



STATE VOLLEYBALL NSW INCORPORATED

RULES OF THE ASSOCIATION

PART 1. Preliminary

1. Definitions

1.1 In these Rules and by-laws made pursuant to these rules:

“**the Association**” means State Volleyball NSW Incorporated

“**Affiliate Member**” means those organisations that have affiliated with SVNSW

“**Individual Member**” means those persons that have registered with SVNSW

“**Member**” means those persons or organisations that hold one of the classes of membership of SVNSW

“**the Board**” means the Board of Directors as constituted under PART 3 of these rules.

“**the Secretary**” means:

- (a) the person holding office under these rules as Secretary of the Association; or
- (b) if no such person holds that office – the Public Officer of the Association

2. Name

2.1 The name of the Association shall be STATE VOLLEYBALL NSW INCORPORATED

3. Objects

- 3.1 The objects of the Association shall be to encourage, promote and control the sport of Volleyball in New South Wales and to do all things necessary and convenient to achieve those objects.
- 3.2 The assets and income of the Association shall be applied solely in furtherance of its above mentioned objectives and no portion shall be distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

PART 2. Membership

4. Membership Categories

4.1 The Members of the Association shall consist of:

- (a) **Affiliate Members**, who subject to these rules have the right for a representative to attend, debate and vote at General Meetings for and on behalf of the Affiliate Member.
- (b) **Life Members**, who have the right to attend and debate at General Meetings at the discretion of the Board, but otherwise have no right to vote at General Meetings.
- (c) **Individual Members**, who have the right to attend and debate at General Meetings at the discretion of the Board, but otherwise have no right to vote at General Meetings
- (d) **Casual Individual Members**, who have the right to attend and debate at General Meetings at the discretion of the Board, but otherwise have no right to vote at General Meetings

4.2 The Board has the right and power from time to time to create new categories of membership with such rights, privileges and obligations as are determined applicable (other than voting rights), even if the effect of creating a new category is to alter rights, privileges or obligations of an existing class of membership. No new category of membership may be granted voting rights.

5. Application for Membership

- 5.1 Applications for membership with the Association shall be made in writing to the Board and shall contain an undertaking to be bound by the terms of these rules should the application be approved.
- 5.2 Any member of the Association may, by giving notice in writing addressed to the Board, object to the application for admission to membership of any persons or organisations and such objections shall be considered by the Board at the meeting at which the application for membership is considered.
- 5.3 The Board shall determine whether or not to accept an application for membership and shall not be required to supply reasons for not accepting or rejecting an application for membership.

6. Register of Members

- 6.1 A register of members shall be kept by the Board showing the name, address and date of commencement of membership of each member. Provision for noting the date of cessation of membership shall also be contained in the register.

7. Fees and Subscriptions

- 7.1 Members shall pay such fees as are determined by the Board from time to time.

8. Cessation of Membership

- 8.1 Membership shall cease upon death, resignation, expulsion, or failure to pay membership fees in accordance with by-laws.

9. Disciplining of Members

- 9.1 A complaint may be made by any member of the Association that some other member of the Association:
 - (a) has persistently refused or neglected to comply with a provision or provisions of these rules; or
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the Association
- 9.2 On receiving such a complaint the Board:
 - (a) must cause notice of the complaint to be served on the member concerned; and
 - (b) must give the member at least 14 days from the time the notice is served within which to make submissions to the Board in connection with the complaint; and
 - (c) must take into consideration any submissions made by the member in connection with the complaint
- 9.3 The Board may, by resolution, expel the member from the Association or suspend any member from membership of the Association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.
- 9.4 If the Board expels or suspends a member, the Secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Board for having taken that action and of the member's right of appeal.
- 9.5 The expulsion or suspension does not take effect:
 - (a) until the expiration of the period within which the member is entitled to appeal against the resolution; or
 - (b) if within that period the member exercises the right of appeal, unless and until the Association confirms the resolution under rule 10.5, whichever is the later.

10. Right of Appeal of Disciplined Member

- 10.1 A member may appeal to the Association in general meeting against a resolution of the Board under rule 9, within 7 days after notice of the resolution is served on the member, by lodging with the Secretary a notice to that effect.
- 10.2 The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- 10.3 On receipt of a notice from a member under clause 10.1, the Secretary must notify the Board which is to convene a general meeting of the Association to be held within 28 days after the date on which the Secretary received the notice.

