



CONSTITUTION

of

**NARRABEEN CARLILE
SWIMMING CLUB INC.**

1. **NAME & CONSTITUTION**

- 1.1. The club shall be called the Narrabeen Carlile Swimming Club Inc
- 1.2. The eligibility for membership of the Club shall be as defined by the Constitution for the time being of the New South Wales Swimming Association Incorporated.
- 1.3. The Club may incorporate into its name the name of its primary sponsor.

2. **DEFINITIONS**

- 2.1. "The Club" means the Narrabeen Carlile Swimming Club Inc.
- 2.2. "The Association" means the New South Wales Swimming Association Incorporated.
- 2.3. "Member" has the same meaning as contained in Clause C3 of the Constitution of the Association and who:
 - 2.3.1. has paid all moneys due from time to time to the Club as membership fees or otherwise, or
 - 2.3.2. is a life member of the Association.
- 2.4. "Club year" or "Financial Year" means the year commencing on the first day of April in each calendar year and ending on the thirty first day of March in the following calendar year.
- 2.5. "Season" means either the winter season being that part of the year from 1st April to 30th September or the summer season being the remainder of the year whichever is applicable.
- 2.6. "The Constitution" means this Constitution of the Club.
- 2.7. "The Executive" means the executive committee of the Club.
- 2.8. "The General Committee" means the general committee elected in accordance with this Constitution.
- 2.9. "The Secretary" means the Honorary Secretary of the Club.
- 2.10. "Active swimmers" means those members referred to in paragraph 2.3.1
- 2.11. Words of the plural number shall include the singular and words of one gender shall include both genders.

3. **OBJECTS**

- 3.1. The objects of the Club are:
- 3.2. To promote and encourage the art of swimming, in particular competitive swimming at a high standard. This promotion may include the providing of funds to assist swimmers to attend National and International Swim Meets;
- 3.3. To stimulate public opinion in favour of providing proper accommodation and facilities for swimming;
- 3.4. To acquire property, accommodation, facilities and equipment for the furtherance of these objects;
- 3.5. To raise funds by way of sponsorships, carnivals, members' subscriptions and public appeals for the furtherance of these objects.

4. **GENERAL COMMITTEE**

- 4.1. Subject to the provisions of the Constitution the management of the Club shall be vested in the General Committee, which shall consist of:
 - 4.1.1. President
 - 4.1.2. Vice Presidents (2)
 - 4.1.3. Secretary
 - 4.1.4. Assistant Secretary
 - 4.1.5. Treasurer
 - 4.1.6. Registrar
 - 4.1.7. Race Secretary
 - 4.1.8. SMNE Area Delegate (1)
 - 4.1.9. Chairman of Finance Committee
 - 4.1.10. Developmental Delegates (2) one of whom shall represent the Killarney Developmental Squad and one of whom shall represent the Narrabeen Developmental Squad
 - 4.1.11. a nominee of the Carlile organization. The Carlile organisation may nominate alternate representatives, provided that only one may attend each meeting as the nominee.
 - 4.1.12. the Working Committee of no more than six members.
- 4.2. Only members of the Club, including second claim members, who have attained the age of 18 years, shall be eligible to be elected to the General Committee.
- 4.3. The General Committee shall be elected at the Annual General Meeting and hold office subject to this Constitution until the next Annual General Meeting.
- 4.4. The General Committee shall have the power to co-opt or appoint one or more additional members for any special purpose within the objects of the Club.
- 4.5. Subject to this Constitution if any member of the General Committee is absent without reasonable cause from three consecutive meetings of the General Committee that position may be declared vacant at a meeting provided the member is:
 - 4.5.1. Notified in writing by the Secretary at least seven days prior to the meeting of the intentions of the General Committee, and
 - 4.5.2. Permitted to submit in writing to, or personally at, the meeting the reasons for his non-attendance.
- 4.6. Any vacancy in the General Committee may be filled by appointment by the General Committee and any person so appointed shall hold office until the next Annual General Meeting.
- 4.7. All acts of the General Committee shall be valid notwithstanding that there shall be a vacancy in its body or it is later ascertained that there was an irregularity in the election or appointment of any of its members.
- 4.8. At all meetings of the General Committee five members present shall constitute a quorum.
- 4.9. A meeting shall be valid if a quorum is present at its commencement notwithstanding that during the course of the meeting the number of members present shall be less than five.
- 4.10. The General Committee shall meet on the same day bi-monthly and such

