



# **South Side Derby Dolls Inc.**

## **S2D2**

### **Constitution**

Ratified: January 8, 2012

Amended: October 14, 2013

Current edition: November 30, 2015

# **Contents**

## **Part 1 – Preliminary**

- 1.1 Name
- 1.2 Colours
- 1.3 Definitions
- 1.4 Objects
- 1.5 Mission Statement
- 1.6 Powers of the Association

## **Part 2 – Membership**

- 2.1 Memberships Generally
- 2.2 Membership Categories
- 2.3 Membership Agreement
- 2.4 Nomination for membership
- 2.5 Cessation of membership
- 2.6 Membership entitlements not transferrable
- 2.7 Resignation of membership
- 2.8 Register of members
- 2.9 Fees and subscriptions
- 2.10 Members liabilities
- 2.11 Notices to members

## **3 –Management**

- 3.1 Composition and membership of Committee
- 3.2 Powers of the management committee
- 3.3 Delegation of Authority
- 3.4 Election of Committee Members
- 3.5 Vacancies of committee Members
- 3.6 Public Officer
- 3.7 Committees
- 3.8 Sub Committees
- 3.9 Casual vacancies
- 3.10 Removal of Committee Members
- 3.11 Committee Meetings and Quorum
- 3.12 Voting and Decisions

## **Part 4 – Grievance and Dispute Resolution**

- 4.1 Enforcement of Constitution
- 4.2 Code of Conduct
- 4.3 Grievance Procedure
- 4.4 Record Keeping
- 4.5 Terminations

## **Part 5 – General Meetings**

- 5.1 Annual General Meetings – holding of
- 5.2 Annual General Meetings – calling of and business at
- 5.3 General Meetings – calling of
- 5.4 Notice
- 5.5 Quorum for general meetings
- 5.6 Presiding Member
- 5.7 Adjournment
- 5.8 Making of decisions
- 5.9 Special Resolutions
- 5.10 Voting
- 5.11 Proxy Votes

## **Part 6 – Finance**

- 6.1 Funds – source of
- 6.2 Funds – management
- 6.3 Application of income
- 6.4 Custody of books
- 6.5 Inspection of books and accounts
- 6.6 Service of notices
- 6.7 Financial Year

## **Part 7 - Miscellaneous**

- 7.1 Insurance
- 7.2 Change of name, objects and Constitution
- 7.3 Regulations and by-laws
- 7.4 Logo
- 7.5 Indemnity
- 7.6 Dissolution of Association

## **Appendix 1: Code of Conduct**

## **Appendix 2: Legislation and References**

## Part 1 – Preliminary

### 1.1 Name

The name of the Association is South Side Derby Dolls Inc. (“the Association”)

1.2 - The colours of the Association shall be: primarily purple and teal, secondary colours being black and white

### 1.3 Definitions

In this constitution:

*Ordinary Committee member* means a member of any Committee or Sub-Committee who is not an office-bearer of the Association.

*Secretary* means:

- The person holding office under this constitution as Secretary of the Association, or
- If no such person holds that office - the Public Officer of the Association.

*Special General Meeting* means a General Meeting of the Association other than an Annual General Meeting.

*The Act* means the *Associations Incorporation Act 2009*.

*The Regulation* means the *Associations Incorporation Regulation 2010*.

Commissioner means the Commissioner of the NSW office of Fair Trading.

Voting member of the Association means a member who is entitled, under this constitution and the bylaws within it, to vote.

Active member of the Association means a member who is entitled, under this constitution and the bylaws within it, to vote.

In this constitution:

- A reference to a function includes a reference to a power, authority and duty, and
- A reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.
- The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under this Act.

### 1.4 Objectives

The objectives of the Association, which are to be maintained, are:

1.4.a Create and manage a non profit women’s flat-track roller derby league

1.4.b Operate a league run by the members and for the members through the Committee

1.4.c Facilitate a group of passionate women and men dedicated to roller derby

- 1.4.d Promote, encourage and advance roller derby as a legitimate sport within the wider community
- 1.4.e Develop and maintain high safety standards that also encourage athleticism and teamwork
- 1.4.f Conduct, control and manage roller derby competitions
- 1.4.g Pursue advertising and marketing including sponsorship that are appropriate to the promotion and continued success of the Association
- 1.4.h Undertake and nurture affiliations with other Roller Derby leagues and other bodies which are conducive for the advancement of these objectives
- 1.4.i Develop and implement policies and procedures as issues arise

The Association shall be empowered to do all things necessary which are incidental to and necessary for the attainment of the objectives of the Association.

#### 1.5 Mission Statement

South Side Derby Dolls is a self-organised, not-for-profit association dedicated to the development and operation of a women's flat track roller derby league in the Southern Sydney area of New South Wales. Our aim is to encourage and facilitate passionate women and men dedicated to roller derby as a legitimate sport.

We are committed to developing skills, athleticism and teamwork whilst maintaining high safety standards and instilling positive team and individual morale.

We value the sense of fun and inclusiveness the sport of roller derby represents and encourage all members to play a vital role within the league, particularly its decision making processes, as an essential factor for success.

