



**NORMANVILLE SURF LIFE SAVING CLUB  
INCORPORATED**

**CONSTITUTION**



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# Normanville Surf Life Saving Club Incorporated

ABN: 66 127 417 263

## Constitution

### 1. The Club

The name of the Club is the Normanville Surf Life Saving Club Incorporated, with date of incorporation being 23/07/1998. The community based Club is affiliated with Surf Life Saving South Australia, is endorsed by the Australian Taxation Office as being a public benevolent institution and is a Charitable Institution.

### 2. Definitions

In this agreement, unless the context or subject matter shall otherwise require:

- (a) **Act** means the Association Incorporation Act 1985 of South Australia;
- (b) **AGM** means the Annual General Meeting of the Club;
- (c) **BOM** means the Board of Management of the Club;
- (d) **Bronze Medallion** means SLSA Bronze Medallion Award;
- (e) **By-Law** means a rule or regulation made by the BOM;
- (f) **Club** means the Normanville Surf Life Saving Club Incorporated;
- (g) **Member** means a person who fulfils a membership category;
- (h) **Proficient** means a member who has completed the annual proficiency test in that season;
- (i) **SGM** means a Special General Meeting of the Club;
- (j) **SLSA** means Surf Life Saving Australia;
- (k) **SLSSA** means Surf Life Saving South Australia Incorporated; and
- (l) **Season** means the period commencing on 1 October in any one year to 30 September the following year.

### 3. Interpretation

In this constitution, unless the contrary intention appears:

- (a) words imputing a gender shall include all genders;
- (b) words denoting the singular include the plural and vice versa;
- (c) headings and table of contents are for convenience only and do not affect interpretation;
- (d) where a word or phrase is defined, its other grammatical forms have corresponding meaning; and
- (e) the word “including” is not to be treated as a word of limitation.
- (f) Where the Club Constitution and By-laws are silent on any matter then the Club will be deemed to have adopted the Constitution and By-laws and Regulation of SLSA and SLSSA

### 4. Objects

The Club is a not for profit charitable service based provider. The objects for which the Club is established are to:

- (a) minimise the loss of life by drowning and render all possible aid to those in distress by providing beach Patrols as determined by SLSSA.
- (b) study and practice the methods of surf life saving as determined by SLSA;
- (c) promote demonstration and arrange classes of instruction for members of the public in water safety and resuscitation and to bring about a wide spread and thorough knowledge of the principles which underlie the skill of swimming in the surf and to further promote the best interests of surf life saving;
- (d) participate as an entity through and by which surf life saving can be financed, promoted and administered within the geographical boundaries of the District council of Yankalilla;
- (e) produce, develop, create, license and otherwise exploit, use and protect the intellectual property, including but not limited to logos, trademarks, copyright and names of any product, publication or event developed by the Club;
- (f) co-operate with any other organisation in securing of public recognition and financial support for the Club;
- (g) strive for governmental, commercial and public recognition of the Club;

- (h) draft and promulgate such rules as may be necessary for the management and control of the Club;
- (i) promote uniformity of laws for the control and regulation of the aquatic environment and to assist the authorities in enforcing these laws;
- (j) promote healthy lifestyles and fitness; and
- (k) undertake or do all such things or activities as may appear to the Club to be incidental or conducive to the advancement of these objects.

## 5. Powers

The club shall have all the powers conferred by section 25 of the *Associations Incorporation Act 1985*, unless otherwise determined by this constitution.

Solely for furthering the objects set out above the Club has the power to:

- (a) purchase, take on lease or in exchange or otherwise acquire any real or personal estate which may be deemed necessary or convenient for any of the purposes of the Club and to sell, manage, lease, mortgage, give in exchange, dispose of or otherwise deal with the same or any part thereof;
- (b) construct, maintain and alter any houses, buildings or works necessary for the purposes of the Club under consultation with the lease holders and/or those groups responsible for maintaining the Club;
- (c) receive money on deposit with or without allowance of interest thereon;
- (d) invest any monies of the Club not immediately required in such manner as may from time to time be determined by the Club provided such funds shall be invested in securities as defined in the *Trustee Act 1936*;
- (e) pursue through the Club or others, such commercial arrangements, including sponsorship and marketing opportunities as are appropriate to further the purposes of the Club;
- (f) do all or any of the matters authorised either alone or in conjunction with any person, company or unincorporated body or by through any factors, trustees or agents;
- (g) take any gift of property, whether subject to any special trust or not for any one or more of the objects of the Club;
- (h) take such steps by personal or written appeals, public meetings or otherwise as may from time to time be deemed expedient for the purposes of procuring contributions to the funds of the Club in the form of donations, subscriptions or otherwise;