other times as the President or in his absence another member of the Executive Committee shall determine. The day of month nominated for such meeting shall be promulgated by the President at the conclusion of the Annual General Meeting but in default of such promulgation shall be deemed to have been promulgated as the day of the month previously promulgated or deemed to have been promulgated. Notwithstanding the provisions of this clause it shall be within the power of the General Committee at any meeting to alter its meeting day.

4.11. All members of the Club shall be entitled to attend and, subject to the discretion of the Chairman, speak at all meetings of the General Committee. Only the following shall be entitled to vote at meetings of the General Committee:

4.11.1. Members of the General Committee as defined in clause 4.1

4.11.2. Any Life Member who has attended at least three of the five preceding General Committee meetings.

5. EXECUTIVE COMMITTEE

5.1. The Executive Committee shall consist of:

5.1.1. President

5.1.2. Vice Presidents

5.1.3. Honorary Secretary

5.1.4. Treasurer

5.1.5. Chairman of Finance Committee

5.2. The Executive Committee shall be empowered to act for the Club during periods between meetings of the General Committee and shall report to the General Committee at its next meeting when the actions of the Executive may be confirmed.

5.3. At a meeting of the Executive three shall comprise a quorum.

5.4. A meeting of the Executive may be held in any manner including by telephone or email as the President shall determine.

6. MEMBERSHIP AND SUBSCRIPTIONS

6.1. Any person who is entitled to be a member of a swimming club pursuant to the Constitution of the Association shall be entitled to apply for membership of the Club.

6.2. Each candidate for membership shall complete such membership form and provide such evidence as to identity and age as shall be determined from time to time by the Executive of the Club.

6.3. Upon receipt of a properly completed application the General Committee shall admit an applicant into membership of the Club, or decline the application.

6.4. Each candidate accepted into membership by the General Committee shall, subject to the Constitution and the payment of fees and subscriptions, continue to be a member until written notice of his resignation has been received by the Secretary.

6.5. Notwithstanding the provisions of clause 6.4 a member shall be deemed to have given written notice of his resignation if he has not renewed his

membership for two consecutive seasons or has applied to become a member of another swim club.

- 6.6. Upon acceptance to membership of the Club, and in October each year each member shall pay a subscription fee.
- 6.7. The subscription shall:
 - 6.7.1. be determined from time to time by the General Committee, and
 - 6.7.2. be payable after the first day of October and not later than the fifteenth day of November respectively in respect of each season, or within one week after participation in the activities of the Club, whichever is later.
- 6.8. The General Committee may determine that membership be in different categories.
- 6.9. It shall be Constitutional for the subscription for each category to be different from or the same as another category.
- 6.10. Notwithstanding that a person may have been accepted into membership of the Club and all other requirements of membership shall have been completed, the person shall be deemed to not be a member until he has paid any subscription, levy or membership fees determined by the Executive or any other monies owed to the Club.
- 6.11. Where age is a factor the age shall be taken as at 1st October in each year.
- 6.12. Any member who violates this Constitution, misconducts himself or acts in a manner inconsistent with the general wishes or adversely to the interests of the Club, may, subject to this Constitution, be suspended or expelled by the vote of two-thirds of the members present at a Special General Meeting of the Club:
 - 6.12.1. which has been called for the purpose, of which due notice has been sent to him, and
 - 6.12.2. which is attended by at least one third of the members qualified to vote, and
 - 6.12.3. at which he has had an opportunity to put his case.
- 6.13. A member suspended or expelled in accordance with Clause 6.12 shall have the right of appeal to the Association.
- 6.14. A member who is expelled in accordance with Clause 6.12 shall forfeit all claim to the property of the club and any funds in any account and ceases to be a member of the Club.