#### 1.6 Powers of the Association

In addition to the rights, powers and privileges outlined in this Act the Association has the power to:

- 1.6.a Acquire, hold, deal with, and dispose of any real or personal estate which is deemed necessary or convenient to meet any of the Associations objectives
- 1.6.b Build, construct, erect, maintain, alter and repair any premises, building or other structure of any kind and to furnish, equip and improve the same for use by the Association
- 1.6.c Open and operate bank accounts
- 1.6.d Invest and deal with Association monies in any manner authorised by the rules of the Association which monies may be lawfully invested
- 1.6.e Borrow money upon such terms and conditions approved by Association for its promotion and sustainability
- 1.6.f Give such security for the discharge of liabilities incurred by the Association as the Association deems appropriate
- 1.6.g Appoint agents and employees to transact any business of the Association on its behalf
- 1.6.h Produce, print and publish any information by any form of media (including newspapers, periodicals, books, posters or leaflets) for promotion of the Association
- 1.6.i Accept donations and gifts in accordance with the objectives of the Association
- 1.6.j Provide gifts and prizes in accordance with the objectives of the Association

1.6.k Seek, obtain and act on any insurance or professional advice from associated and external agencies as deemed appropriate

1.6.l Promote or enter into agreements with any other company or person for the benefit of the Association

1.6.m Enter into arrangements with any government agency or authority that are conducive to attaining any of the objectives set by the Association, and to obtain, carry out, comply with and exercise any rights, privileges and concessions from said government agencies or authorities

1.6.n Organise social events for Members and the promotion of the Association

1.6.o Enter into any other contract it considers necessary or desirable

## **Part 2 – Membership**

### **2.1 Memberships Generally**

Membership shall be open to any person 16 years and over who wishes to further the interests of the Association.

A person becomes a member of the Association when:

2.1.a The relevant membership fee is received by the Association

2.1.b The Committee approves that person becoming a member of the association at the completion of probation period as stated in the bylaws

2.1.c The Committee may refuse to grant or renew the membership of a person if that person:

- has been suspended or expelled from the Association in the past 12 months

- has not paid the relevant membership fee within 1 month of their membership lapsing

- has persistently acted in a manner contrary to the Code of Conduct during the term of their membership

Each person admitted to membership shall be:

2.1.d Bound by the constitution and by-laws of the Association

2.1.e Liable for such fees and subscriptions as may be fixed by the Association

2.1.f Solely responsible for the payment of fees and subscriptions in the manner and timeframe set by the Association

2.1.g Entitled to all advantages and privileges of membership

2.1.h Expected to renew their membership to the Association each year, as determined by the committee

### **2.2 Membership Categories**

Membership to the association is split into the following categories. Subscriptions and Dues apply for each relevant category as set out in the Association's Membership policy. The Association may, by resolution, attach such other reasonable entitlements to each type of membership as it thinks fit.

Members select the category they wish to participate in and this will be confirmed or altered by the executive committee.

2.2.a Full Members: Any person who has passed the necessary skills tests and deemed appropriate by the Training Co-ordinator to become a competitive skater. These members must be a full financial member of the Association. They are entitled to attend and vote at all General Meetings, hold any office and enjoy the privileges of the Association at the completion of the probation period; They will be required to pay for their training up front and must attend regularly Please refer to the current Attendance Policy for implications on bouting skaters

2.2.b Associate member: Any person who passed the necessary skills test and does not wish to become a competitive skater. These members must be a full financial member of the Association. They are entitled to attend and vote at all General Meetings, hold any office and enjoy the privileges of the Association at the completion of the probation period.

2.2.c Official: Any person nominated by the Committee as a coach, referee or Non Skating Official.

These members must be a full financial member of the Association. They are entitled to attend and vote at all General Meetings, hold any office and enjoy the privileges of the Association at the completion of the probation period. Please refer to bylaws for Official attendance requirements

2.2.d Miscellaneous: Any person who is a non skater, does not complete, but may assist coaches in training drills and is exempt from attendance requirements. These members must be a full financial member of the Association. They are entitled to attend and vote at all General Meetings, hold any office and enjoy the privileges of the Association at the completion of the probation period

2.2.e Dual League members: any person who is a member of the Association while also being a paying member of another roller derby association or league. These members must be a full financial member of the Association.. Dual members must complete a waiver and have it signed by a committee member of the other league to ensure all leagues they participate in are aware of their dual membership. Upon membership application those wishing to be a dual member must nominate in writing which league is their home league. They are entitled to attend and vote at all General

Meetings, hold any office and enjoy the privileges of the Association if they nominated the association as their home league at the completion of the probation period. Please refer to current Attendance Policy for implications on dual members

2.3. Members acknowledge and agree that:

The rules within this act constitute a contract between each of them and the Association and they are henceforth bound by the Rules and Regulations and code of conduct of the Association;

2.3.a They shall comply with and observe all rules and regulations including any determination, by-laws, resolution or policy, which may be made or passed by the committee

2.3.b By agreeing to these rules and regulations they are subjects of the direction and jurisdiction of the Association;

2.3.c The rules and regulations are necessary and reasonable for promoting the objectives of the Association

2.3.d They are entitled to all benefits, advantages, privileges and services of the Association membership

2.4 Nomination for membership

Any person seeking membership shall submit an application to the Committee, and the Committee shall determine whether the application is successful or not.



## 2.5 Cessation of membership

A person ceases to be a member of the Association if the person:

- Dies
- Resigns membership,
- Is expelled from the association, or
- Fails to pay or follow an agreed payment plan with Treasurer, the annual membership fee under rule 2.9, within 1 month after the fee is due.

## 2.6 Membership entitlements not transferrable

A member who ceases to be a member, for whatever reason, shall forfeit all rights and claims upon the Association and its property including intellectual property.

## 2.7 Resignation of membership

Any member who has paid all monies due and payable to the Association may resign from the

Association by giving 2 week's notice in writing to the Association of such intention to withdraw with membership ceasing once notice has been served.

## 2.8 Register of members

2.8.a The Committee shall appoint a Committee member known as the Secretary to maintain and keep an up to date register of members of the Association with the following information

- The full name, address, phone, email and date of entry/ exit of each individual

2.8.b Having regard to confidentiality considerations, an extract of the register, excluding the address, phone and email contact of any member, shall be available for inspection by members, upon reasonable request always subject to relevant privacy legislation in place at the time of inspection

## 2.9 Fees and subscriptions

For all member category fees please refer to current Member Fee Policy within the S2D2 Bylaws

## 2.10 Members liabilities

The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association.