10.4 At a general meeting of the Association, convened under clause 10.3

- (a) no business other than the question of the appeal is to be transacted; and
- (b) the Board and the member must be given the opportunity to state their respective cases orally or in writing, or both; and
- (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

10.5 If at the general meeting the Association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

11. Life Members

11.1 At any Annual General Meeting of the Association any person or persons may be elected a Life Member of The Association in recognition of special services rendered to the Association.

11.2 Each nominee shall be recommended to the Board for consideration and, if approved by the Board, be submitted for election by special resolution at the next Annual General Meeting of the Association.

12. Members Liability

12.1 The member of the Association shall have no liability 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 except to the amount of any unpaid membership fees.

PART 3. Board of Directors

13. Powers of the Board of Directors

13.1 The Board of Directors of the Association, subject to applicable law and these rules and to any resolution passed by the Association in general meeting :

- (a) is to control and manage the affairs of the Association; and
- (b) may exercise all such functions as may be exercised by the Association, other than those functions that are required by these rules to be exercised by a general meeting of members of the Association; and
- (c) has power to perform such acts and do all such things as appear to the Board to be necessary or desirable for the proper management of the affairs of the Association.

14. Constitution and Membership

14.1 The Board of Directors is to consist of not more than nine (9) Directors including the Office-Bearers, each of whom is to be elected at the Annual General Meeting of the Association under rule 15.

14.2 The Office-Bearers of the Association are to be :

- (a) the President;
- (b) the Vice-President; and
- (c) the Treasurer.
- (d) the Secretary.

14.3 The Office-Bearers shall be appointed by the Board from amongst the Directors as soon as is practicable after the Annual General Meeting.

14.4 Each Director is, subject to these rules, to hold office until the conclusion of the Annual General Meeting following the date of the member's election, but is eligible for re-election.

14.5 In the event of a casual vacancy occurring in the membership of the Board, the Board may appoint a member of the Association to fill the vacancy and the Director so appointed is to hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of the appointment.

14.6 All Directors must be members of the Association.

15. Election Of Directors

15.1 Nominations of candidates for election as Directors of the Association:

- (a) must be made in writing, signed by two (2) members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and
- (b) must be delivered to the Secretary at least **twenty eight (28) days** before the date fixed for the holding of the Annual General Meeting at which the election is to take place.

15.1 A The Board must send a notice to all members calling for nominations of candidates for election as Directors of the Association forty five (45) days before the date fixed for the holding of the Annual General Meeting at which the election is to take place.

- 15.2 If insufficient nominations are received to fill all vacancies on the Board, the candidates nominated are taken to be elected and further nominations are to be received at the Annual General Meeting.
- 15.3 If insufficient further nominations are received, any vacant positions remaining on the Board are to be taken as casual vacancies.
- 15.4 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- 15.5 If the number of nominations received exceeds the number of vacancies to be filled, the Secretary shall prepare voting papers containing the names of the nominees in alphabetical order. The election shall be determined by secret ballot with vote counting by exhaustive preference and vote allocation as per clause 33. The nominee with the least votes shall be removed from the list of candidates and their votes reallocated to the nominees listed as next preference on each ballot paper. This process shall continue until the number of candidates is equal to the number of positions, at which point those candidates left will be declared as elected.

15.6 To be eligible for nomination for election as a director of the association, candidates must have been a member of SVNSW the year prior to nomination.

16. Casual Vacancies

16.1 For the purposes of these rules, a casual vacancy in the office of a Director of the Association occurs, in addition to the manner described in rule 15.3, if the Director :

- (a) dies; or
- (b) ceases to be a member of the Association; or
- (c) becomes an insolvent under administration within the meaning of the Corporations Law; or
- (d) resigns office by notice in writing given to the Secretary; or
- (e) becomes a mentally incapacitated person; or
- (f) is absent without the consent of the Board from three successive Board meetings, where such consent shall not be unreasonably withheld.

17. Removal of Director

17.1 The Association in general meeting may by resolution remove any Director of the Association, from the office of Director before the expiration of the Director's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the Director so removed.