7. ANNUAL LEVY

- 7.1. Each member shall, subject to clause 7.2, pay a levy once in each calendar year.
- 7.2. The amount of the levy shall be determined by the General Committee at its second meeting after the Annual General Meeting. In the event that the Committee fails to make a determination then the previous determination shall be deemed to have been renewed.
- 7.3. The purpose of the annual levy shall be for the raising of funds to meet any of the Club's objects.

8. DUTIES OF OFFICERS

- 8.1. The President shall preside over all meetings of the Club and Committees. In the absence of the President a Vice President shall be chairman or, if no Vice President is in attendance, the Meeting shall elect its own chairman.
- 8.2. The Honorary Secretary shall conduct the correspondence of the Club and shall also prepare, under instructions from the Executive, a full report of the year's activities for presentation at the Annual General Meeting.
- 8.3. The Honorary Treasurer shall have the control of the funds of the Club, pay promptly all accounts passed by the General Committee and submit to the Annual General Meeting a duly audited Statement of Receipts and Payments for the Financial Year for the information of members which is audited in accordance with the requirements of the NSW Department of Fair Trading. He shall arrange for all monies to be regularly banked to the credit of an account or accounts opened in the name of the Club with a Bank or such other Financial Institution appointed from time to time by the General Committee. He shall also present an interim statement of the Club's financial position at each General Committee meeting and produce the Bank or other Financial Institution's statements and deposit books if and when required. Payments shall be made by cheque, which shall be signed by two of the President, Vice Presidents, Secretary and Treasurer or by electronic funds transfer which has been authorised via email by any two of the President, Vice Presidents, Secretary and Treasurer

9. **LIFE MEMBERSHIP**

- 9.1. A member who shall have reached a standard of sustained excellence in application and attendance to allotted duties to the Club for a period of not less than 10 years may be elected as a Life Member at any Annual General Meeting or Special General Meeting upon the vote of three quarters of the members present and entitled to vote, provided that:
 - 9.1.1. A Life Member may not be elected except upon the recommendation of the General Committee, and
 - 9.1.2. A person shall not be eligible for election as a Life Member unless he is, or has been a member.

10. **ANNUAL GENERAL MEETING**

- 10.1. The Annual General Meeting of the Club shall be held in May in each year. The date of the Annual General Meeting shall be determined by the General Committee and the Secretary shall give at least 13 days notice of the meeting to members by email or by posting a notice on the Club Noticeboard at both Killarney Heights and Narrabeen pools.
- 10.2. The following persons shall be entitled to vote at the Annual General Meeting or any Special General Meeting, namely:
 - 10.2.1. Those who were fully paid up members during the previous Club year or the Club year in which the Annual General Meeting is held; and
 - 10.2.2. Who have attained the age of 14 years on the date of the meeting.
- 10.3. All members shall be entitled to attend the Annual General Meeting. Any other person may attend and, subject to the approval of the meeting may address the meeting. The meeting shall have the power to exclude non-members from the meeting.

- 10.4. The order of business at the Annual General Meeting shall be:
- 10.4.1. to confirm the minutes of the previous Annual General Meeting;
 - 10.4.2. to receive from the Executive the Annual Report and the Audited Balance Sheet and Statement of Revenue and Expenditure of the preceding Club year,
 - 10.4.3. to deal with motions on notice;
 - 10.4.4. to elect Office Bearers;
 - 10.4.5. to appoint an Auditor in accordance with the requirements of the NSW Department of Fair Trading to audit the books of the Club and to certify the Statement of Revenue and Expenditure and the Balance Sheet of the Club;
 - 10.4.6. to conduct any other General Business of which notice has been given which the President deems appropriate.
- 10.5. A quorum at the Annual General Meeting shall be twelve.

