

FENCING SOUTH AUSTRALIA INC.

CONSTITUTION

1. The name of the incorporated association is Fencing South Australia Incorporated. (In these rules called "the Association").

STATEMENT OF PURPOSES

2. The **Statement Of Purposes** of the Association shall be as set out in Appendix 1 of these Rules

INTERPRETATION

3. In these rules, unless the contrary intention appears:-

"Act" shall mean the *Associations Incorporation Act 1985 (SA)*

"A.F.F" shall mean the Australian Fencing Federation Inc.

"Affiliation Year" shall mean the year beginning 1st January;

"Associate Member Clubs" shall be organisations who:

- (a) Have applied in writing for membership to the Association.
- (b) Are properly constituted bodies having a President, Secretary and/or Treasurer,
- (c) Have a membership of at least 1 holder of an AFF licence who are over 16 years of age as at 1 January of the current year and at least 7 fencers registered with the Association
- (d) Have a constitution that provides that the Rules and Statutes of the FIE be obligatory for all fencers forming that Club
- (e) Have a constitution that expresses support for the objectives of the Association
- (f) Have paid the prescribed membership fee; and
- (g) Are accepted as Associate Members by the Board

"Associate School Members" shall be South Australian Secondary Schools or Primary Schools who:

- (a) Have applied in writing for membership to the Association.
- (b) Have at least 7 fencers registered with the Association
- (c) Accept that that the Rules and Statutes of the FIE be obligatory for all fencers at that School and expresses support for the objectives of the Association
- (d) Have paid the prescribed membership fee; and
- (e) Are accepted as Associate School Members by the Board

"Board" shall mean that body as defined in clauses 67 to 71.;

"Executive Members" shall be the office bearers of the Association as set out in clause 67 and clauses 96 to 100

"Fencing Year" shall mean the year beginning 1st January;

"F.I.E." shall mean Federation International d'Esclime;

"Full Member Clubs" shall be organisations who:

- (a) Have applied in writing for membership to the Association;
- (b) Are properly constituted bodies having a President, Secretary and/or Treasurer;
- (c) Have a membership of at least 7 holders of an AFF licence who are over 16 years of age as at 1 January of the current year ;
- (d) Have a constitution that provides that the Rules and Statutes of the FIE be obligatory for all fencers forming that Club;
- (e) Have a constitution that expresses support for the objectives of the Association;
- (f) Have paid the prescribed membership fee; and

- (g) Are accepted as full Members by the Board.

“**General Meeting**” shall mean a general meeting of the Association convened in accordance with clauses 32 to 38 or clauses 39 to 45.;

“**Honorary Members**” shall be Members who:

- (a) Are persons specially distinguished in the sport of Fencing or who have rendered distinguished service to the Association; and
- (b) Have been elected by the Association at a General Meeting as “Honorary Members” for such period as the Association deems fit.

“**Independent Members**” shall be Members who:

- (a) Hold a current AFF Licence;
- (b) Do not belong to a Full Member Club ; and
- (c) Have paid the prescribed subscription fee.

“**Life Members**” shall be Members who:

- (a) Are persons specially distinguished in the sport of Fencing or who have rendered distinguished service to the Association
- (b) Have been elected by the Association at a General Meeting as “Life Members” without restriction as to time

“**Members**” shall be the Members of the Association, as defined in clause 7;

“**S A.O.C.**” shall mean the South Australian Olympic Council

4. In these Rules, a reference to a person who is **registered with the Association** is a reference to a person who has paid the Fencer Registration Fee and has provided their details to the Association or who has had the Fencer Registration Fee and their details forwarded to the Association by the Club or School with whom they are associated.
5. In these Rules, a reference to the **Secretary** of the Association is a reference:
 - (a) where a person holds office under these Rules as Secretary of this Association to that person; and
 - (b) in any other case, to the public officer of the Association.
6. Words of the masculine gender shall include the feminine and vice versa. Words of the plural number shall include the singular and vice versa.