17.2 If a Director of the Association in relation to whom a resolution referred to in clause 17.1 is proposed makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representations be notified to the members of the Association, the Secretary or President may send a copy of the representations to each member of the Association, or if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

18. Secretary

18.1 The Secretary of the Association must, as soon as practicable after being appointed as Secretary, lodge notice with the Association of his or her address.

18.2 The Secretary shall keep records of the Association including :

- (a) the rules of the Association;
- (b) a register of the Directors of the Association as required under applicable law;
- (c) a register of Members of the Association;

- (d) the names of Directors present at a Board meeting or general meeting; and
- (e) minutes of all proceedings at Board meetings and general meetings

18.3 Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

18.4 Where the duties of the Secretary, as set out in these rules, are performed by the Executive Officer, a reference in these rules to the Secretary shall be construed to also refer to the Executive Officer.

19. Treasurer

19.1 It is the duty of the Treasurer to ensure :

- (a) that all money due to the Association is collected and received and that all payments authorised by the Association are made; and
- (b) that correct books and accounts are kept showing the financial affairs of the Association, including full details of all receipts and expenditure connected with the activities of the Association.

19.2 The Treasurer shall ensure that all money received by the Association is paid into an account in the Association's name.

19.3 The financial records of the Association shall be available for inspection by any member upon written request within 48 hours.

19.4 Where the duties of the Treasurer are performed by the Executive Officer it is the responsibility of the Treasurer to ensure the Executive Officer properly fulfils his/her obligations under these rules by way of, but not limited to, regular inspection of the books and accounts of the Association.

20. Executive Officer

20.1 The Board may employ or engage such person as it thinks fit as Executive Officer to administer the Association on such terms and remuneration as the Board may determine.

20.2 Termination of the Executive Officer's employment shall only be done in accordance with their employment or engagement contract and applicable employment and contract law.

21. Public Officer

21.1 The Board shall ensure that a person is appointed as Public Officer.

21.2 The first Public Officer shall be the person who completed the application for incorporation for the Association.

21.3 The Board may at any time remove the Public Officer provided the person appointed is 18 years of age or older and a resident of New South Wales.

21.4 The Public Officer shall be deemed to have vacated his position in the following circumstances:

- (a) death
- (b) resignation
- (c) removal by the Board or at a General Meeting
- (d) bankruptcy or financial insolvency
- (e) mental illness
- (f) residency outside New South Wales

21.5 When a vacancy occurs in the position of Public Officer the Board shall within 14 days notify the Corporate Affairs Commission by the prescribed form and appoint a new Public Officer.

21.6 The Public Officer may be a Board member or any other person regarded as suitable for the position by the Board.

22. Board Meetings

22.1 The Board shall meet as often as necessary to conduct the business of the Association and not less than four times in each calendar year.

- 22.2 Without limiting the manner in which the Board may meet, a meeting of the Board shall for the purposes of these rules include the members of the Board communicating with each other by any technological means by which they are able to participate in discussion notwithstanding that the members of the Board (or one or more of them) are not physically present in the same place and a member of the Board so participating in such meeting is deemed to be present (including for the purposes of constituting a quorum) and is entitled to exercise at that meeting any voting rights the member of the Board may have under these rules.
- 22.3 Notice of Board meetings shall be given at the previous Board meeting or by such other means as the Board may determine.
- 22.4 The quorum for meetings of the Board shall be one half of the current number of Board members.
- 22.5 No business is to be transacted by the Board 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 be dissolved.
- 22.6 The Directors present at a meeting so dissolved under rule 25.5 shall appoint a time and date for the deferred meeting, being not less than seven (7) days later.
- 22.7 The Directors present at the deferred meeting shall constitute a quorum at the deferred meeting.
- 22.8 At a meeting of the Board :
- (a) the President, or in the President's absence, the Vice-President is to preside; or
 - (b) if the President and Vice-President are absent or unwilling to act, such one of the remaining Directors as may be chosen by the Directors present at the meeting is to preside.

