for the preceding financial year; and
  - (c) provide regular news to members.

#### **Records of Transactions**

- (P) The Executive Committee shall ensure that written records are made and retained in respect of all transactions, dealings, communications, receipts (including membership payments reconciled to the

Membership Register) and payments in relation to which the Association is or may be interested, whether one or more of its members or its delegate or subcommittee is involved.

## 8. General meetings

- (A) (a) The Association shall hold an Annual General Meeting each year.
- (b) The Annual General Meeting shall be held no later than five (5) months after the close of the financial year.
- (c) At the Annual General Meeting a statement of the accounts, reviewed or audited in accordance with the Act, must be presented.

*(Note: Part 5 of the Act sets out when accounts need to be audited rather than reviewed.)*

- (B) The Executive Committee may, whenever it sees fit, convene a general meeting of the Association.
- (C) Notification shall be by sending to each club manager, at least seven (7) days before the meeting (twenty-one (21) days if a special resolution is proposed), a notice of the time and place of the meeting, and the nature of the business to be transacted at the meeting.
- (D) A quorum shall be five Executive Committee and seven Club Representatives. .
- (E) All members are entitled to attend general meetings of the Association as observers.
- (F) Only Club Representatives (two per club) are eligible to vote at general meetings. Voting by proxy is not permitted.
- (G) The procedures to be followed at a General Meeting are those which are agreed by the Executive Committee to be fair and proper for the conduct of the meeting.

## 9. Special General Meetings

- (A) Special General Meetings may be called by the Executive Committee on its own motion, or at the petition of 10% of the total number of members, or at the request of three (3) of the registered clubs through their club managers.
- (B) Notification shall be by sending to members of the Association, at least 21 days before the meeting, a notice of the time and place of the meeting, and the nature of the business to be transacted at the meeting.
- (C) No business, other than that specified in the notice convening the meeting may be transacted at the meeting.
- (D) A quorum shall be constituted by ten percent (10%) of members either present or by proxy. If there is no quorum, the meeting may be adjourned to the same day, time and place of the following week. At the adjourned meeting, five percent (5%) of members present or by proxy shall constitute a quorum.

- (E) All financial members shall be entitled to one vote either personally or by proxy, but no member may hold more than five (5) proxies.
- (F) In accordance with the Act, a resolution put to a Special General Meeting and passed by three quarters ( $\frac{3}{4}$ ) of the votes, in person or by proxy, shall be taken to be a special resolution of the Association.  
*(Note: s70 of the Act governs special resolutions)*
- (G) The procedures to be followed at a Special General Meeting are those which are agreed by the Executive Committee to be fair and proper for the conduct of the meeting.

## 10. Financial Year

- (A) The financial year for the Association shall be the year ending the thirtieth day in June.

## 11. Funds

- (A) In carrying out its functions, the Association may:
  - (a) raise funds from membership fees, entrance fees, grants, donations, subscriptions, and by the sale of publications. It may also receive gifts, legacies and other benefits provided that the raising of funds and the receipt of gifts legacies or other benefits are compatible with the continued independence of the Association;
  - (b) apply the funds of the Association in promoting its purposes;
  - (c) lease, hire or otherwise, any building, premises or equipment;
  - (d) do anything which is incidental or conducive to achieving the purposes of the Association.
- (B) All electronic transfers, cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be authorised by at least two persons nominated by the Executive Committee for that purpose.
- (C) The Treasurer's duties will be to:
  - (a) collect and receive all monies due to the Association;
  - (b) make all payments authorised by the Association;
  - (c) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- (D) Except for the payment of insurance for the benefit of the Association and its members, and the payment of fees due by the Association to the national dragon boat racing organisation, (Australian Dragon Boat Federation)
  - (a) the grant of a release or waiver or gift or other reduction in the value of the assets of the Association; and/or
  - (b) the expenditure (on an item or otherwise), or incurring of a liability of an amount (or with a value)





equal to or exceeding \$10,000.00, in aggregate, must first be approved by resolution passed at a general meeting of the Association.

## **12. Public Statements**

- (A) Public statements on behalf of the Association may only be made by the President, a member of the Executive Committee authorised for that purpose by the Executive Committee, or as delegated.