- (i) print and publish newspapers, periodicals, books or leaflets that the Club may think desirable for the promotion of the Club's objects;
- (j) appoint, hire, employ, remove, replace or reinstate secretaries, managers, servants, employees, agents and other persons in and for the carrying out of the objects of the Club and to define duties and to pay them in return for services rendered to the Club, by way of salaries, wages and gratuities;
- (k) establish and maintain corporate entities to carry on and conduct the business affairs and undertakings, or any aspect thereof of the Club and for those purposes, utilise any of the assets of or held on behalf of the Club;
- (l) represent the interests of the members in any appropriate forum without impacting upon and taking away the rights that any member may have in respect to such forums;
- (m) have general regard to the public interest in its operations;
- (n) carry on any other activity whatsoever which is considered to directly or indirectly enhance or further the interests of the Club but such activities shall not be in conflict with the operations of the Club; and
- (o) promote any other person or company for any purpose calculated to benefit the Club.

## 6. Composition

The Club is an affiliated member of SLSSA, which is the controlling authority of surf life saving within the State of South Australia and subject to the powers of SLSA and SLSSA.

## 7. Membership

Membership is open to all members of the general public who have surf life saving as an interest. Membership shall be granted after a probationary period. All new and renewing members are subject to the same qualifying period of examination. The BOM will review all probationary and renewal membership and acceptance shall only be granted by completing the appropriate registration forms, payment of appropriate fees and by resolution of the BOM.

Members will not be entered on Surfguard until the proscribed membership form has been completed in full and the season's fees have been paid. Until these conditions have been completed then membership will be deemed to have lapsed and as such members will be unable to use club facilities, equipment, and gymnasium or attend any Patrol or Club training sessions.

Any member who has resigned from the Club shall automatically have their name removed from the register of members.

Any member in arrears in any respect cannot renew their Membership until such arrears have been paid in full (unless an arrangement has been agreed to by the Club Treasurer or Secretary), nor shall they be granted a clearance to any other Club.

## **8. Membership Categories**

### **8.1 Probationary**

Probationary membership shall be the designation of any person for the time period between applying for membership and the gaining of an award and/or the granting of a formal category membership by the BOM.

Use of Club equipment for training to gain the appropriate award is permitted. Use of the gymnasium, committee positions and voting rights are not permitted.

### **8.2 Junior Activity - 5-13 years of age**

A Junior Activity member shall be a person who is a minimum of 5 years of age and a maximum age of 13 years and such person shall be required to gain the relevant surf education certificate for that person's age group.

Use of Club equipment relative to the age group is permitted. Use of gymnasium, committee positions and voting rights are not permitted.

### **8.3 Cadet - 13-15 years of age**

A Cadet Member shall be a member of the age qualification as defined in SLSA's Manuals and who has obtained the Surf Rescue Certificate (**SRC**) or has passed an annual proficiency test.

Use of Club equipment relative to the age group is permitted. Use of gymnasium, committee positions and voting rights are not permitted.

### **8.4 Active - 15-18 years of age**

Active members are those members over the age of 15 years who hold or are training to obtain the Surf Life Saving Australia Bronze Medallion. Active members' duties include:

- (a) fulfilling Patrol and Club obligations; and
- (b) qualifying in the annual Proficiency test unless the member has obtained their Bronze Medallion in that Season.

Use of Club equipment relative to the age group is permitted. Use of gymnasium is only permitted once the member has attained the age of 16 years, committee positions and voting rights are permitted.



## 8.5 Active - 18 years and over

Active members are those members over the age of 18 years who hold or are training to obtain the Surf Life Saving Australia Bronze Medallion. Active members' duties include:

- (a) fulfilling Patrol and Club obligations; and
- (b) qualifying in an annual proficiency test unless the member has obtained their Bronze medallion in that Season.

Use of Club equipment inclusive of gymnasium, committee positions and voting rights are permitted.

## 8.6 Award

Award membership may be granted by the Club to any person who holds an SLSA award of one, or more, of the following qualifications:

Surf Rescue Certificate, Radio Award(s), Resuscitation Certificate, Advanced Resuscitation Certificate or First Aid Certificate (or equivalent).