## 2.11 Notices to Members

2.11.a Upon approval of membership to the Association by the Executive Committee, all members are required to furnish the Association with no less than three of the following means of contact for the purpose of notifications

- Residential address

- Residential phone number
- Mobile number

- Residential facsimile number
- Personal email address

2.11.b Each member is required to confirm and update their personal details and means of contact as they change and prior to each Annual General Meeting

2.11.c Each member is required to log into the Association's social networks, including, but not limited to Facebook

2.11.d Notices may be given by the Secretary to any member by sending the notice by hard copy or electronic traceable means, to the members registered address, fax number, electronic mail address or mobile number

2.11.e Where a notice is sent by post, service of the notice shall be deemed effective by properly addressing, prepaying and posting the notice. Service of the notice is to be deemed to have been effective two days after posting

2.11.f Where a notice is sent by facsimile transmission, service of the notice shall be deemed to be effective upon receipt of a confirmation report confirming that the facsimile was sent to or received at the facsimile number to which it was sent

2.11.g Where a notice is sent by electronic mail, service of the notice shall be deemed to be effective upon receipt of a confirmation report confirming the electronic mail message was received at the electronic mail address to which it was sent

2.11.h Where a notice is sent by Text message via mobile phone, service of the notice shall be deemed to be effective upon receipt of a confirmation report confirming that the message was sent to or received at the mobile number to which it was sent

2.11.i Where a notice is posted on a social network, service of the notice shall be deemed effective 24 hours after date of posting

2.11.j Notice of every General Meeting including Annual General Meetings shall be given in the manner authorised in these rules

## Part 3 –Management

### 3.1 Composition and membership of Committee

The affairs of the Association will be managed exclusively by a Management

Committee (the Committee) consisting of:

- President
- Vice President
- Secretary
- Treasurer
- Not less than three (3) other committee members

3.1.a The Committee must be comprised of no less than 67% of skaters as per WFTDA standards

3.1.b Committee members must be members of the Association and must be elected to membership of the Committee at an Annual General Meeting (AGM) every year for a one year term,, which shall commence from the 1<sup>st</sup> of January of the following year after completing training with the incumbent

Committee member from the conclusion of the Annual General Meeting at which the election occurred

3.1.c No person shall hold more than one position on the Committee at any one time. A person shall cease to be a Committee member at the conclusion of the calendar year after one full year service in their role and will be eligible for re-election at the Annual General Meeting

3.1.d A quorum of the Committee shall be half of its members plus one

3.1.e A member of the management Committee may lose his or her seat on the Committee for the following reasons:

- Absence from three or more meetings without leave of absence
- Found not be a financial member

### 3.2. Powers of the Management Committee

The Management Committee shall carry out the day-to-day running of the Association and shall have the power to:

3.2.a. Administer the finances, appoint bankers, direct the opening of bank accounts for specific purposes, transfer funds from one account to another, and close any such account

3.2.b Fix the manner in which such banking accounts shall be operated upon, providing the Committee passes all payments

3.2.c Fix fees and subscriptions payable by members; decide such levies, fines and charges as deemed necessary and advisable; and enforce payment thereof

3.2.d Adjudicate on all matters brought before it which may affect the Association in any way

3.2.e Cause minutes to be made of all proceedings at meetings of the Committee and General Meetings of members, for these minutes to be made available to all league members at the discretion of the Executive Committee

3.2.f Make, amend and rescind rulings and by-laws

3.2.g Form and appoint any sub-committee(s) as required for specific purposes

3.2.h Employ a person(s) to carry out certain duties required by the Association, at salaries or remunerations for such period of time as deemed necessary

3.2.i Appoint a successor should a vacancy occur on the Committee

3.2.j Appoint an officer(s) or agent of the Committee to have custody of the Association's records, documents and securities

### 3.3 Delegation of Authority

3.3.a. The Committee may at any time create, establish or appoint special committees, officers or consultants to carry out such duties and functions, and with such powers, as the Committee determines. Delegation will be made in writing, to one or more sub-committees (consisting of such members of the Association as the Committee thinks fit) the exercise of such functions of the

Committee as are specified in the delegation other than:

- The power of delegation
- A function which is a duty imposed on the Committee by the Act or any other law

3.3.b. The procedures for any delegated entity shall, with any necessary or incidental amendment, be the same as those applicable to meetings of the committee under these rules. Any delegation under rule 3.3 may be subject to such conditions and limitations as to:

- The exercise of that function

- The time and circumstances as specified in the written delegation

3.3.c The Committee may revoke wholly or in part any delegation made under this rule and may amend or repeal any decision made by such body or person under this rule

### 3.4 Election of Committee Members

3.4.a Nominations for relevant positions on the Committee shall be called for at least 10 working days before the date of the Annual General Meeting.

3.4.b Nominations of candidates for the election of members to the Committee must be:

- in writing
- on the prescribed form (if any) provided for that purpose
- seconded by way of receipt of at least two nominations
- accepted in writing by nominated persons

3.4.c Nominations must be received by the incumbent Committee at least 5 working days before the Annual General Meeting.

3.4.d If the number of nominations received for Committee positions is equal to the number of vacancies to be filled, then those nominated shall be declared elected at the Annual General Meeting

3.4.e Any unfilled positions at the conclusion of the Annual General Meeting will be declared vacant, and may be filled as described in 3.9 Casual Vacancies

3.4.f Voting nominee options will be listed alphabetically

3.4.g Members with voting rights shall select their preferred candidate

3.4.h Voting shall be conducted by secret ballot. The President shall total the votes for each candidate and report combined totals during the meeting. The nominee with the highest vote shall be elected to the vacant position/s

3.4.i Should a deadlock occur for a vacant position (two or more nominees have the same total number) the Secretary shall prepare voting documents containing the names of the deadlocked nominees in alphabetical order. Voting will re-occur by numbering the preferred candidate

### 3.5 Vacancies of Committee Members

In addition to the circumstances in which the office of a Committee member becomes vacant by virtue of an act, the office becomes vacant if the committee member:

3.5a Dies

3.5.b Becomes bankrupt or makes any composition with creditors

3.5.c Becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health

3.5.d Resigns his or her office in writing to the Association

3.5.e Seriously breaches the Associations Code of Conduct and is deemed fitting to be removed from position by the Committee.