## **13. Incorporation**

- (A) The Association is to be incorporated under the Associations Incorporation Act of 1991 of the Australian Capital Territory. For that reason, it is declared that:
  - (a) the Association is not formed and will not be carried on for the purpose of trading or securing pecuniary profit for its members; and
  - (b) the Association will from time to time, by resolution of the Executive Committee, appoint a member resident in the Australian Capital Territory to be its Public Officer.

## **14. Public Officer**

- (A) The Executive Committee of the Association shall appoint a resident of the Australian Capital Territory to be the Public Officer of the Association and, if the office becomes vacant, shall within fourteen (14) days after it becomes vacant appoint a member resident in the Australian Capital Territory to fill the vacancy.
- (B) The office of the Public Officer becomes vacant if the person holding that office:
  - (a) dies;
  - (b) is disqualified from office under the Act;
  - (c) resigns from office;
  - (d) is removed as Public Officer by resolution of the Association; or
  - (e) ceases to be a resident of the Australian Capital Territory.

*(Note: section 64 of the Act sets out a number of grounds for disqualification, including bankruptcy)*

## **15. Member Protection Information Officer**

- (A) The Executive Committee of the Association shall appoint one or more persons with relevant training and/or experience to be the Member Protection Information Officer(s) of the Association and, if the office becomes vacant, shall as soon as practicable appoint a person or persons to fill the vacancy.
- (B) The office of the Member Protection Information Officer becomes vacant if the person holding that office:
  - (a) dies;
  - (b) resigns from office in writing addressed to the Executive Committee; or
  - (c) is removed as Member Protection Information Officer by the Executive Committee.

## 16. Amendment of the Rules

- (A) These Rules may be amended by special resolution passed at a Special General Meeting of the Association.

## 17. Custody and Inspection of Books

- (A) All records, books and other documents relating to the Association shall be kept in the custody or under the control of a delegate of the Executive Committee. This may be by electronic means.
- (B) Subject to the Act and 17C-17D below, the records, books and other documents relating to the Association shall be open to inspection by any member of the Association, free of charge, at any reasonable hour, and at the place where these records, books and other documents are usually kept or at any other place mutually agreed between the member and a delegate of the Executive Committee.
- (C) Records or other documents that disclose personal information of another person shall not be available to a member making a request under 17B without that other person's agreement.
- (D) The Executive Committee may refuse a request under 17B if satisfied that the member sought the inspection for a purpose that was not directly related to the management or the purposes of the Association or was improper.

*(Note: section 67A and 67B of the Act provides for the protection of personal information and provides the Executive Committee with powers to refuse a request in certain circumstances)*

## 18. Winding Up

- (A) The Association Inc. may be voluntarily wound up if the Association has, by Special Resolution called for that purpose, resolved that it be wound up.
- (B) Any property remaining after the Association is wound up shall be given by the Executive Committee to an organisation with similar objects, or to the funding body if required.

## 19. Notice and Communication

- (A) Any notice required to be given under these Rules (including for the convening of meetings) may be given in writing by email - to the email address for the member (including in their capacity as club manager or Club Representative) recorded in the register of members, or if required to be given to the Association, the Executive Committee or Secretary - to the general contact email address referred to on the Association's website.

## 20. Dispute Resolution

- (A) Where there is a dispute under the Act or these Rules between a member and another member or a member and the Association, the Executive Committee may attempt to resolve the dispute informally.
- (B) If the dispute is not resolved and a member requests in writing to the President that the matter be resolved formally, the Executive Committee will appoint a person or persons independent of the dispute to determine the matter.
- (C) The person or persons determining the dispute must do so in accordance with the rules of natural justice and the requirements of the Act.

*(Note: See s65B of the Act. Sub-section 65B(3) sets out the basic rules of natural justice that must be followed)*

- (D) If the determination of the dispute adversely affects the interests of a member, that member has the right to appeal in writing to the Secretary within seven (7) days of being informed in writing of the determination.
- (E) That appeal will be considered:
  - (a) If the dispute was not with the Executive Committee, by the Executive Committee, or
  - (b) If the dispute was with the Executive Committee, by a general meeting.
- (F) Whether it is heard by the Executive Committee or a general meeting, the rules of natural justice will apply and any Executive Committee member directly involved in the dispute will not take part in the appeal process.
- (G) These procedures do not apply to a dispute that arises from the internal operations of a registered club unless the Executive Committee considers the dispute has significant implications for the Association as a whole.

Endnotes:

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- i Registered No A02528
  - ii This version adopted in full by special resolution passed on 7 August 2021.