

CONSTITUTION OF BERMAGUI PICKLEBALL INCORPORATED

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January 2026

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PART 1: PRELIMINARY

1. Name

The name of the incorporated association is Bermagui Pickleball Incorporated (referred to in these rules as "the Association").

2. Objects

The objects of the Association are to promote and further the sport of pickleball in Bermagui and the surrounding region.

Specifically to:

- (1) Bring together pickleball players in the Bermagui region for social and competitive play and provide the opportunity to develop playing skills.
- (2) Provide pickleball players with the opportunity to improve fitness, social interactions and skills.
- (3) Encourage pickleball players to play and develop their skills in an inclusive, welcoming, and safe environment.
- (4) Uphold and maintain the code of conduct and other policies of Pickleball Association of NSW (PANSW) and Pickleball Australia Association (PAA). However, should either or both of these affiliations cease, this clause is not applicable.
- (5) Promote the economic and sporting success, strength, and stability of the Association.
- (6) Do all things incidental to assisting in achieving the objects of the Association.

3. Definitions

(1) In this constitution:

- a. **The Act** means the *Associations Incorporation Act 2009* NSW.
- b. **Committee** means the committee established to manage the affairs of the Association.
- c. **Office-bearer** means a committee member who is elected to an office referred to in clause 16.
- d. **Ordinary committee member** means a member of the committee who is not an office-bearer.
- e. **Secretary** means the person holding office under this constitution as secretary of the Association, or if no person holds that office, the public officer of the Association.
- f. **Special general meeting** means a general meeting of the Association other than an annual general meeting held at the request of members.
- g. **The Regulation** means the *Associations Incorporation Regulation 2022* (NSW)
- h. **Casual vacancy** means a committee position is vacant as a result of it being unfilled, or by death, resignation or removal.

(2) *The Interpretation Act 1987* NSW applies to this constitution as if it were an instrument made under the Act.

PART 2: MEMBERSHIP

4. Membership Generally

- (1) An individual is taken to be a member of the Association if the person was one of the individuals on whose behalf an application for registration of the Association was made.
- (2) A person is eligible to be a member of the Association if the person has applied and been approved for membership in accordance with Clause 5.

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5. Application for Membership

- (1) An application by a person for membership of the Association must be made in the appropriate form (written or electronic) and lodged with the Association.
- (2) As soon as practicable after the Association has approved the membership and payment has been received, the Secretary (or Membership Manager) must enter the applicant's name in the register of members.

6. Cessation of Membership

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

- (a) Dies;
- (b) Resigns their membership;
- (c) Is expelled from the Association; or
- (d) Fails to pay the annual membership fee within 1 month after the fee is due, or unless agreed otherwise by the committee.

7. Membership Entitlements Not Transferable

A right, privilege, or obligation that a person has by reason of being a member of the Association:

- (a) Is not capable of being transferred to another person; and
- (b) Terminates on cessation of the person's membership.

8. Resignation of Membership

- (1) A member may resign from membership by giving to the secretary written notice of at least 1 month (or any other period that the committee may determine) of the intention to resign.
- (2) Upon the expiration of the notice period, the member ceases to be a member.

9. Register of Members

- (1) The secretary must establish and maintain a register of members specifying the name, postal or email address and an emergency contact name and phone number of each person who is a member, together with the date on which the person became a member, and or ceases to be a member.
- (2) The register may be kept in electronic form (e.g., cloud-based) or written.
- (3) The register must be open for inspection, free of charge, to any member of the Association. Information about a member, other than the members name, must not be made available for inspection if the member requests that the information not be made available.
- (4) A member must not use information obtained from the register to contact or send material to the member, other than for purposes directly relating to the Association.

10. Fees and Subscriptions

- (1) A member of the Association must, on admission to membership, pay to the Association a fee as determined by the committee.
- (2) In addition to any amount payable under subclause (1), a member must pay to the Association an annual membership fee as determined by the committee.

11. Members' Liabilities

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

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12. Resolution of Disputes

- (1) A dispute between members (in their capacity as members) or between a member and the Association should first be attempted by an in-house committee meeting to attempt to settle the dispute.
- (2) If the dispute is not resolved in the manner outlined in (1) within 30 days, the dispute is to be referred to Community Justice Centre for mediation under *Community Justice Centres Act 1983 NSW*.

13. Disciplining of Members

- (1) A complaint may be made to the committee that a member has:
 - (a) Refused or neglected to comply with a provision of this constitution; or
 - (b) Wilfully acted in a manner prejudicial to the interests of the Association.
- (2) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious.
- (3) If the committee decides to deal with the complaint, it must give the member at least 7 days notice in writing, to make submissions.
- (4) The committee may, by resolution, expel or suspend the member if satisfied that the substance of the complaint is established and the action is warranted in the circumstances.