3.5.f Is absent from 3 (three) consecutive meetings without the consent of the Committee

3.5.g Ceases to be a member of the Association

3.5.h Becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth

### 3.6 Public Officer

Information below relating to the role of the Public Officer have been taken from [www.fairtrading.nsw.gov.au](http://www.fairtrading.nsw.gov.au)

3.6.a The Secretary of the Association will assume the Public Officer position

3.6.b The Public Officer is the official point of contact for the association and one of the authorised signatories

3.6.c An ordinary member and may hold a committee position of the Association

3.6.d They must be over 18 years of age and reside in New South Wales

3.6.e The Association's incorporation may be cancelled if the Public Officer does not comply with these requirements

3.6.f The Member nominated as the public officer on the application for incorporation of the Association will become the Association's first Public Officer.

3.6.g The committee will appoint the Public Officer when a vacancy occurs. In line with rule 3.4 election of Committee members

3.6.h A public officer will vacate the position if he or she:

- Meets any circumstances as provided for in the constitution
- Is removed from office by the passing of a resolution at a general meeting or

- Ceases to be a resident of New South Wales

3.6.i Once the position becomes vacant, the Committee must fill the position within 28 days

3.6.j The new Public Officer must notify NSW Fair Trading within 28 days of the new appointment.

Notification must be in the approved form (*Notice of appointment of public officer and notice of change of association address* Form A9).

3.6.k The public officer is responsible for:

- Notifying NSW Fair Trading of any change in the Association's official address within 28 days
- Collecting all association documents from former Committee members and delivering the documents to the new Committee member, with the Secretary
- Returning all Association documents to a Committee member within 14 days, upon vacating office
- Acting as the official contact for the Association, including taking delivery of documents served on the Association and bringing them to the attention of the committee as soon as possible
- Custody of any documents as required by the constitution

3.6.l If the Public Officer concurrently holds a Committee position, they will only have one casting vote at all meetings

### 3.7 Committees

3.7.a General Committee Coordinators will be appointed in line with rule 3.4 election of Committee members

3.7.b Co-ordinators are to be responsible for duties related to Committee work within the Association

3.7.c Co-ordinators are responsible to the Association and the derby community for ensuring the diligent, safe, and positive application of work within their scope of responsibility

3.7.d Co-ordinators are responsible to the Executive Committee concerning oversight with regards to their committee, duties and scope

3.7.e As the need arises, the Coordinator will create sub-committees for relevant tasks, events or activities in line with rule 3.3 delegation of Authority

3.7.f Regardless of the delegation of authority to subcommittees, the Committee Co-ordinator is ultimately responsible for the execution of duties

### 3.8 Sub Committees

To benefit the Association sub-committee may be created under any Coordinator listed above, in order to help them within their designated role for the continued success of the league.

Any subcommittee and members placed within that role must be approved by the committee before duties are undertaken.

### 3.9 Casual vacancies

In the event of a casual vacancy occurring in the membership of the Committee, due to any rules mentioned in

3.9.a the Committee:

- may appoint a voting member of the Association to fill the vacancy, or



- may convene a League meeting at which the Association may, by resolution, appoint a voting member to fill the vacancy, and the member so appointed is to hold office, subject to these rules, until the conclusion of the calendar year following the date of appointment

### 3.10 Removal of Committee Members

3.10.a The Association in a General Meeting may by special resolution remove any member of the

Committee from the office held by that member before the expiration of the member's term of office. The referred to committee member within the Special Resolution proceedings holds the right of reply as with any grievance procedure. Prior to these proceedings the official avenues of disputes must be followed; contact through MPO or MP Committee

3.10.b Removal of a Committee member can be orchestrated by the remainder of the Committee if they gain the vote of one more than three quarters of Committee members with the votes made in writing, signed and dated. Committee members can be removed of their position according to the rules set out in the Bylaws, regarding any breach of Code of Conduct etc following the above procedure. The Committee Member in breach of League policy has the choice of the acceptance of the above Committee only vote, or the issue can be taken to a general meeting for discussion and a majority vote of those in attendance.

### 3.11 Committee Meetings and Quorum

3.11.a The Committee must meet at least 4 times in each period of 12 months at such place and time as the Executive Committee may determine

3.11.b Additional meetings of the Committee may be convened by any member of the Executive Committee as often as is considered necessary

3.11.c Written notice of a meeting of the Committee must be given by the Secretary to each member of the Committee and any Representatives at least 7 calendar days (or such other period as may be unanimously agreed on by the members of the Committee) before the time appointed

3.11.d For the holding of the meeting. Notice of a meeting given under this rule must specify the general nature of the business to be transacted at the meeting

3.11.e The majority of committee members being one (1) more than half of all the committee members are able to attend the meeting constitute a quorum for the transaction of the business of a meeting of the Committee

3.11.f No business is to be transacted by the Committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to a time and day determined by those present at the adjourned meeting. As per sub-rule

### 5.7

3.11.g At each meeting of the Committee, 1 of the members of the Committee must be chosen by the members present at the meeting to Chair the meeting

3.11.h Minutes of Committee meetings are to be made available to all league members, the amendment of which prior to posting to be agreed upon by a majority of Committee members, in accordance with our confidentiality regulations to protect our members and purpose.