ASSOCIATION MEMBERSHIP

7. The Association membership shall consist of:
 - 7.1. the Executive Members;
 - 7.2. the Full Member Clubs;
 - 7.3. Independent Members;
 - 7.4. Honorary Members;
 - 7.5. Life Members;
 - 7.6. Associate Member Clubs;
 - 7.7. Associate Member Schools;
8. Any club wishing to affiliate with the Association shall apply to the Secretary of the Association in writing providing a list of its Members and setting out its qualifications for membership. If, after the receipt of such application, the Association at the next Board meeting or next Annual General Meeting, whichever comes first, is satisfied that the Club has complied with the requirements imposed by these Rules for membership as an Affiliated Club, it shall notify the club of its acceptance and upon payment by that club of the affiliation fee, it shall cause the name of the club to be added to the Register of Members and fencers upon which that club shall become affiliated with the Association. Each Affiliated Club shall notify the Secretary of any change in its membership.
9. Any club wishing to affiliate or remain affiliated with the Association shall ensure that all Members, apart from non-fencing Members, are holders of an AFF licence or are registered with the Association.

VOTING RIGHTS

10. Only Executive Members and Full Member Clubs shall have voting representation at General Meetings
11. Full Member Clubs shall have voting rights as follows:
 - 11.1. 1 vote for the first 7 Members of the club over 16 years of age as at 1 January of the current year who hold an AFF licence and thus entitle the club to full membership status; and
 - 11.2. 1 additional vote for every additional 10 Members of the club over 16 years of age who hold an AFF licence or are registered with the Associationsuch votes to be cast by the single delegate properly authorised by the club to vote on its behalf at that General Meeting.
12. Executive Members shall have 1 vote per Member at general meetings on motions upon which they are entitled to vote.
13. Executive Members are not entitled to vote upon motions for the election of positions on the Board at the Annual General Meeting or at Special General Meetings held to elect Executive Members

ANNUAL SUBSCRIPTIONS

14. Annual Subscriptions payable by Members and fencers shall be determined from time to time by the Association General Meeting. These shall be:
 - 14.1. Full Member Club Affiliation Fee;
 - 14.2. Independent Member Affiliation Fee;
 - 14.3. Associate Member Club Affiliation Fee.
 - 14.4. Associate School Member Affiliation Fee.
 - 14.5. Fencer Registration Fee.
15. Honorary Member's and Life Members shall have no liability as regards fees or subscriptions, excepting fees required for the purposes of licences or registrations required to enable them to compete in association events.
16. All renewals of affiliations for the next Affiliation Year are due on December 1st and must be received by the Secretary of the Association by that date.
17. All new affiliations are to be forwarded immediately to the Secretary of the Association together with their fee except where otherwise regulated by these rules.
18. Any Affiliated Club which is in arrears with respect to its fees and/or dues shall be considered to be unfinancial. In such cases:
 - 18.1. the Affiliated Club shall have its membership to the Association suspended;
 - 18.2. fencers affiliated via the Affiliated Club shall immediately forfeit eligibility to compete in any match, tournament or other competition or be entitled to any privileges of the Association;
 - 18.3. full rights and privileges of the Affiliated Club and all fencers registered via such a club are to be reinstated immediately upon full payment of all accounts outstanding.

REGISTER OF MEMBERS AND FENCERS

19. The Public Officer shall keep and maintain a register of Members, fencers who are registered with the Association and fencers who hold a current FIE licence for the current Fencing Year in which shall be entered the full name, address and date of entry of the name of each. Other information kept in the register is as follows:
 - 19.1. Category of Affiliation;
 - 19.2. Date of Birth;
 - 19.3. Club and/or school through which Affiliated;
 - 19.4. Grade and ranking (State and National);
 - 19.5. Contact telephone numbers; and

- 19.6. In the case of under-age Members or fencers - Name, address and contact phone number of Parents/Guardians.