Such members may be called upon to perform patrol and/or other Club obligations, within the ability of their qualifications.

Use of Club equipment relative to the award is permitted. Use of gymnasium, committee positions and voting rights are not permitted, however the BOM may grant an Award member voting rights to the Club if they are undertaking life saving patrol duties.

## 8.7 Active Reserve

- (a) Active reserve membership may be granted by the Club to active members who have satisfactorily completed, from the gaining of the Bronze Medallion, at least eight years of Patrol and Club obligations as required by SLSA and the Club Constitution. Active reserve membership shall not be automatic, but shall be granted by resolution of the BOM.
- (b) Active reserve members shall perform a minimum of patrols in each Club where they hold active reserve membership, as required by SLSA, and further patrol duties at the discretion of the Affiliated Club's committees.
- (c) Active reserve members shall complete the annual proficiency test.

Use of Club equipment inclusive of gymnasium, committee positions and voting rights are permitted.

**Note:** Active reserve membership may be granted, under exceptional circumstances to an Active Member, irrespective of years of service.

## 8.8 Long Service

- (a) Long service membership may be granted by the Club to members who have completed ten years active service or to members who have

completed eight years of active service plus four years of active reserve service.

- (b) Such members may be exempted from all patrol obligations and may be granted other special privileges of membership as provided in the Club constitution.

Use of Club equipment inclusive of gymnasium, committee positions and voting rights are permitted.

### **8.9 Associate**

- (a) Associate membership may be granted by a Club to persons who may or may not hold an SLSA Award.
- (b) Associate members shall not have Club voting rights unless elected to office or position, which is provided with voting rights, by this constitution.

Use of Club equipment is not permitted. Use of gymnasium, committee positions and voting rights are not permitted.

### **8.10 Life**

Life Members may be elected from Members and/or Honorary Officers who have rendered outstanding and or extraordinary service to the Club over a minimum of nine (9) years from the age of fifteen (15) years or have gained a meritorious award from the Association.

Use of Club equipment inclusive of gymnasium, committee positions and voting rights are permitted.

### **8.11 Honorary**

The BOM may appoint an individual as an Honorary member of the Club who, in the absolute discretion of the BOM, has or can afford the Club some necessary skill or service. Benefits of this membership category are limited to use of Club facilities.

Use of Club equipment inclusive of gymnasium, committee positions and voting rights are not permitted.

## 8.12 General

- (a) General Membership may be granted by the Club to persons who may or may not hold an SLSA Award.

Use of Club Equipment and the gymnasium is not permitted.

## 8.13 Patrons

The Board of Management may approve persons who are committed to further the interests of the club within the wider community or in recognition of their support of the club over time as a Club Patron or Club Vice-Patron.

# 9. Conduct of Members

Members agree to be bound by the constitution, regulations, resolutions and manuals of SLSA, the Constitution and by-laws of SLSSA and resolutions and manuals of SLSSA regarding the conduct of members. Where there is any conflict, the requirements of SLSA shall take precedence.

Where a member has:

- (a) breached, failed, refused or neglected to comply with any provision of their requirements as a member;
- (b) acted in a manner unbecoming of a member or prejudicial to the objects and interests of the Club;
- (c) brought SLSA, SLSSA or any Club; or surf life saving into disrepute; and
- (d) been subject to a serious complaint raised by another member.

The BOM may commence or cause to be commenced investigatory and/or disciplinary proceedings against that member, and that member will be subject to and submits unreservedly to the jurisdiction, procedures, penalties and appeal mechanisms set out in this Constitution and By-Laws, which may warrant referring the matter to the Mediation Officer.

Any member who has received a penalty or an adverse finding may, within 14 days from the determination of the committee, appeal to the BOM, against a penalty imposed by the Mediation Officer.

# 10. Annual General Meeting

The AGM shall be held no later than 30<sup>th</sup> of September in each year to receive the annual report and annual financial statement, elect Club Officers for the ensuing season, consider notices of motion that have been given due notice and to transact general business.

21 days' notice shall be given in writing as to the order of business of the meeting.

Members shall be entitled to submit notices of motion for inclusion as special business at an AGM. All notices of meeting shall be submitted to the Secretary not less than 28 days prior to the AGM.

20% of the persons entitled to vote shall form a quorum at the meeting.