3.11.i A general meeting is to be convened whenever the Committee sees fit, with the intention to keep league members informed being of utmost importance

### 3.12 Voting and Decisions

Voting powers at Committee meetings are as follows:

3.12.a Each Committee member has a deliberative vote; and

3.12.b A question arising at a Committee meeting must be decided by a majority of votes, but if there is no majority, the chairperson presiding over the meeting will have a casting vote in addition to their deliberative vote

3.12.c Voting powers at Annual General Meetings and General Meetings are as follows:

3.12.d Subject to these rules, each member present in person, or by proxy, at a general meeting is entitled to a deliberative vote

3.12.e A majority of one more than 50% of active member's vote is required to pass a resolution

3.12.f A majority of one more than 50% of active members as clarified in 5.9 Special Resolutions

3.12.g If there is no majority, the person presiding over the meeting will have a casting vote in addition to their deliberative vote

3.12.h A member (the „appointing member“) may appoint in writing another member who is a neutral person to be the proxy of the appointing member to attend and vote on behalf of the appointing member at any general meeting

3.12.i The written appointment of proxy must be submitted to the Secretary prior to the general meeting and within the time specified on the notice of meeting and

3.12.j A member may only hold one proxy vote at any particular meeting.

## **Part 4 – Grievance and Dispute Resolution**

### **4.1 Enforcement of Constitution**

The Committee shall have the power to deal with and adjudicate upon all questions and disputes as to the interpretation of the Constitution, By-Laws and any associated rules and upon any complaint made to it of misconduct detrimental to the policy, interests or welfare of the Association by any member to whom this Constitution applies.

### **4.2 Code of Conduct**

4.2.a All members are to act within the current Code of Conduct set by the association. Any member found violating this Code of Conduct may have their membership reviewed by the Executive

Committee, at which time action such as a formal warnings or expulsion without refund of dues paid, may be taken

4.2.b Violation of any part of the Code of Conduct may result in members being ineligible to participate in Association events, including but not limited to training, bouts and social events

4.2.c See appendix 1 for the complete Code of Conduct

### **4.3 Grievance Procedure**

4.3.a Any dispute or complaint must be directed to the Member Protection Officer (MPO)

4.3.b Any complaints, disciplinary or dispute requiring further action after referral to the MPO will be dealt with by the Member Protection Committee. Refer to the Bylaws for Member Protection Committee procedures, including the right of reply of members

### **4.4 Record Keeping**

4.4.a The committee will keep accurate and appropriate records during all grievance procedures

4.4.b All records are to be kept by the secretary and filed in a confidential member grievance file.

### **4.5 Terminations**

Termination of Association Membership may occur due to:

4.5.a Resignation – Such person remains liable to pay to the Association the amount of any subscription due and payable by that person to the Association but unpaid at the date of termination;

4.5.b Expulsion; or

4.5.c Non-payment by a member of their subscription within 1 month of the date fixed by the

Committee for subscriptions to be paid, unless the Committee decides otherwise in accordance with the bylaws of the Association.

4.5.d Breach of any rule, regulation or by-law of the Association; or

4.5.e Any act detrimental to the Association, after having undertaken due inquiry.

4.5.f Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to a General Meeting, and the decision of the General Meeting shall be final.

## **Part 5 – General Meetings**

### **5.1 Annual General Meetings – holding of**

5.1.a. The Annual General Meeting of the Association must be held within six months of the end of the financial year, on a date and at a venue determined by the committee.

5.1.b All financial members may attend the Annual General Meeting.

### **5.2 Annual General Meetings – calling of and business at**

5.2.a The Secretary shall give at least fourteen (14) calendar days notice of the date of the Annual General Meeting to members.

5.2.b The quorum at the Annual General Meeting shall be a minimum of 33% plus 1 of active members. If, at the end of 30 minutes after the time appointed in the notice for the opening of the meeting, there is no quorum, then the meeting shall stand and adjourn for one week. If, at such a second meeting, there is no quorum, those members present shall be competent to discharge the business of the meeting.

5.2.c The ordinary business of the annual general meeting of the association shall be:

- To confirm the minutes of the previous Annual General Meeting and for any general meeting held since that meeting.
- To elect members of the Committee
- To approve the annual accounts of the association prepared by the committee
- To vote on and approve any amendments to the association rules and statement of purposes
- To appoint an auditor (if required)

5.2.d The Annual General Meeting may conduct any special business of which notice has been given to all members as least 7 calendar days prior to the meeting being held.

5.2.e All business that is conducted at Annual General Meetings that is not ordinary business as outlined above and all business that is conducted at General meetings is deemed to be special business.

### **5.3 General Meetings**

5.3.a General Meetings may be called by the Committee or at the request of the President and Secretary, or on the written request of 5% of active members of the Association.

5.3.b The committee may whenever it thinks fit, convene a general meeting of the association.

5.3.c The committee shall convene a general meeting within fourteen (14) days of receiving a requisition. The requisition must state the object(s) of the meeting.

5.3.d If the meeting is not convened within twenty one (21) days after the requisition has been sent to the executive committee, the committee may hold the meeting themselves which is to be held no later than twenty eight (28) days after the date the requisition is received.

5.3.e A meeting convened by teams under these rules shall be convened in the same manner in which meetings are convened by the Committee.

#### 5.4 Notice

5.4.a The Secretary shall give at least fourteen (14) days notice, in writing, of the date of the General Meeting to the members. Notice of General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that General Meeting.

5.4.b All notices of motion for inclusion as special business at a General Meeting must be submitted in writing to the secretary not less than seven (7) calendar days prior to the General Meeting.

5.4.c A motion of which due notice has been given, if unsuccessful, cannot be resubmitted, nor may any other motion having similar effect be moved at a subsequent General Meeting for a period not less than three (3) months.

#### 5.5 Quorum for General Meetings

The quorum at the General Meeting shall be a minimum of 33% plus 1 of active members.

#### 5.6 Presiding Member

The committee shall appoint one of the members to preside as chairperson at each meeting if the President, Vice President OR Secretary are not present

#### 5.7 Adjournment

5.7.a Meetings may be adjourned if a Quorum is not met within 30 minutes of the notified start time for the meeting

5.7.b Adjourned meetings must be reconvened within 7 days of the initial date if a quorum is not met.