11. **SPECIAL GENERAL MEETINGS**

- 11.1. Any general meeting of the members of the Club other than the Annual General Meeting shall be a Special General Meeting.
- 11.2. A Special General Meeting may be convened by the President or Secretary at any time and shall be convened by the President or Secretary upon the written requisition of not less than 20 members entitled to vote, provided that:
- 11.2.1. any such requisition is to state the nature of the business which the requisitioning members desire to have brought before the meeting;
 - 11.2.2. at least 13 days notice of the date fixed for the meeting is given to members by email and/or on the Club Noticeboards;
 - 11.2.3. the notice is to state the nature of the business to be brought before the meeting.
- 11.3. A quorum at a Special General Meeting shall be twelve.

12. **MISCELLANEOUS PROVISIONS**

- 12.1. The conduct of proceedings at all meetings where not provided for in this Constitution shall follow as closely as possible the procedure prescribed by the Constitution of the Association.
- 12.2. Subject to the provisions of this Constitution the Club in General Meeting is to have complete control of all the Club's affairs.
- 12.3. The colours of the Club are to be blue and orange.
- 12.4. The Official badge of the Club is to be a design determined at a General Meeting of the Club.
- 12.5. All races, and other natatorial events of each season are to be governed by the Rules of the Association, and such standard local rules, and any other rules, which the General Committee may promulgate from time to time.
- 12.6. The club shall conduct developmental races at Narrabeen and Killarney Heights, and advanced level races at Narrabeen at such times and frequencies as the General Committee after consultation with the coaches shall determine. Entry to the advanced level races shall be by invitation after consultation with the Head Coach of the Carlile organisation having regard to the standard of the member's swimming and his age.

- 12.7. The Club shall direct the Treasurer to maintain "Swimmers Accounts" in such manner and for such purposes as the General Committee shall from time to time direct Payments from the "Swimmers Account" shall be paid only upon approval of the General Committee following written application on behalf of the member.
- 12.8. Upon any member ceasing to be a member then any funds standing to the credit of that member's "Swimmers Account" may be transferred to another swimmer of the same family or if there is no such swimmer shall be transferred to the credit of the Club.
- 12.9. The General Committee shall determine from time to time a contribution to the travel, accommodation, outfitting and sustenance of swimmers attending Open or Age National Championships such contribution to be paid from its general funds or any fund established specifically for that purpose.
 - 12.9.1. The amount of the contribution shall be fixed by the General Committee.
 - 12.9.2. The contribution shall be divided equally amongst all team members subject to the proviso that the General Committee may reduce the contribution to which a swimmer might otherwise be entitled in the event that it determines the expenses of that swimmer may be substantially less than the expenses of the other members of the team.
- 12.10. The General Committee shall be empowered to make By-Laws for the good and proper management of the Club in any respect that is not inconsistent with this Constitution and may alter or rescind any such By-Laws at any Meeting of itself of which notice of intention is given at the previous meeting.
- 12.11. The General Committee may, at its discretion, decide any case not within the scope of the foregoing or any question arising as to the interpretation of this Constitution.
- 12.12. Any matter not covered by this Constitution shall be referred to the Association for deliberation.

13. **ALTERATION TO THE CONSTITUTION**

- 13.1. The name of the Club or the colours may not be changed without the consent of three fourths majority of the members of the Club present at a Special General Meeting called for that purpose.
- 13.2. This Constitution or any of its provisions shall only be altered, amended, rescinded or deleted at the Annual General Meeting, or a Special General Meeting called for that purpose and subject to these provisos:
 - 13.2.1. notice of any proposed amendment, rescission (wholly or in part) or addition to the Constitution is to be given in writing to the Secretary so as to reach him at least 21 days before the Annual General Meeting or Special General Meeting;
 - 13.2.2. the Secretary has placed a copy of the notice including the proposed changes on the noticeboards of the Club or emailed members at least 13 days prior to such meeting; and
 - 13.2.3. the amendment, rescission or addition is made with the approval of a three fourths majority of the members present and entitled to vote at

the meeting.

