

# FEMALES IN TRAINING (FIT) CONSTITUTION

*As amended January 2004*

## TABLE OF PROVISIONS

### ***PART I – PRELIMINARY***

#### **1. Definitions**

(1). In this constitution, unless a contrary intention appears –

"association" means Females in Training (FIT)

"financial year" means the year ending on 30 June;

"registered member" means a participant in the Association's activities who is female eligible to enter the ACT Cycling Club's Tour de Femme event.

"member" means a registered member.

"ordinary committee member" means a member of the committee who is not an office-bearer of FIT as referred to in paragraph 13(1)(a):

"secretary" means the person or, where no such person holds that office, the public officer of FIT;

"the Act" means FIT's Incorporation Act 1991;

"the Regulations" means FIT's Incorporation Regulations.

(2). In this constitution:-

(a) a reference to a function includes a reference to a power, authority and duty: and

(b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority or the performance of the duty.

(3). The provisions of the Interpretation Act 1967 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 the Act.

#### **2. Mission**

(1) The mission of FIT is:

"Enrichment through coaching, participation and support"

#### **3. Objectives**

(1) The objectives of FIT are:

(a) to offer a training environment which encourages and promotes a positive and active role for women's participation in sport;

(b) to create a training environment that is physically, emotionally and psychologically safe for women so as to encourage and support participation in a variety of physical activities;

(c) to guide women of any age and level to explore their physical potential in order to develop appropriate and achievable goals;

- (d) to promote the use of training programs specifically designed for women, based on individual needs and capabilities
- (e) to provide opportunities for and foster the development of coaching knowledge and skills within the membership;
- (f) to provide networking opportunities for women seeking training partners and to prepare them for entry/participation into pre-existing clubs and events

## ***PART II - MEMBERSHIP***

### **4. Membership of FIT**

- (1) The members of the Association are its registered members.

### **5. Nomination for membership**

- (1) Registered members
  - (a) any interested person may apply to the Committee to become a registered member, providing the interested person is female
  - (b) the committee shall have the right to refuse registered membership to any applicant
  - (c) the rate of annual membership to a registered member shall be determined in accordance with clause 9
  - (d) membership shall not take effect until the membership is paid in full

### **6. Membership entitlements not transferable**

- (1) A right, privilege or obligation which a person has by reason of being a member of the association
  - (a) is not capable of being transferred or transmitted to another person and
  - (b) terminates upon cessation of the person's membership.

### **7. Cessation of membership**

- (1) A person ceases to be a member of FIT if the person
  - (a) dies
  - (b) resigns from membership of FIT in writing to the committee
  - (c) is expelled from FIT; or
  - (d) fails to renew membership of FIT.

### **8. Resignation of membership**

- (1) A member is not entitled to resign from membership of the association except in accordance with this clause.
- (2) A member who has paid all amounts payable by the member to the association may resign from membership of the association by first giving notice (being not less than 1 month or, if the committee has determined a shorter period, that shorter period) in writing to the secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.

(3) Where a person or club ceases to be a member, the secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

## **9. Membership Fees**

(1) The rate of joining fee and annual subscription fee for a member shall be set out in Schedule 1 to this constitution (including joining and annual subscription fees) shall be reviewed by the FIT committee annually.

(2) Membership shall not take effect until the joining fee and annual subscription is paid in full. The Committee shall make a recommendation to the members at the Annual General Meeting.

(3) The setting of Membership fees shall be a standing item on the AGM agenda.

## **10. Members' liabilities**

(1) The liability of a member to contribute towards the payment of 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 FIT as required by clause 9.

(2) The Association is not responsible or liable for any claim or compensation for damages or injury by a member of the Association incurred while on official business of the Association or travelling to and from any activity in which the Association is involved

## **11. Disciplining of members**

(1) Where the committee is of the opinion that a member

- (a) has persistently refused or neglected to comply with a provision of this constitution,; or
- (b) has persistently and wilfully acted in a manner prejudicial to the interests of FIT, the committee may, by resolution
- (c) expel the member from FIT; or
- (d) suspend the member from such rights and privileges of membership of FIT as the committee may determine for a specified period.