5.7.c If a Quorum is not met for the second time then the meeting will go ahead with absent members forfeiting their right to vote on any topics raised within the meeting

#### 5.8 Making of decisions

5.8.a Questions arising at a meeting are to be determined by a majority of the votes of members of the Committee present at the meeting.

5.8.b Subject to any quorum requirements under these rules being met, the

Committee may act despite any vacancy on the Committee.

5.8.c Any act or thing done or suffered, or purporting to have been done or suffered, by the

Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee.

5.8.d A question arising at a general meeting of the Association is to be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

5.8.e At a general meeting of the Association, a poll may be demanded by the Chairperson or by at least 3 members present in person or by proxy at the meeting.

5.8.f If a poll is demanded at a general meeting, the poll must be taken in such manner and at such time before the close of the meeting as the Chairperson directs and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

## 5.9 Special Resolutions

5.9.a A resolution of the Association is a special resolution if it is passed by a majority which comprises at one more than 50% of active members of the Association as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which at least 14 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules.

5.9.b At any meeting at which a resolution proposed as a special resolution is submitted, a declaration by the Chairperson that the resolution has been carried as a special resolution will be prima facie evidence of the fact unless, during the meeting at which the resolution is submitted, a poll is demanded by at least 3 voting members of the Association present in person or by proxy.

5.9.c A declaration by the Chairperson as to the result of a poll taken pursuant to a demand as referred to in sub-rule 5.9.b is prima facie evidence of the matter so declared.

5.9.d The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the Association.

## 5.10 Voting

5.10.a Each member of the Committee present at a meeting (including the person Chairing the meeting) is entitled to 1 vote on any question arising but, in the event of an equality of votes on any question, the Chair may exercise a second or casting vote.

5.10.b All votes must be given personally or by proxy but no member may hold more than 1 proxy.

## 5.11 Proxy Votes

5.11.a Each voting member is entitled to appoint another voting member as proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

5.11.b The notice appointing the proxy is to be given in writing to the Secretary at least 24 hours before the vote

## **Part 6 – Finance**

### **6.1 Funds – source of**

6.1.a The funds of the association shall be derived from membership fees, training fees, donations, sponsorship, fundraising, entrance fees and, subject to any resolution passed by the Association in general meeting, such other sources as the Executive Committee determines.

6.1.b All money received by the Association must be deposited as soon as practicable into the Association's bank account.

### **6.2 Funds – Management**

6.2.a Subject to any resolution passed by the Association in a General Meeting, the funds of the Association are to be used in pursuance of the objects of the Association in such manner as the Executive Committee determines.

6.2.b All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 members of the Executive Committee authorised to do so by the Executive Committee.

### **6.3 Application of income**

6.3.a All assets and income of the Association shall be applied solely and entirely to meeting the objects of the Association.

6.3.b No portion shall be distributed either directly or indirectly to any member of the Association except as compensation for legitimate services rendered or expenses incurred on behalf of the Association.

6.3.c In the event of the Association being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another Association with similar purposes which is not carried on for the profit or gain of its individual members.

### **6.4 Custody of books etc**

6.4.a The Secretary shall establish and maintain proper records and minutes concerning all transactions, business, meetings and dealings of the association and the Committee, and shall produce these as appropriate at each Committee Meeting, General Meeting or Annual General Meeting or when required by the Committee.

6.4.b Proper accounting and other records shall be kept in accordance with the Act. The books of account shall be kept in the care and control of the Treasurer.

6.4.c All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by a member of the Executive Committee along with the Treasurer.

6.4.d The association shall retain all records pertaining to the association for not less than seven (7) years after the transactions to which they relate.

### **6.5 Inspection of books and accounts**

6.5.a All books should be kept up to date by the relevant Committee members and be able to be shown upon request at any time

6.5.b At the Annual General Meeting the Treasurer shall submit to the members the statements of account of the Association in accordance with these rules

6.5.c The Secretary shall send all persons entitled to receive notice of Annual General Meetings a copy of the statements of account, the Committee board's report, the auditor's report and every other document required under the Act (if any).

6.5.d All funds of the Association shall be deposited into the Association's accounts at such bank or recognised financial institution as the Executive Committee may determine.

6.5.e A statement showing the financial position of the Association shall be tabled at each Committee meeting by the Treasurer.

6.5.f A statement of income and expenditure, assets and liabilities shall be submitted at the Annual General Meeting.

6.5.g An audit may be undertaken at the request of the Committee, or the President and the Treasurer; or by resolution at the Annual General Meeting.

6.5.h Any auditor(s) shall be elected / appointed by an Annual General Meeting or General Meeting.

6.5.i Where an audit is required, the auditor(s) shall examine and audit all books and accounts of the Association, and shall have the power to call for all such documents, and shall report thereon to the next Annual or General Meeting.

6.5.j The signatories to the Association's account(s) will be the Treasurer and any one (1) of the following: President, Vice President or Secretary.

6.5.k The property and income of the Association shall be applied solely towards the promotion of the objects of the Association. No part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of the objects.

## 6.6 Service of notices

6.6.a For the purpose of these rules, a notice may be served on or given to a person:

- By delivering it to the person personally, or
- By sending it by post to the address of the person, or
- By sending it by facsimile transmission or some other form of electronic transmission to the address specified by the person for giving or serving notices.

6.6.b For the purpose of these rules, a notice is taken, unless the contrary is proved, to have been given or served:

- In the case of a notice given or served personally, on the date on which it is received by the addressee, and
- In the case of a notice sent by post, on the date when it would have been delivered in the ordinary course of post, and
- In the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

## 6.7 Financial Year



The financial year of the Association shall commence on 1 July each year, and end on 30 June the following year.