RIGHTS AND OBLIGATIONS OF MEMBERS

20. In addition to all other rights and obligations set out in these rules Members have the following rights and obligations:
- 20.1. All Members and all persons who are Members of Member Clubs and Schools shall:
- 20.1.1. Comply with The Rules and Statutes of the FIE
 - 20.1.2. Comply with the Association Code of conduct as adopted and amended by the Board from time to time;
 - 20.1.3. Comply with policies adopted by the Board from and distributed to Members from time to time
- 20.2. All Member Clubs and Schools shall ensure that all persons who are Members or associated with that Club or School shall:
- 20.2.1. Comply with The Rules and Statutes of the FIE
 - 20.2.2. Comply with the Association Code of conduct as adopted and amended by the Board from time to time;
- 20.3. Comply with policies adopted by the Board from and distributed to Members from time to time
21. A right, privilege or obligation of a person by reason of his membership of the Association:
- 21.1. is not capable of being transferred or transmitted to another person; and
 - 21.2. terminates upon the cessation of his membership whether by death or resignation or otherwise.

RESIGNATION AND EXPULSION OF MEMBER OR ASSOCIATED PERSON

22. Subject to these rules, if the Board is of the opinion that the Member
- 22.1. has refused or neglected to comply with these rules; or
 - 22.2. has been guilty of conduct unbecoming a Member or prejudicial to the interests of the Association.;
- the Board may by resolution do one of the following:
- 22.3. expel a Member from the Association;
 - 22.4. suspend a Member from membership of the association for a specified period;
 - 22.5. fine a Member;
 - 22.6. ban an individual Member or a person associated with a Member club or school, either indefinitely or for a specified period, from attending Association meetings, competitions or other events;
 - 22.7. fine a person associated with a Member club or school who holds an AFF licence or who is registered with the Association;
 - 22.8. ban an individual Member or a person associated with a Member club or school, either indefinitely or for a specified period, from holding any official position in the Association and/or from being selected in any State team;
23. Where a resolution is passed as a result of a breach of the FIE rules in an Association competition:
- 23.1. the resolution must be made at a meeting held within 24 hours of the conclusion of that competition or, where the Member or person cannot be contacted in accordance with clause 23.2 within 24 hours of that person being informed of the meeting;
 - 23.2. the Member or person concerned must, prior to the meeting being held, be informed the place and time of that meeting;
 - 23.2.1. in person;
 - 23.2.2. via the telephone; or
 - 23.2.3. in writing;
 - 23.3. the meeting shall be held and evidence shall be taken in accordance with any regulations made pursuant to the Rules;
 - 23.4. the Member or person concerned must be given an opportunity to address the Board in respect of the proposed breach at that meeting;
 - 23.5. the Member or person concerned must be informed of their right to appeal the resolution under clause 28

24. A resolution of the Board at a meeting held under clause 23:
 - 24.1. takes effect immediately; and
 - 24.2. where the Member or person exercises a right of appeal of the Association under clause 28 continues to take effect unless the Association revokes the resolution at a meeting held in accordance with clause 30.

25. A resolution of the Board under clause 22 (other than a resolution at a meeting held under clause 23):-
 - 25.1. does not take effect unless the Board, at a meeting held not earlier than 14 and not later than 28 days after the service on the Member or person of a notice under clause 24 confirms the resolution in accordance with this clause; and
 - 25.2. where the Member or person exercises a right of appeal of the Association under this does not take effect unless the Association confirms the resolution in accordance with this clause.