23. Delegation by Board to Sub-Committee

- 23.1 The Board may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the Association as the Board thinks fit) the exercise of such of the functions of the Board as are specified in the instrument, other than :
- (a) this power of delegation; and
 - (b) a function which is a duty imposed on the Board by the Act or any other law.
- 23.2 A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- 23.3 A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- 23.4 Despite any delegation under this rule, the Board may continue to exercise any function.
- 23.5 Any act or thing done or suffered by a sub-committee acting in exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Board.
- 23.6 The Board may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- 23.7 A sub-committee may meet and adjourn as it thinks proper.

24. Voting And Decisions

- 24.1 Questions arising at a meeting of the Board or of any sub-committee appointed by the Board are to be determined by a majority of the votes of members of the Board or sub-committee present at the meeting.
- 24.2 In the event of an equality of votes, the motion shall be deemed to have been lost.
- 24.3 Subject to rule 22.4, the Board may act despite any vacancy in the Board.
- 24.4 If all the members of the Board have signed a document containing a statement that they are in favour of a resolution of the Board in the terms set out in the document, a resolution in those terms shall be deemed to have been passed at a meeting of the Board held on the day on which the document was signed and at the time at which the document was last signed by a member of the Board, or if the members of the Board signed the document on different days, on the day on which, and at the time at which, the document was last signed by a member of the Board.
- 24.5 For the purposes of clause 24.4, two (2) or more separate documents containing statements in identical terms each of which is signed by one (1) or more members of the Board shall together be deemed to constitute one

document containing a statement in those terms signed by the members of the Board on the respective days on which they signed the separate documents.

24.6 A reference in clause 24.4 to all the members of the Board does not include a reference to a member of the Board who, at a meeting of the Board, would not be entitled to vote on the resolution.

24.7 Any act or thing done or suffered, or purporting to have been done or suffered by the Board is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any Director of the Association.

PART 4. GENERAL MEETINGS

25. Annual General Meetings

25.1 The Association must, at least once in each calendar year and within the period six (6) months after the expiration of each financial year of the Association, convene an Annual General Meeting of its members.

25.2 Clause 25.1 has effect subject to any extension or permission granted by the Commissioner under applicable law.

25.3 The Annual General Meeting of the Association is, subject to applicable law and to clauses 25.1 and 25.2, to be convened on such date and at such place and time as the Board thinks fit.

25.4 In addition to any other business which may be transacted at an Annual General Meeting, the business of an Annual General Meeting is to include the following :

- (a) to confirm the minutes of the last preceding Annual General Meeting and of any special general meeting held since that meeting;
- (b) to receive from the Board reports on the activities of the Association during the last preceding financial year;
- (c) to elect Directors of the Association;
- (d) to receive and consider the statement which is required to be submitted to members under applicable law.

25.5 An Annual General Meeting must be specified as such in the notice convening it.

25.6 The notice of an Annual General Meeting must include;

- (a) a notice specifying the place, date and time of the meeting; and**
- (b) the financial reports for the previous financial year; and**
- (c) the nature of any other business proposed to be transacted at the meeting;**
- “and**
- (d) the total number of financial members in the previous year;” and**
- (e) names and profiles if provided of all candidates standing for election as Directors of the Association.**

26. Special General Meetings

26.1 The Board may, whenever it thinks fit, convene a special general meeting of the Association.

26.2 The Board must, on the requisition in writing of at least ten (10) percent of the total number of Affiliate Members, convene a special general meeting of the Association.

26.3 A requisition of members for a special general meeting :

- (a) must state the purpose or purposes of the meeting; and
- (b) must be signed by the members making the requisition; and
- (c) must be lodged with the Secretary; and
- (d) may consist of several documents in similar form, each signed by one or more of the members making the requisition.

26.4 If the Board fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the Secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.

26.5 A special general meeting convened by a member or members as referred to in 26.4 shall be convened as nearly as is practicable in the same manner as general meetings are convened by the Board and any member who thereby incurs expense is entitled to be reimbursed by the Association for any expense so incurred.

27. Notice

27.1 Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Secretary must, at least **twenty one (21)** days before the date fixed for the holding of the general meeting, cause to be given to each **Affiliate** member, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

27.2 If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Secretary must, at least twenty-one (21) days before the date fixed for the holding of the general meeting, cause to be given to each member, a notice specifying, in addition to the matter required under clause (1), the intention to propose the resolution as a special resolution.