## **Part 7 - Miscellaneous**

### **7.1 Insurance**

7.1.a All members of the Association are to personally pay relevant insurance each year in the manner prescribed by the insurance provider

7.1.b The Association will use membership and other sources of income to pay yearly insurance which includes public liability cover

7.1.c All members of the Association must have insurance in order to participate in league activities and training and remain a member of the league

### **7.2 Change of name, objects and Constitution**

7.2.a This Constitution shall not be altered except by Special Resolution, in accordance with this Act.

7.2.b Alterations to the by-laws shall only be made at Committee meetings, provided notice of the proposed alteration(s) has been duly given to Committee members prior to the meeting.

### **7.3 Regulations and by-laws**

7.3.a The Committee may formulate, issue, interpret and amend such regulations for the proper advancement, management and administration of the Association as it thinks necessary or desirable.

Such regulations must be consistent with the statement of purposes and rules of the Association and any policy directives of the Committee.

7.3.b Any amendments to regulations must be voted on by Committee members and shall only be binding once a vote has been carried out in accordance with meeting and voting procedure.

7.3.c All regulations made under this rule shall be binding on the Association and its members.

7.3.d All by-laws and regulations of the Association in force at the date of the approval of these rules under this Act, in so far as such by-laws and regulations are not inconsistent with, or have been replaced by these rules, shall be deemed to be regulations under this rule.

7.3.e All members shall be notified of changes to the regulations and by-laws in writing within fourteen

(14) calendar days of any such changes been passed by the Committee.

### **7.4 Logo**

7.4.a The Association will have a logo on which its name appears in legible characters.

7.4.b The logo shall only be used or affixed to any deed or document approved by the Executive Committee.

### **7.5 Indemnity**

7.5.a Every Committee member, auditor, manager, employee or agent of the Association shall be indemnified out of the property or assets of the Association against any liability incurred by them in their capacity as a Committee member, auditor or agent in defending any proceedings, whether civil or criminal, in which judgement is given in their favour or in which they are acquitted or in connection

with any application in relation to any such proceedings in which relief is, under the Act, granted to them by the Court.

7.5.b The Association shall indemnify its Committee members and employees against all damages and costs (including legal costs) for which any such Committee member or employee may be or becomes liable to any third party in consequence of any act or omission except wilful misconduct or criminal conduct:

- In the case of a Committee member, performed or made whilst acting on behalf of and with the authority, express or implied, of the Association; and
- In the case of the employee, performed or made in the course of, and within the scope of, their employment by the Association.

#### 7.6 Dissolution of Association

7.6.a If, on the winding up of the Association, there remains (after satisfaction of all its debts and liabilities) any property, this shall not be paid to or distributed among the members, or former members.

7.6.b The surplus property shall be given or transferred to:

- Another incorporated Association having objectives similar to those of the Association; or
- For charitable purposes; and which Association shall be determined by resolution of the members.

# Appendix 1: Code of Conduct

Throughout this document, the word „skaters” shall be taken to mean any and all South Side

Derby Dolls (S2D2) members who are on skates, or who would normally be on skates, including but not limited to players, referees and coaches, unless otherwise stated.

General code of conduct:

1. First and foremost, S2D2 and its skaters must always create a physically and mentally safe environment for every member. All members shall be seen to be supportive and encouraging, and creating a safe environment through the following:

a. Respect the rights, dignity and worth of all participants regardless of their ability, experience, cultural background, religion or any other attribute.

b. All members opinions and ideas are valid and should be acknowledged and respected. This not only applies to the game of roller derby itself, but to league related decisions, training, and all other operational, creative and directional decisions.

c. All members are equal regardless of the team or committee positions they may presently hold

d. All members are to supply correct and relevant personal and contact information, to read the Constitution, Code of Conduct and by laws and sign relevant waivers and agreements.

1a. Skaters must support and demonstrate a physically safe environment at all times through the following:

i. Adhere to WFTDA safety guidelines. This includes, but is not limited to, supplying own skates and protective gear. Protective gear includes, but is not limited to knee and elbow pads, wrist guards, mouth guard and helmet. All gear must be appropriate to the sport, hard-shelled where necessary, in good working condition and not pose a threat or risk to any other skater. All protective gear must be worn at all training sessions, scrimmages and bouts.

ii. All skates and protective gear must be rink-safe, meaning that their use must not gash, indent or blemish the skating surface, or cause injury to other property or persons.

iii. Bringing to the nearest official's or relevant committee member's immediate attention any unusual or significant hazard in the skater's presence or participation.

iv. All skaters must meet the WFTDA minimum skills requirements and have passed a written WFTDA rules test before they are allowed to scrimmage or bout.

v. Skaters must make an effort to learn new skills and be committed to improving themselves as athletes and teammates.

vi. Injured or inexperienced skaters must be given opportunities to participate at whatever level they feel comfortable with and the person in charge considers appropriate and safe

2. Skaters should be responsible for their own behaviour and actions, which should always be professional, considerate of others and positively represent South Side Derby Dolls. All skaters shall undertake the following points:

a. Play by the rules. Do not argue with an official. If you disagree, ask your team captain, bench manager or other appropriate team member to deal with the matter.

b. Treat all players as you would like to be treated. Do not interfere with, bully or take unfair advantage of another player or team.

c. Co-operate with your coaches, teammates and all other participants. d. Discuss questions, concerns and problems openly and rationally

e. Control your temper. Verbal abuse of officials or other athletes is not permitted in our sport. f. Participate in roller derby for the sport, not the spectacle and drama of the bouts.

g. For any training sessions, scrimmages or bouts, skaters must arrive ready to participate at their fullest potential. Skaters must not be under the influence of illicit substances or alcohol.

h. Use the appropriate channels for grievances, disputes and any other issues.

i. Negative comments that do not offer better alternatives or that are seen to be detrimental and counterproductive should be avoided at all times.