14. Right of Appeal of Disciplined Member

- (1) A member may appeal in writing to the Association in a special general meeting against a resolution of the committee under clause 13, within 7 days after notice of the resolution is served.
- (2) The appeal is to be determined by a simple majority of votes cast by members of the Association at the general meeting.

PART 3: THE COMMITTEE

15. Powers of the Committee

Subject to the Act, the Regulation, and this constitution, the committee:

- (a) Is to control and manage the affairs of the Association; and
- (b) May exercise all the functions that may be exercised by the Association, other than those required to be exercised by a general meeting.

16. Composition and Membership of Committee

- (1) The committee is to consist of:
 - (a) The office-bearers of the Association; and
 - (b) At least 3 ordinary committee members.
- (2) The office-bearers of the Association are as follows:
 - (a) The President;
 - (b) The Vice-president;
 - (c) The Treasurer;
 - (d) The Secretary.
- (3) A committee member may hold up to 2 offices (other than the offices of president and vice-president).

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17. Election of Committee Members

- (1) Nominations of candidates for election as office-bearers or ordinary committee members must be made in writing, signed by 2 members, and accompanied by the written consent of the candidate.
- (2) Nominations must be delivered to the secretary at least 7 days before the Annual General Meeting (AGM).
- (3) If insufficient nominations are received, nominations may be called from the floor at the AGM.
- (4) If the number of nominations exceeds the number of vacancies, a ballot is to be held.
- (5) If insufficient further nominations are received, any vacant positions remaining on the committee are to be casual vacancies.
- (6) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

18. Terms of Office

- (1) A committee member holds office until the conclusion of the Annual General Meeting following the date of the member's election.
- (2) There is no limit on the number of consecutive terms for which a committee member may hold office.

19. Committee Meetings and Quorum

- (1) The committee must meet at least 3 times in each period of 12 months.
- (2) Oral or written notice of a meeting must be given by the secretary to each committee member at least 48 hours before the time appointed for the meeting.
- (3) Any 5 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.

20. Voting and Decisions

- (1) Questions arising at a meeting of the committee are to be determined by a majority of the votes of members of the committee present.
- (2) Each member present (including the person presiding) is entitled to one vote, but in the event of an equality of votes, the person presiding may exercise a second or casting vote.

PART 4: GENERAL MEETINGS

21. Annual General Meetings (AGM)

- (1) The Association must hold its first AGM within 18 months after its registration under the Act.
- (2) Subsequent AGMs must be held within 6 months after the close of the Association's financial year.
- (3) The business of an AGM is to include:
 - (a) Confirming the minutes of the last preceding AGM;
 - (b) Receiving reports on the activities of the Association during the preceding financial year;
 - (c) Electing office-bearers and ordinary committee members;
 - (d) Receiving and considering financial statements.

22. Special General Meetings

- (1) The committee may convene a special general meeting whenever it thinks fit.
- (2) The committee must convene a special general meeting if requested in writing by at least 5 members, or at least 5% of the total number of members, whatever is the greater.

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23. Notice

- (1) The secretary must give at least 7 days' notice in writing of a general meeting to each member, specifying the place, date, and time of the meeting and the nature of the business proposed. Anyone wishing to add an item to the Agenda must do so in writing at least 3 days prior to the scheduled date of the meeting. The committee may, whenever it thinks fit, convene a special general meeting.
- (2) If a special resolution is proposed, at least 14 days' notice must be given.

24. Quorum for General Meetings

- (1) No item of business is to be transacted at a general meeting unless a quorum of members is present.
- (2) 5 members present constitute a quorum for the transaction of the business of a general meeting.
- (3) If a quorum is not achieved within 15 minutes of the designated start time, the meeting is to reconvene at a later date.

25. Voting at General Meetings

- (1) On any question arising at a general meeting of the Association, a member has one vote only.
- (2) A member is not entitled to vote unless all money due and payable by the member to the Association has been paid.
- (3) A member is not entitled to vote if the member is under 18 years of age.

26. Proxy Votes

Proxy voting may be undertaken at or in respect of a general meeting, provided the proxy form is lodged with the secretary before the commencement of the meeting.

PART 5: MISCELLANEOUS

27. Funds

- (1) The funds of the Association are to be derived from annual member fees, donations, and any other sources that the committee determines. Proper records and books of accounts shall be kept.
- (2) All payments, cheques, drafts, bills of exchange, and other negotiable instruments must be signed by 2 authorised signatories.

28. Association is Non-profit

The Association must apply its funds and assets solely in pursuance of the objects of the Association. It must not conduct its affairs to provide a pecuniary gain for any of its members.

29. Distribution of Property on Winding Up

In a winding up of the Association, any surplus property is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.

30. Custody and Inspection of Books

- (1) The records, books, and other documents of the Association must be kept in New South Wales in the custody of the public officer or a member determined by the committee.
- (2) The records, books, and minutes must be open to inspection, free of charge, by a member of the Association at any reasonable hour.

31. Financial Year

The Association's financial year runs from 1 Jan to 30 Dec.

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