(2) A resolution of the committee under subclause (1) is of no effect unless the committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under subclause (3), confirms the resolution in accordance with this clause.

(3) Where the committee passes a resolution under subclause (1), the secretary shall, as soon as practicable, cause a notice in writing to be served on the member

- (a) Setting out the resolution of the committee and the grounds on which it is based;
- (b) stating that the member may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
- (c) stating the date, place and time of that meeting; and
- (d) informing the member that the member may do either or both of the following;
  - (i) attend and speak at that meeting;
  - (ii) submit to the committee at or prior to the date of that meeting written representations relating to the resolution.

(4) Subject to section 50 of the Act, at a meeting of the committee mentioned in subrule (9), the committee shall

- (a) give to the member mentioned in subclause (1) an opportunity to make oral representations;
- (b) give due consideration to any written representations submitted to the committee by that member at or prior to the meeting - and
- (c) by resolution determine whether to confirm or to revoke the resolution of the committee made under subclause (1).

(5) Where the committee confirms a resolution under subclause (4), the secretary shall, within 7 days after that confirmation, by notice in writing inform the member of that confirmation and of the member's right of appeal under clause 12.

(6) A resolution confirmed by the committee under subclause (4) does not take effect -

(a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or

(b) where within that period the member exercises the right of appeal, unless and until the association confirms the resolution in accordance with subclause 12(4).

## **12. Right of appeal of disciplined member**

(1) A member may appeal to the association in general meeting against a resolution of the committee which is confirmed under subclause 11(4), within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.

(2) Upon receipt of a notice under subclause (1), the secretary shall notify the committee which shall convene a general meeting of the association to be held within 21 days after the date on which the secretary received the notice or as soon as possible after that date.

(3) Subject to section 50 of the Act, at a general meeting of the association convened under subclause (2)

- (a) no business other than the question of the appeal shall be transacted;
- (b) the committee and the member shall be given the opportunity to make representations in relation to the appeal orally or in, writing, or both; and
- (c) the members present shall vote by secret ballot on the question of whether the resolution made under subclause 11(4), that the resolution is confirmed.

(4) If the meeting passes a special resolution in favour of the confirmation of the resolution made under subclause 11(4), that resolution is confirmed.

## **13. Affiliation**

(1) The committee of FIT may decide to affiliate with any other organisations committed to as are in the interests of women's sport and the training of female coaches.

## ***PART III - THE COMMITTEE***

### **14. Powers of the committee**

- (1) The committee
  - (a) shall control and manage the affairs of FIT; and
  - (b) may exercise all such functions as may be exercised by FIT other than those functions that are required by this constitution to be exercised by FIT in general meeting

### **15. Constitution and membership**

- (1) The committee shall consist of
  - (a) the office-bearers of FIT; and
  - (b) up to 6 general committee members; each of whom shall be elected pursuant to clause 16 or appointed in accordance with sub clause (4).

- (2) The office-bearers of FIT shall be
  - (a) the president;
  - (b) the vice-president;
  - (c) the treasurer;
  - (d) the secretary;
  - (e) the media liaison officer, and
  - (f) the coaching coordinator.

(3) Selection for appointment to the positions of media liaison officer and coaching coordinator shall be made by the incoming committee at the annual general meeting. Nominations for these positions shall be pursuant to sub clause 17(1).

(4) Each member of the committee shall, subject to this constitution, hold office until the election of office bearers at the annual general meeting following the date of the member's election. Each member is eligible for re-election.

(5) In the event of a vacancy in the membership of the committee, the committee may appoint a registered member of FIT to fill the vacancy and the member so appointed shall hold office, subject to this constitution, until the election of office bearers at the annual general meeting following the date of the appointment.

### **16. Election of committee members**

- (1) Nomination of candidates for election as office-bearers of FIT or as ordinary committee members shall be
  - (a) made in writing, accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and
  - (b) delivered to the secretary of FIT no less than 3 days before the date fixed for the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations shall be called for at the annual general meeting.

(3) If insufficient further nominations are received, any vacant positions remaining on the committee shall be deemed to be vacancies.