26. Where the Board passes a resolution under clause 22 (other than a resolution at a meeting held under clause 23), the Secretary shall, within 48 hours, cause to be served on the Member or person a notice in writing:-
 - 26.1. setting out the resolution of the Board and the grounds on which it is based;
 - 26.2. stating that the Member or person may address the Board at a meeting to be held not earlier than 14 and not later than 28 days after service of the notice;
 - 26.3. stating the date, place and time of that meeting;
 - 26.4. informing the Member or person that he may do one or more of the following
 - 26.4.1. attend that meeting;
 - 26.4.2. give to the Board before the date of that meeting a written statement seeking the revocation of the resolution; or
 - 26.4.3. not later than 24 hours before the date of the meeting, lodge with the Secretary a notice to the effect that he wishes to appeal to the Association in General Meeting against the resolution.

27. At a meeting of the Board held in accordance with clause 25.1, the Board:-
 - 27.1. (a) shall give the Member or person an opportunity to be heard;
 - 27.2. (b) shall give due consideration to any written statement submitted by the Member or person ; and
 - 27.3. (c) shall by resolution determine whether to confirm or to revoke the resolution.

28. Where the Board has passed a resolution under clause 23 the Member or person concerned may not later than 48 hours after the date of the meeting, lodge with the Secretary a notice to the effect that he wishes to appeal to the Association in General Meeting against the resolution.

29. Where the Secretary receives a notice under sub-clause 26.4.3 or clause 28 he shall notify the Board and the Board shall convene a General Meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.

30. At a General Meeting of the Association convened under clause 29:-
 - 30.1. no business other than the question of the appeal shall be transacted;
 - 30.2. the Board may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
 - 30.3. the Member or person shall be given an opportunity to be heard; and
 - 30.4. the voting Members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.

31. If at the General Meeting:-
 - 31.1. two-thirds of the votes entitled to be cast are cast in person or by proxy in favour of the confirmation of the resolution, the resolution is confirmed; and
 - 31.2. in any other case, the resolution is revoked.

ANNUAL GENERAL MEETING

32. The Association shall in the months of October or November of each calendar year convene an Annual General Meeting of its membership
33. The Annual General Meeting shall be held on such day as the Board determines.
34. The Annual General Meeting shall be specified as such in the notice convening it.

35. The ordinary business of the Annual General Meeting shall be:
 - 35.1. to confirm the minutes of the last preceding Annual General Meeting and of any General Meeting held since that meeting;
 - 35.2. to receive from the Board, reports upon the activities of the Association during the Fencing Year for which the meeting is held;
 - 35.3. To receive from the Board the Financial report for the financial year ending during the Fencing Year for which the meeting is held; and
 - 35.4. to elect a Board of the Association.
36. The Annual General Meeting may transact special business of which notice is given in accordance with these rules.
37. The Annual General Meeting shall be in addition to any other General Meetings that may be held in the same year.
38. The format of the Annual General Meeting shall be as detailed in Appendix 3 to these Rules or as reasonably determined by the chairman.

SPECIAL GENERAL MEETING

39. All General Meetings other than the Annual General Meeting shall be called Special General Meetings.
40. The Board may, whenever it deems fit, convene a Special General Meeting of the Association and, where, but for this clause, more than 15 months would elapse between Annual General Meetings, shall convene a Special General Meeting before the expiration of that period.
41. The Board shall, on the requisition in writing of Full Member Clubs representing not less than one third of their total, convene a Special General Meeting of the Association;
42. The requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the Full Member Clubs making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the Full Member Clubs making the requisition.
43. If the Board does not cause a Special General Meeting to be held within one calendar month after the date on which the requisition is sent to the address of the Secretary, the Full Member Clubs making the requisition, or any of them, may convene a Special General Meeting to be held not later than three months after that date.
44. A Special General Meeting convened by Full Member Clubs in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Board and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.
45. Any Full Member Club who informs the Secretary of the Association that they may wish to convene a Special general meeting shall be provided with the contact details of all voting Members by the Secretary for the purpose of convening such meeting. Any other use of this information shall be regarded as a breach of the rules of the Association.