27.3 For the purposes of clause 27.1 and 27.2 notice given to the representative of an Affiliate Member shall be construed as being notice given to those Individual Members and Casual Individual Members who are also members of the Affiliate organisation.

27.4 No business other than that specified in the notice convening a general meeting is to be transacted at the meeting.

27.5 A member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

28. Procedure

28.1 No item of business is to be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.

28.2 Twenty Five percent (25%) of the Affiliate Members of the Association represented in person or by proxy constitutes a quorum for the transaction of business of a general meeting.

28.3 If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting :

- (a) if convened on the requisition of members, is to be dissolved; and
- (b) in any other case, shall be dissolved unless a majority of the members present decide to adjourn the meeting for a period not exceeding seven (7) days.

28.4 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 shall constitute a quorum for the purposes of that meeting.

29. Presiding Member

29.1 The President or, in the President's absence, the Vice-President, is to preside as chairperson at each general meeting of the Association.

29.2 If the President and the Vice-President are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

30. Adjournment

30.1 The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than that business left unfinished at the meeting at which the adjournment took place.

30.2 If a general meeting is adjourned for fourteen (14) days or more, the Secretary must give notice of the adjourned meeting to each member in the manner required under rule 30.

30.3 Except as provided in clauses 30.1 and 31.2, notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

31. Making Of Decisions

31.1 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 or an entry to that effect in the minute book of the Association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.

31.2 At a general meeting of the Association, a poll may be demanded by the chairperson or by at least three (3) Affiliate Members present in person or by proxy at the meeting.

31.3 If a poll is demanded at a general meeting, the poll must be taken :

- (a) immediately in the case of a poll which relates to the election of the chairperson of 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 chairperson directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

32. Special Resolution

32.1 A resolution of the Association is a special resolution :

- (a) if it is passed by a majority which comprises at least three-quarters of votes as, being entitled under these rules so to do, exercised in person or by proxy at a general meeting of which at least twenty-one (21) days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules; or
- (b) where it is made to appear to the Commissioner that it is not practicable for the resolution to be passed in the manner specified in paragraph (a), if the resolution is passed in a manner specified by the Commissioner.

32.2 A special resolution must be passed by a General Meeting of the Association to effect the following changes:

- (a) a change of the Association's name;
- (b) a change of the Association's rules;
- (c) a change of the Association's objects;
- (d) an amalgamation with another incorporated Association;
- (e) to voluntarily wind up the Association and distribute its property.

33. Voting

33.1 Only representatives of Affiliate Members are entitled to vote at a general meeting of the Association. Each Affiliate member has a number of votes equal to the total number of Individual Members registered with the Association as being members of the Affiliate organisation plus one third of the total number of Casual Individual Members registered with the Association as being members of the Affiliate organisation. Membership numbers shall be those as at the 31st of December of the previous year or the current number of members, whichever is greater.

33.2 The Secretary shall be responsible for notifying the representatives of the Affiliate Members present at the meeting and the chairperson of the meeting the numbers to be used for voting in clause 33.1.

33.3 All votes must be given personally or by proxy to an Affiliate Member's representative or the Chairman. No representative of an affiliate member may hold more than two proxies unless the member is the Chairperson of the meeting.

33.4 In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.

33.5 A member or their proxy is not entitled to vote at any meeting of the Association, including the Annual General Meeting, unless all money due and payable by the member or their proxy to the Association has been paid, including the annual membership fee payable in respect of the then current year.

34. Appointment of Proxies

- 34.1 Each **Affiliate** member is to be entitled to appoint another member as proxy, **including the Chairperson of the general meeting**, by notice given to the Secretary no later than **48** hours before the time of the meeting in respect of which the proxy is appointed.
- 34.2 The notice appointing the proxy may specify the way the proxy is to vote on a particular resolution and if it does, the proxy must vote that way.

PART 5. MISCELLANEOUS

35. Insurance

- 35.1 The Association must effect and maintain insurance as required under applicable law.
- 35.2 In addition to the insurance required under clause 35.1, the Association may effect and maintain other insurance.

36. Funds - Source

- 36.1 The funds of the Association are to be derived from membership fees, donations and such other sources as the Board determines.
- 36.2 All money received by the Association must be deposited as soon as practicable to the credit of the Association's bank account.