Should a quorum not be obtained within 30 minutes of the scheduled commencement time the meeting shall stand adjourned to the same day of the following week.

## 11. Special General Meetings

The BOM may call an SGM of the Club at any time.

A SGM shall be called upon a request in writing to the Secretary of the Club from at least 15 members of the Club. The BOM will then advise all the members no less than 21 days prior to the date of the SGM, the venue, time and date of the meeting and the purpose specified in the request.

20% of the persons entitled to vote shall form a quorum at the meeting.

No other business shall be conducted.

Should there not be a quorum present, 30 minutes after the time the meeting was called, the meeting shall lapse.

## 12. Voting

At AGMs and SGMs the following members shall be entitled to vote:

- (a) Active members 15 years and older with the Bronze Medallion;
- (b) Active members 18 years and older;
- (c) Award – if voting rights granted by BOM
- (d) Active Reserve members;
- (e) Long Service members;
- (f) Associate - if elected to officer or position
- (g) Life members.

Members who are eligible to vote and are unable to attend an AGM, SGM or BOM Meeting may appoint a proxy to act or vote on their behalf, in writing, signed and dated by the member unable to attend.

Voting at all meetings shall be limited to one vote for each member entitled to vote and unless a poll is demanded by at least five members any question for decision at a general meeting shall be determined by a show of hands.

If a poll is demanded, it must be conducted in a manner specified by the person presiding and the result of the poll is the resolution of the meeting on that question.

The President when presiding at AGM, SGM or BOM meetings has a casting vote only and has an unlimited authority on any question of order.

The Chairperson of an AGM, SGM or BOM Meeting other than the President or Chairperson of any subcommittee shall have a casting vote only when presiding and have an unlimited authority of any question of order.

At all meetings conducted by the Club except at the dissolution of the Club, decisions shall be carried by simple majority of those entitled to vote.

### 13. Election of Officers

Members with the right to vote will elect all officers of the Club. Nominations in writing 7 clear days prior to the AGM are to be received by the Secretary prior to commencement of the AGM.

Nominations may be accepted from the floor at the AGM where no nominations have been received in accordance with the preceding paragraph. Nominations can be taken from the floor, provided that the person is present and willing to accept the nomination, or in their absence have provided written advice of their willingness to accept the position.

### 14. Officers of the Club

Officers of the club shall be elected at the AGM and subject to clause 15 consist of:

(1) BOM

President	Social/Fundraising Director
Secretary	Treasurer
Club Captain	Club House Manager
Junior Chairperson	Chief Instructor
Youth Group Director	

(2) The Board of Management may appoint persons to the honorary positions of Patron(s) and Vice-Patron(s) as it sees fit.

## 15. Term of Office – BOM Members

BOM members shall be elected in accordance with this Constitution and shall hold office for two year terms as follows:

- (a) In odd number of years, the President, Treasurer, Club House Manager positions shall be filled; and
- (b) In even numbered years, the Junior Chair Person, Club Captain and Secretary positions shall be filled.
- (c) The position of Chief Instructor, Youth Group Director, Social/Fund Raising Director shall be a one year term filled at the AGM annually by nomination.

## 16. BOM

The Management of the Club shall be vested in the BOM consisting of:

President	Social/Fundraising Director
Secretary	Treasurer
Club Captain	Club House Manager
Junior Chairperson	Chief Instructor
Youth Group Director	

## 17. BOM Administration

The BOM shall meet on a date to be determined after the AGM.

The BOM is responsible for overseeing the conduct of all standing committees.

Any member of the BOM who is unable to attend any meeting of the BOM, may appoint a proxy to attend the meeting, in writing, signed, dated and presented to the Secretary to act on their behalf.

Should any member of the BOM absent himself or herself from two consecutive or a total of three meetings without reasonable excuse, the seat may be declared vacant and the BOM shall then elect another member in their stead.

Any casual vacancy filled by the BOM shall conclude at the next AGM.

Should any member of the BOM hold more than one position they shall be entitled to only one vote.

50% of the voting members of the BOM shall constitute a quorum.

The BOM may form such ad hoc panels and/or committees as considered necessary for the general running of the Club.

The BOM shall be responsible for the preparation of the Annual Report for presentation to the Club members.

The BOM shall be responsible for the adoption of the Annual Budget as submitted by the Treasurer.

The BOM may appoint Trustees to control the allocation of funds, property, etc. of the Club.