NOTICE OF GENERAL MEETING

46. The Secretary of the Association shall, at least six weeks before the date fixed for holding a General Meeting of the Association, cause to be sent to each Member of the Association, a notice by pre-paid post stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting. For Annual General Meetings, such a notice shall also call for nominations for elected positions to the Association as defined in these rules and specify a closing postal date for nominations of four weeks prior to the date set for the Annual General Meeting. All nominations not sent by post must be received by the Secretary on or before the postal closing date.

47. Members or individuals desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include such business in the final notice calling the next General Meeting after the receipt of the notice, providing it is received by or posted to the Secretary four weeks prior to the date set for the Meeting.
48. A final notice of Annual General Meeting shall be sent to all addressees of the first notice detailing the Agenda, all Motions on Notice and Nominations to Elected Positions. Such final notice shall be sent by the Secretary three weeks prior to the date set for the Annual General Meeting.
49. No business other than that set out in the notice convening the meeting or in the case of an Annual General Meeting, a final notice, shall be transacted at the meeting.

PROCEEDINGS AT GENERAL MEETINGS

50. All business that is transacted at a Special General Meeting and all business that is transacted at the Annual General Meeting with the exception of that specially referred to in these rules as being the ordinary business of the Annual General Meeting shall be deemed to be special business.
51. No item of business shall be transacted at a General Meeting unless a quorum as defined in clause 52 below is present during the time when the meeting is considering that item.
52. A quorum for the transaction of the business of a General Meeting shall be:
 - 52.1. Where Executive Members have voting rights ;
 - 52.1.1. two thirds of total elected Executive Members; and
 - 52.1.2. two thirds of the total number of Full Member Clubs;
 - 52.2. where Executive Members do not have voting rights:
 - 52.2.1. two thirds of the total number of Full Member Clubs.
53. If within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present the meeting, if convened upon the requisition of Full Member Clubs, shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified) the Chairman at the time of the adjournment or by written notice to Members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the Full Member Clubs present and Proxies (representing not less than one-third of voting Members) shall be a quorum.
54. The President, or in his absence, the Vice-President, shall preside as Chairman at each General Meeting of the Association.
55. If the President and the Vice-President are absent from a General Meeting, the voting Members present shall elect one of their number to preside as Chairman of the meeting.
56. The Chairman of a General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
57. Where a meeting is adjourned for 6 weeks or more, a like notice of the adjourned meeting shall be given as in the case of the General Meeting.
58. Except as provided in clauses 53 and 57, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.
59. A question arising at a General Meeting of the Association shall 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 Chairman that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number, of proportion of the votes recorded in favour of, or against, that resolution.
60. Upon any question arising at a General Meeting of the Association, only Full Member clubs and Executive Members have voting rights as set out in clauses 10 to 13 of these Rules

61. All votes shall be given personally or by proxy.
62. In the case of an equality of voting on a question, the Chairman of the meeting is entitled to exercise a second or casting vote.
63. If at a meeting a poll on any question is demanded by not less than one-third of voters present, it shall be taken at that meeting in such manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
64. A poll that is demanded on the election of a Chairman or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.
65. Each voting Member shall be entitled to appoint another voting Member as his proxy by notice given to the Secretary no later than 24 hours before the time of the meeting,
66. The notice of appointing the proxy shall be in the form set out in Appendix 2.

BOARD

67. Subject to these Rules, the Board shall consist of:
 - 67.1. a President;
 - 67.2. a Vice-President;
 - 67.3. a Treasurer;
 - 67.4. a Secretary; and
 - 67.5. a Public Officer.being the Executive Members of the Association.
68. Each Member of the Board must be a holder of an AFF licence who are over 16 years of age as at 1 January of the current year.
69. The provisions of clauses 85 to 95. so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in clause 67.
70. Each Member of the Board shall hold office until the Annual General Meeting next after the date of his election but is eligible for re-election.
71. In the event of death or of a casual vacancy in any office referred to in clause 67, the Board may appoint one of its Members to the vacant office and the Member so appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of his appointment.