37. Funds - Management

- 37.1 Subject to any resolution passed by the Association in general meeting the funds of the Association are to be used in pursuance of the objects of the Association in such manner as the Board determines.
- 37.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two (2) of four (4) signatories authorised by the Board.
- 37.3 The Association may not distribute its income or profits to the members.
- 37.4 The Association may at any time pass a special resolution determining, in accordance with applicable law, how any surplus property is to be distributed in the event that the Association should be wound up.
- 37.5 The financial year of the Association shall be 1 January to 31 December or such other period as the Board may nominate.

38. Common Seal

- 38.1 The common seal of the Association must be kept in the custody of the Public Officer.
- 38.2 The common seal must not be affixed to any instrument except by the authority of the Board and the affixing of the common seal must be attested by the signatures of either of two (2) Directors of the Association or of one (1) Director of the Association and of the public officer.

39. Service of Notices

- 39.1 For the purpose of these rules, a notice may be served by or on behalf of the Association on any member either personally, or by sending it by post or facsimile transmission to the member at the member's address shown in the register of members
- 39.2 If a document is sent by post by properly addressing, prepaying and posting a letter containing the document, the document is, unless the contrary is proved, taken for the purposes of these rules to have been served at the time at which the letter would have been delivered in the ordinary course of the post.
- 39.3 If a document is sent by facsimile transmission by properly addressing the facsimile transmission and transmitting same, the document is, unless the contrary is proved, taken for the purposes of these rules to have been served on the day following its dispatch.
- 39.4 **If a document is sent via electronic mail by properly addressing the email and transmitting the same, the document is, unless the contrary is proved, taken for the purposes of these rules to have been served on the day following its dispatch.**

40. By-Laws

- 40.1 The Board may from time to time make such by-laws and competition rules as may be necessary and convenient for the purposes of attaining the objects of The Association.
- 40.2 The Board may adopt wholly or in part by reference any rules relating to the conduct of Volleyball or Volleyball competitions.
- 40.3 The Board may from time to time vary, amend or repeal any by-law made pursuant to this clause.
- 40.4 A by-law made pursuant to this clause shall take effect from the date that it is made or such later date as the Board shall decide and shall be laid before the next Annual General Meeting of the Association. That General Meeting may disallow the by-law whereupon it shall cease to have effect from the date of that meeting.

Annexure “A” approved at the SGM 11/5/2006

15. Election Of Directors

15.1 Nominations of candidates for election as Directors of the Association:

- (a) must be made in writing, signed by two (2) members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and
- (b) must be delivered to the Secretary at least twenty-eight (28) days before the date fixed for the holding of the Annual General Meeting at which the election is to take place.

15.1A The Board must send a notice to all members calling for nominations of candidates for election as Directors of the Association forty five (45) days before the date fixed for the holding of the Annual General Meeting at which the election is to take place.

15.6 To be eligible for nomination for election as a director of the association, candidates must have been a member of SVNSW the year prior to nomination.

25. Annual General Meetings

25.6 The notice of an Annual General Meeting must include;

- (a) a notice specifying the place, date and time of the meeting; and
 - (b) the financial reports for the previous financial year; and
 - (c) the nature of any other business proposed to be transacted at the meeting;
- “and
- (d) the total number of financial members in the previous year;” and
 - (e) names and profiles if provided of all candidates standing for election as Directors of the Association.

27. Notice

27.1 Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Secretary must, at least twenty-one (21) days before the date fixed for the holding of the general meeting, cause to be given to each Affiliate Member, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

33. Voting

33.3 All votes must be given personally or by proxy to an Affiliate Member's representative or the Chairperson.

33.4 No representative of an Affiliate Member may hold more than two proxies unless the member is the Chairperson of the meeting.

34. Appointment of Proxies

34.1 Each Affiliate member is to be entitled to appoint another member as proxy, including the Chairperson of the general meeting, by notice given to the Secretary in writing no later than 48 hours before the time of the meeting in respect of which the proxy is appointed.

39. Service of Notices

39.4 If a document is sent via electronic mail by properly addressing the email and transmitting the same, the document is, unless the contrary is proved, taken for the purposes of these rules to have been served on the day following its dispatch.