(4) If more than one nomination is received for any office bearer position or if the number of nominations for general committee positions exceeds the number of vacancies to be filled, a ballot shall be held.

(5) A person is not eligible to simultaneously hold more than one position on the committee.

## **17. Primary role of Office Bearers**

(1) The president of FIT shall:

- (a) provide leadership for the development of FIT
- (b) preside over committee and annual general meetings.
- (c) prepare and distribute the agenda for committee and annual general meetings.
- (d) fulfil responsibilities in accordance with role description as agreed from time to time.

(2) The vice president of FIT shall:

- (a) fulfil the responsibilities of the president in her absence.
- (b) fulfil responsibilities in accordance with role description as agreed from time to time.

(3) The secretary of FIT shall:

- (a) keep minutes of
  - (i) all elections and appointments of office-bearers and ordinary committee members;
  - (ii) the names of members of the committee present at a committee meeting or a general meeting; and
  - (iii) all proceedings at committee meetings and general meetings.

(b) fulfill responsibilities in accordance with role description as agreed from time to time.

(4) The treasurer of FIT shall:

- (a) collect and receive all moneys due to FIT and make payments authorised by FIT;
- (b) keep correct accounts and books showing the financial affairs of FIT with full details of all receipts and expenditure connected with the activities of FIT.
- (c) Fulfill responsibilities in accordance with role description as agreed from time to time.

(5) The Coaching Co-ordinator of FIT shall

- (a) preside over FIT coaches meetings.
- (b) plan, monitor and evaluate FIT coaching programs.
- (c) provide leadership and support to FIT coaches
- (d) Fulfill responsibilities in accordance with role description as agreed from time to time.

(6) The media liaison officer of FIT shall:

- (a) coordinate promotional opportunities for FIT through the media and other networks
- (b) ensure women in the Canberra community are aware of FIT activities and programs
- (c) fulfill responsibilities in accordance with role description as agreed from time to time.

## **18. Vacancies**

(1) For the purposes of this constitution, a vacancy in the office of a member of the committee occurs if the member

- (a) resigns from office;
- (b) is removed from office pursuant to clause 19;
- (c) becomes an insolvent under administration within the meaning of the Corporations Law;
- (d) is absent from 3 consecutive meetings of the committee

## **19. Removal of committee members**

(1) FIT in general meeting may by resolution, subject to section 50 of the Act, remove any member of the committee from the office of member of the committee before the expiration of the member's term to office.

## **20. Committee meetings and quorum**

(1) The committee shall meet at least six times in each calendar year at such place and time as the committee may determine.

(2) Additional meetings of the committee may be convened by any member of the committee.

(3) Oral or written notice of a meeting of the committee shall be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the committee) before the time appointed for the holding of the meeting.

(4) Notice of a meeting given under subclause (3) shall specify the general nature of the business to be transacted at the meeting.

(5) Any 5 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.

(6) At meetings of the committee

(a) the president or in the absence of the president, the vice-president shall preside; or

(b) if the president and the vice-president are absent, one of the remaining members of the committee may be chosen by the members present to preside.

## **21. Sub-committees**

(1) The committee may form sub committees as required from time to time to undertake specific tasks as determined by the committee.

## **22. Voting and decisions**

(1) Questions arising at the meeting of the committee of any sub-committee appointed by the committee shall be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.

(2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

(3) Subject to subclause 20(5), the committee may act notwithstanding any vacancy on the committee.

## ***PART IV - GENERAL MEETINGS***

### **23. Annual general meetings - holding of**

(1) The AGM of FIT shall be held within five months of the close of the financial year as per clause 24

(2) Subclause (1) has effect subject to the powers of the Registrar of Incorporated Associations under section 120 of the Act in relation to extensions of time.

### **24. Annual general meetings - calling of and business at**

(1) The annual general meeting of FIT shall, subject to the Act, be convened on such date and at such place and time as the committee thinks fit.

(2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be

(a) to confirm the minutes of the last preceding annual general meeting and of a general meeting held since that meeting;

(b) to receive from the committee reports on the activities of FIT during the last preceding financial year;

(c) to elect members of the committee, including office-bearers; and

(d) to receive and consider the statement of accounts and the reports that are required to be submitted to members pursuant to subsection 73(1) of the Act.