OFFICERS AND COMMISSIONS

72. The Board may establish such commissions or appoint such officers from time to time as it sees fit.
73. When establishing such commissions or appointing such officers the Board shall determine:
 - 73.1. The term of the commission or appointment;
 - 73.2. the duties of the commission or appointment;
 - 73.3. the level of remuneration if any for the commission or appointment;
74. Each commission established or officer appointed must be made responsible to a designated Member of the Board
75. The Board may vary or revoke the establishment of a commission or appointment of an officer at any time
76. Each Member of a commission and each officer must be a holder of an AFF licence who are over 16 years of age as at 1 January of the current year.

GOVERNMENT

77. The business and affairs of the Association shall be carried out by regular meetings of Board and at Annual General Meetings or such other meetings as may be called in accordance with these rules. Subject to these rules the meetings of Board shall have exclusive power to make rules, regulations, and by-laws for the peace, order, good government and administration of fencing in South Australia and without limiting the generality of the foregoing:
- 77.1. to exercise the powers of the Association under the Act;
 - 77.2. to grant affiliation to South Australian Fencing Clubs;
 - 77.3. to determine policy of the Association;
 - 77.4. to make By-Laws and Regulations in furtherance of the objects of the Association, provided that such By-Laws and Rules are not inconsistent with these rules or with the rules of the AFF and the F.I.E.;
 - 77.5. to institute and conduct South Australian Fencing Championships and other Tournaments and Competitions for fencers and to delegate to any Affiliated Club the organisation and conduct thereof;
 - 77.6. to provide for the adequate representation of South Australia in Fencing events at the Australian Championships and other national or interstate competitions;
 - 77.7. to delegate representatives to governing bodies to which the Association is affiliated;
 - 77.8. to impose and collect from Members and fencers, subscriptions, fees, levies and other charges, and to borrow, raise, loan or invest money for the carrying out of this constitution;
 - 77.9. to make and amend a Code of Conduct for Members, persons associated with the association and persons associated with Members of the association
 - 77.10. to exercise all powers conferred upon the Board pursuant to these Rules and the Statement of Purposes; and
 - 77.11. to do such other things as are deemed by it to be conducive to the attainment of the other objects of the Association.

BOARD MEETING

78. The Board shall meet at such place and at such time as it may determine.
79. Notice shall be given to Members of the Board of any meeting specifying the general nature of the business to be transacted giving no less than 3 days notice to every Member of the Board.
80. A quorum for Board Meetings shall be three Members of the Board.
81. No business shall be transacted 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 shall stand adjourned to the same place and at the same hour of the next day or other nominated day.
82. Minutes shall be taken at all Board Meetings and a report of Board activities and attendance at Board Meetings shall be made to Board.
83. At meetings of the Board, the President or in his absence the Vice-President shall preside.
84. Each Member of the Board present at a meeting of the Board is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

VACANCY AND ELECTION OF BOARD

85. Nominations of candidates for election as Executive Members of the Association:
- 85.1. shall be made in writing, signed by two voting Members of the Association and by the nominee in evidence that he is willing and able to accept the duties and responsibilities of the office; and
 - 85.2. shall be delivered to the Secretary of the Association on or before the closing date for Nominations as specified on the Notice of Annual General Meeting.
86. If no nominations are received for a particular office, nominations shall be called from the floor at the Annual General Meeting.