## 18. Standing Committees

Standing Committees may consist of:

Building Committee	Coaching and Competition Committee
Constitution Committee	Disciplinary Committee
Environment Committee	Executive Committee
Finance Committee	Junior Development Panel
Life Membership Panel	Life Saving and Education Committee
Patrol Committee	Social Committee

The structure and role of committees is outlined in the By-Laws

## 19. Subscriptions

The BOM will recommend to the members at each AGM the amount to be charged for all membership categories for the next season. Subscriptions are due on the first day of the Season and shall be paid by 30<sup>th</sup> of November in the same year.

## 20. Club Auditor

The BOM shall appoint a suitable qualified person to the position of Auditor on an annual basis to audit the annual financial statements of the club and to seek advice from time to time on any aspect of the financial accounts of the club.

## 21. Finance, Banking and Payments

The Club shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the association in accordance with the Act.

The accounts, together with the auditor's report on the accounts, the committee's statement and the committee's report, shall be laid before members at the AGM.

Payments may be made by cheque or electronic bank transfers and authorised by any two of the President, Secretary or Treasurer or by such other person(s) as the BOM may appoint. The limit for a single transaction will be determined by the preceding years' AGM or by an SGM called for the purpose of extending the limit for a specific purpose.

Receipts will be issued for all cash payments. For all other funds received either by EFTPOS or through the banking system, no receipts will be issued by the Club, unless specifically requested for by the provider of the funds.

The financial year will close on 30<sup>th</sup> of June each and every year.

The financial records will be kept by the Treasurer and presented to all BOM Meetings as a profit and loss statement.

## **22. Indemnity**

The Club must indemnify on a full indemnity basis:

- (a) each member of the BOM;
- (b) each other Officer of the Club; and
- (c) any heir, executor, administrator or assign of the above for all losses and liabilities incurred by the persons on behalf of the Club:
  - (1) the performance of their duties as either a member of the BOM or Officer of the Club; or
  - (2) they enter into any agreement made by the person on behalf of the Club.

The Club will not indemnify a person for losses or liabilities caused by that person's own negligence.

## **23. Alteration(s) to the Constitution and By Laws**

### **(a) Constitution**

Alterations to the Constitution may only be made at an AGM or an SGM called for that purpose.

Notice of the proposed alteration(s) shall be given in writing and shall specifically state that it is a notice of motion and that it is motion to alter the Constitution either by amending, repealing or adding a new provision. The notice of the proposed alteration shall be given to the Secretary 28 days prior to the meeting at which the motion is to be dealt with.



The notice of the proposed alteration shall be given to the members by the Secretary 21 days prior to the meeting at which the motion is to be dealt with.

Any such alteration(s) shall take effect when made and be promulgated and incorporated in the next edition of the Club's Constitution.

#### **(b) By Laws**

The BOM is empowered to pass By Laws of which seven days' notice has been given in writing by the Secretary to the BOM.

Notice of the proposed alteration(s) shall be given in writing and shall specifically state that it is a notice of motion and that it is a motion to alter the By-Laws either by amending, repealing or adding a new provision.

Any such alteration(s) approved by the BOM shall take effect and be binding on members from the date notice is provided to the general membership. The By Laws must be updated and generally available to members within 7 days of any amendments being made.

## **24. Public Officer**

The Public Officer of the Club shall be the Club Secretary or such other person who may be nominated by the BOM.

The Public Officer shall supply the South Australian Office of Consumer and Business Services with particulars of their name, address, occupation and any other relevant details. Any change to the Public Officer's appointment shall be conveyed to the South Australian Office of Consumer and Business Services within one calendar month.

## **25. Dissolution**

No resolution for the dissolution of the Club shall be deemed to have been passed unless a notice to propose a resolution to that effect at an SGM shall have been given to the members 21 days prior to such meeting, and unless such proposition shall have been carried at such meeting by 75% of those members eligible to vote.

"If the Club is wound up or its endorsement as a deductible gift recipient is revoked (whichever occurs first), any surplus of the following assets shall be transferred to SLSSA or, if SLSSA is no longer a deductible gift recipient, another organisation with similar objects, which is charitable at law, to which income tax deductible gifts can be made:

- gifts of money or property for the principal purpose of the organisation
- contributions made in relation to an eligible fundraising event held for the principal purpose of the organisation
- money received by the organisation because of such gifts and contributions."