(3) An annual general meeting shall be specified as such in the notice convening it in accordance with clause 26.

### **25. General meetings - calling of**

(1) The committee may, whenever it thinks fit, convene a general meeting of FIT.

(2) The committee shall, on the requisition in writing of not less than 5 per cent of the total number of members, convene a general meeting of FIT.

(3) A requisition by members for a general meeting shall state the business to be dealt with and shall be received by the committee at least one month prior to the proposed date of the meeting

### **26. Notice**

(1) At least 14 days prior to the date fixed for the holding of the general meeting, a notice specifying the place, date, time and the nature of the business to be discussed at the meeting will be forwarded to each FIT member

(2) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who shall include that notice from the member.

## **27. General meetings - procedure and quorum**

(1) No item of business shall be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.

(2) 20 members present in person (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

(3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting shall stand adjourned to another date within a period of one month from the date of the adjourned meeting

(4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 10) shall constitute a quorum.

## **28. Presiding member**

(1) The president, or in the absence of the president, the vice-president, shall preside at each general meeting of FIT.

(2) If the president and the vice-president are absent from the general meeting, the members present shall elect one of their number to preside at the meeting.

## **29. Adjournment**

(1) If the business of the meeting is not completed, the person presiding may with the consent of a majority of members present, adjourn the meeting to a date within one month of the adjourned meeting in order to complete the business of the meeting.

## **30. Making of decisions**

(1) A question arising at a general meeting of FIT shall be determined on a show of hands and unless a poll is demanded, a declaration by the person presiding 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.

(2) At a general meeting of FIT, a poll may be demanded by the person presiding or by not less than 10 members present in person

(3) Where the poll is demanded at a general meeting, the poll shall be taken

(a) immediately in the case of a poll which relates to the election of the person to preside at the meeting or to the question of an adjournment; or

(b) in any other case, in such manner and at such time before the close of the meeting as the person presiding directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

### **31. Voting**

(1) Subject to subclause (3), upon any question arising at a general meeting of FIT a member has 1 vote only.

(2) All votes shall be given personally and not by proxy

(3) In the case of an equality of votes on a question at a general meeting, the person presiding is entitled to exercise a second or casting vote.

(4) A member is not entitled to vote at any general meeting of FIT unless all money due and payable by the member to FIT has been paid, other than the amount of the annual subscription payable in respect of the current year.

## ***PART V - MISCELLANEOUS***

### **32. Funds - source**

(1) The funds of FIT shall be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by FIT in general meeting and subject to section 114 of the Act, such other sources as the committee determines.

(2) All money received by FIT shall be deposited to FIT's bank account.

(3) FIT shall, as soon as practicable after receiving any money, issue an appropriate receipt.

### **33. Funds - management**

(1) Subject to any resolution passed by FIT in general meeting, the funds of FIT shall be used in pursuance of the objects of FIT in such a manner as the committee determines.

(2) All accounts of FIT shall be operated by the Treasurer and one other committee member.

### **34. Alteration of objects and rules**

(1) Neither the objects of FIT referred to in section 29 of the Act nor this constitution shall be altered except in accordance with the Act.

### **35. Common seal**

(1) The common seal of FIT shall be kept in the custody of the secretary.

(2) The common seal shall not be affixed to any instrument except by the authority of the committee and the affixing of the common seal shall be attested by the signatures either of 2 members of the committee or of 1 member of the committee and of the secretary.

### **36. Custody of books**

(1) Subject to the Act, the Regulations and this constitution, the secretary shall keep in her control all records, and other documents relating to FIT.

### **37. Inspection of books**

(1) The records, books and other documents of FIT shall be open to inspection at a place in the Territory, free of charge, by a member of FIT at any reasonable hour provided that the committee considers that the disclosure of the information sought would not breach the privacy of another member.

### ***Schedule 1: Membership fees***

Joining fee - \$5

Annual fee (2003/04) - \$20  
(as confirmed at 2003 Annual General Meeting)