87. If only one nomination is received for a particular office, an exhaustive ballot shall be held. In the event the candidate is rejected by the meeting, nominations shall be called afresh from the floor. A candidate nominating singly as described above may only be rejected by the meeting once. Any subsequent single nomination of the candidate under this rule shall be accepted to the position unopposed and without further voting.
88. If more than one nomination is received for a particular office an exhaustive ballot shall be held.
89. The Board elected under the proceeding rules shall take office at the conclusion of the meeting in which they are elected and subject to these rules shall remain in office until the conclusion of the next annual general meeting.
90. A nomination of a candidate for election to the Board under clauses 85 or 86 shall be withdrawn where that candidate has already been elected to another position on the Board at the same election.
91. Elections for all positions shall be by secret ballot, two returning officers being elected from the body of the meeting
92. The retiring President or in his absence, the retiring Vice-President shall chair the meeting. When these people are absent, a chairman for the meeting shall be chosen from the voters present.
93. Prior to voting on a position for which the chairman is a nominee, a temporary chairman must be elected from the voters present for the duration of voting on that position.
94. In the event of equality of votes, the chairman shall have a casting vote.
95. For the purposes of these Rules, the office of an Executive Member of the Association becomes vacant if he:-
 - 95.1. dies, or ceases to be able to fulfil his duties due to illness, disease, injury or other form of incapacity;
 - 95.2. becomes an insolvent;
 - 95.3. is convicted of an offence that prohibits him from being a member of the Board under the Act ;
 - 95.4. resigns his office by notice in writing given to the Secretary; or
 - 95.5. is voted to vacate his office by a majority of executive Members or at a Special General Meeting.

DUTIES OF EXECUTIVE MEMBERS

96. The **President** of the Association shall:
 - 96.1. be Chairman of all Board Meetings and General Meetings of the Association and shall preserve order so that business shall be conducted in due form and with propriety;
 - 96.2. give orders to the Secretary to call meetings and perform all duties necessary for carrying out the Rules and Objects of the Association;
 - 96.3. have a deliberative vote, and in the event of equality of votes, he shall also have a casting vote;
97. The **Vice-President** of the Association shall:
 - 97.1. be the Chairman of all Meetings of the Association where the President is not present, and at such time will assume the full powers and responsibilities of the President;
 - 97.2. be responsible for the maintenance and good order of all non-fencing related equipment owned or controlled by the Association;
 - 97.3. be responsible for administration of all non-fencing equipment aspects of Fencing Competitions run by or on behalf of the Association.
98. The **Secretary** of the Association shall:
 - 98.1. convene and attend all meetings of the Association and of the Board and be shall keep minutes of the resolutions and proceedings of the same in books provided for those purposes together with a record of the names of persons present at those Meetings;
 - 98.2. receive, submit to the President and answer all correspondence, keeping copies of the same for presentation at meetings thus maintaining a correspondence register;
 - 98.3. make available to all Members and fencers for perusal at reasonable times and at their request, the minute book and the resolution book of the Association for all meetings of the Association and the Executive;

98.4. promulgate copies of either the minutes or abridged minutes not detailing all dialogue, of each Board and General Meeting to all Affiliated Clubs.

99. The **Treasurer** of the Association shall:

- 99.1. collect and receive all monies due to the Association and deposit the same without undue delay to the credit of the Association in a Bank to be nominated by the Association;
- 99.2. make all payments authorised by the Association, such payments to be made by cheque signed by such persons as determined by the Board.;
- 99.3. keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association;
- 99.4. prepare a *Statement of Receipts and Expenditure* and a *Balance Sheet* to be presented to each Annual General Meeting; the Balance Sheet being audited by Auditors, none of whom shall be Members of the Board;

100. The **Public Officer** of the Association shall:

- 100.1. establish and maintain a *Register of Members and fencers* as detailed in clause 19;
- 100.2. administer a *Register of Fencing Coaches* practising in the State of South Australia;
- 100.3. administer a *Register of Qualified Fencing Referees* in the State of South Australia;
- 100.4. ensure copies of these rules and the Association's Administrative Rules are on hand for sale to Members and fencers on their request;
- 100.5. ensure up to date copies of the F.I.E. Rules are on-hand for sale;
- 100.6. establish and maintain a *Register of Fencing Clubs and Other Associations*;
- 100.7. carry out all statutory requirements imposed on him by the Act as Public Officer and to allow the Association to comply with the Act.