3. Skaters are required to make regular attendance at training, competitions and any mandatory meetings, and to pay dues and fees at the current rate and within terms, as advised by the committee. a. Skaters are required to attend a minimum of 7 derby training sessions per term.

b. Skaters are asked to pay their full dues within the first seven (7) days of the month in which they fall due. Persistent failure to pay in a timely manner may result in membership being suspended or revoked.

c. Skaters are strongly encouraged to join sub-committees and to participate in other league projects, such as promotional and charity events.

d. Skaters are also encouraged to attend other non-derby practices arranged and/or endorsed by the league, such as rules and strategy meetings, training with other roller derby leagues, learn to skate classes and so forth.

4. In accordance to the Constitution, termination of membership can be implemented should the need arise. Skaters must also understand and agree to abide by the three strikes policy as outlined below:

a. Skaters who exhibit inappropriate behaviour, as outlined in this code of conduct and the constitution shall be given an official warning by the committee.

b. In accordance to the Constitution, this decision shall be made fairly and impartially, and by agreement of the majority of committee members.

c. Skaters shall receive three (3) warnings in total, all of which shall be in writing. Upon receipt of the third warning, the skater will be asked to appear at a General Meeting of S2D2, where their conduct will be discussed. As with all meetings, any and all members of S2D2 may attend and shall be given the opportunity to present evidence for or against their misconduct.

d. Where there is not a clear consensus for the expulsion or retention of the skater, a vote of all attending members at the meeting shall be taken. This vote is final and shall determine if the skater is expelled.

e. If the motion is passed and the skater is removed from S2D2, they shall be asked to relinquish any title or position held and shall not be allowed to attend any further training sessions, bouts, meetings, events and so forth. The skater shall also forfeit any and all dues paid thus far, and shall not have recourse to seek a refund.

#### 5. Committee members' code of conduct

a. Enforce and distribute the code of conduct to all relevant parties

b. Ensure equal opportunities are made available to all members regardless of ability, size, age or any other attribute.

c. Involve members in the decision-making, planning, leadership and other operational processes related to S2D2

d. Ensure that facilities and equipment are safe and appropriate for all participating members and that adequate supervision and training are provided to all members.

e. Ensure that relevant information pertaining to S2D2 events, training, membership, meetings and so forth are readily available and distributed to all members.

#### 6. Officials' code of Behaviour

a. Be objective, impartial and consistent in calling all infractions

b. Actively discourage unsporting behaviour and promote respect for all participants.

c. Make a personal commitment to keep informed and up to date with WFTDA rules and guidelines and other officiating principles.

d. Ensure that equipment and facilities meet safety standards and are appropriate

7. Coaches Code of Behaviour

a. Make a personal commitment to keep yourself informed of coaching principles and to keep up to date on roller derby specific coaching and training matters

b. Follow the advice of a physician or appropriate medical professional in determining when an injured athlete is ready to recommence training or competition.

c. Be reasonable in your demands on skater's time, energy and commitment. Do not force skaters into drills and so forth that may be above their current capability or in which they may be unable to participate in due to injury, illness, skill level etc.

d. Do not deny skaters opportunities to participate in other aspects of the sport that may benefit themselves as athletes or as team members where appropriate

e. Ensure that equipment and facilities meet safety standards and are appropriate

f. Develop respect for the abilities of opponents as well as for the judgment of officials

g. Make a conscientious effort to identify areas of improvement in terms of game knowledge, rules, skate technique and physical fitness.

## 8. Spectators Code of Behaviour

a. Spectators must behave in a respectful manner to persons and property as well as demonstrating appropriate social behaviour. Spectators should not verbally or physically harass or abuse skaters, coaches or officials. Behaviours that could potentially lead to bodily harm or damage to property will not be tolerated.

In general, members of South Side Derby Dolls should work towards portraying the league in a positive light. Members are encouraged to express their individuality whilst being mindful that their actions when engaged in roller derby and its affiliated events will reflect on S2D2 as a whole. Any member found to be in violation of this Code of Conduct will have their actions and membership reviewed as stated in the three-strike policy of this code of conduct and the Constitution. This may result in action such as formal warnings or expulsion without refund of dues paid, to be taken.

## Appendix 2: Legislation and References

*Community Justice Act 1983 -*

<http://www.legislation.nsw.gov.au/xref/inforce/?xref=Type%3Dact%20AND%20Year%3D1983%20AND%20no%3D127&nohits=y>

Human Rights and Equal Opportunity Commission Act -

<http://www.comlaw.gov.au/Series/C2004A03366>

Associations Incorporation Act 2009 –

<http://www.legislation.nsw.gov.au/maintop/view/inforce/act+7+2009+cd+0+N>

Associations Incorporated Regulation 2010 -

<http://www.legislation.nsw.gov.au/xref/inforce/?xref=Type%3Dsubordleg%20AND%20Year%3D2010>

<http://www.legislation.nsw.gov.au/xref/inforce/?xref=Type%3Dsubordleg%20AND%20Year%3D2010%20AND%20No%3D238&nohits=y>

Interpretation Act 1987 -

<http://www.legislation.nsw.gov.au/xref/inforce/?xref=Type%3Dact%20AND%20Year%3D1987%20AND%20no%3D15&nohits=y>

<http://www.legislation.nsw.gov.au/xref/inforce/?xref=Type%3Dact%20AND%20Year%3D1987%20AND%20no%3D15&nohits=y>

Corporations Act 2001 - <http://www.comlaw.gov.au/Series/C2004A00818>

Fair Trading - <http://fairtrading.nsw.gov.au/default.html>

National Privacy Policy Privacy Act (Commonwealth) 1988 -

<http://www.comlaw.gov.au/Series/C2004A03712>

Privacy Amendment (Private Sector) Act 2000 - <http://www.comlaw.gov.au/Details/C2004A00748>

Skate Australia Pregnancy Policy -

[http://www.skateaustralia.org.au/images/stories/skate\\_australia/documents/bylaws/Bylaw%2022.pdf](http://www.skateaustralia.org.au/images/stories/skate_australia/documents/bylaws/Bylaw%2022.pdf)