- 13.3. No amendment shall be valid until notice of it has been approved under the provisions of the Associations Incorporation Act and the Charitable Collections Act

14. **DISSOLUTION**

- 14.1. The Club shall be dissolved if:

14.1.1. its membership shall be less than twelve; or

14.1.2. the members shall pass a resolution to that effect by a three fourths majority of the members present and entitled to vote at a Special General Meeting called for that purpose of which notice has been given to the members at least one month prior to the meeting in the manner prescribed in this Constitution and in addition by publication in a daily newspaper published and circulating in the Local Government areas of Manly, Warringah and Pittwater collectively known as Northern Beaches Area (as proclaimed in Local Government Proclamation 2016 by the Honourable David Hurley, Governor or New South Wales on the 12th day of May 2016).

- 14.2. Upon the Club being dissolved it shall dispose of its assets firstly in the payment of all just debts and then by the payment of any other assets to the Association which shall hold them in trust for three years for any reformation of the Club in that period and after three years to apply for the purposes as near to the objects set out in clause 3.2 of this Constitution.

This version of the Constitution is as at May 2000. Any amendments after that date should be recorded below.
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AMENDMENTS

At the Carlile Swimming Club Inc **Special** Meeting 19 October 2005 held at Narrabeen Sports Academy, an amendment was put and carried to alter the Constitution. The amendment is under **Miscellaneous Provisions Clause 12.3** and states that "**The colours of the Club are to be blue and orange.**"

At the Carlile Swimming Club Inc Annual General Meeting held 11 May 2010 at Killarney Heights Pool an amendment was put and carried to alter the Constitution. The amendment is under **Duties of Officers Clause 8.3** and adds the following word "**or by electronic funds transfer which has been authorised via email by any two of the President, Vice Presidents, Secretary and Treasurer.**"

At the Carlile Swimming Club Inc Annual General Meeting held 10 May 2011 at Killarney Heights Pool an amendment was put and carried to alter the Constitution. The amendment is under **General Committee** and changes Clause 4.1.10 to the following words "**SMNE Area Delegate (1)**"

At the Carlile Swimming Club Inc Annual General Meeting held 17 May 2016 at Killarney Heights Pool an amendment was proposed and carried to alter the Constitution. The amendment is under **Name and Constitution Clause 1.1** and states that "**The club shall be called the Narrabeen Carlile Swimming Club Inc**"

At the Narrabeen Carlile Swimming Club Inc **Extraordinary** Meeting held 19 July 2016 at Killarney Heights Pool, an amendment was proposed and carried to alter the Constitution. The amendment is under **14. Dissolution Clause 14.1.2** and states that "...**Local Government areas of Manly, Warringah and Pittwater collectively known as Northern Beaches Council (as proclaimed in Local Government Proclamation 2016 by the Honourable David Hurley, Governor of New South Wales on the 12th day of May 2016.**"

At the Carlile Swimming Club Inc Annual General Meeting held 9 May 2017 at Killarney Heights Pool an amendment was put and carried to alter the Constitution. The amendments are as follows:

4. General Committee

Remove clause 4.1.8 – thereby changing the numbering

Remove clause 4.1.9 – thereby changing the numbering

Amend clause 4.2 – Add "**including second claim members**" after the word Club

5. Executive Committee

Amend clause 5.4 – Add "**or by email**" after the word telephone

8. Duties of officers

Amend clause 8.1 – Add the letter "**F**" after the letter "i".

Amend clause 8.3 – After the words Annual General Meeting, add "**a Statement of Receipts and Payments for the Financial Year for the information of members which is audited in accordance with the requirements of the NSW Department of Fair Trading**".

Remove clause 8.4

10. Annual General Meeting

Amend clause 10.1 – Add "**email or by**", prior to the word posting.

Amend clause 10.4.5 – Add "**in accordance with the requirements of the NSW Department of Fair Trading**", after the word Auditor.

11. Special General Meetings

Amend clause 11.2.2 – Remove the words "the press" and replace with "**by email**"

13. Alteration of the Constitution

Amend clause 13.2.2 – Add "**or emailed members**", after the word Club.