REMOVAL OF MEMBER OF THE BOARD,

101. The Association in General Meeting may, by resolution, remove any Member of the Board before the expiration of their term of office and appoint another Registered Fencer in their stead to hold office until the expiration of the term of the first-mentioned person.

102. Where the person to whom a proposed resolution referred to in clause 101 makes representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and requests that they be notified to the Affiliated Clubs, the Secretary or the President may send a copy of the representations to each Affiliated Club or, if they are not so sent that person may require that they be read out at the meeting.

CHEQUES AND PAYMENTS

103. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two of the Secretary, President, Vice President, or Treasurer.

104. No money of an amount greater than of equal to \$500 shall be paid, promised or negotiated without the authority of the Board.

SEAL

105. The Common Seal of the Association shall be kept in the custody of the Secretary.

106. The Common Seal shall not be affixed to any instrument except by the authority of the Board and the affixing of the Common Seal shall be attested by the signatures of two Members of the Board, one of whom shall be the Public Officer of the Association.

ALTERATION OF RULES

107. These Rules and the Statement of Purposes of the Association shall not be altered except by motion of the Association passed at a General Meeting of which notice has been given in the final notice of the General Meeting;

108. Where the Board has made Regulations, Codes of Conduct or Bylaws in accordance with these Rules, the Association may revoke or amend such, Regulations, Codes of Conduct or Bylaws by motion of the Association passed at a General Meeting of which notice has been given in the final notice of the General Meeting;

109. Where a Member proposes to move a motion to revoke or amend these Rules or any Regulations, Codes of Conduct or Bylaws made by the Board they must

NOTICES

110. A notice may be served by or on behalf of the Association upon any Member or individual either personally or by sending it by post to the Member at his address shown in the Register of Members and fencers.

111. Where a document is properly addressed, pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be determined to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

WINDING UP OR CANCELLATION

112. In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association shall be disposed of in accordance with the provisions of the Act.

CUSTODY OF RECORDS

113. Except as otherwise provided in these Rules, the Secretary shall keep in his custody or under his control all books, documents and securities of the Association.

FUNDS

114. The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Board determines.

SOUTH AUSTRALIAN AMATEUR FENCING ASSOCIATION (Incorporated)

STATEMENT OF PURPOSES

The purposes of the Association are:

1. To promote, encourage and control the sport of Fencing in South Australia.
2. To ensure the proper and adequate representation of and participation by South Australian fencers at Australian competitions and other international fencing events subject to the rules and statutes of the Federation.
3. To ensure the proper and adequate representation of the Association at such meetings where the Association deems it necessary.
4. To govern the conduct and control of South Australian Fencing Competitions under control of the Association.
5. To affiliate and or maintain affiliation with the Federation, SAOC and other appropriate sporting bodies and to represent the interests of South Australian fencing thereon.
6. To maintain and improve the standard of fencing in South Australia.
7. To determine questions relating to fencing submitted to it by Affiliated Clubs with regard to State and/or Interclub competition.
8. To make such rules and by-laws as the Board may consider necessary to further any one or more of the above objects.

Solely for the purposes of furthering the purposes set out above, the Association shall have power under the Rules of the Association:

- (a) To subscribe, become a Member of and cooperate with any other association, club or organisation whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its Members to an extent at least as great as that imposed on the Association under or by virtue of the rules thereof.
- (b) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of or capable of being conveniently used in connection with, any of the objects of the Association: Provided that in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts.
- (c) To enter into any arrangements with any Government or authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such government or authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (d) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for purposes of the Association.
- (e) To construct, improve, maintain, develop, work manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interest and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.

- (f) To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit.
- (g) To take or otherwise acquire and hold shares, debentures or other securities of any company or body corporate.
- (h) To lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate.
- (i) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any monies and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated Association's property or assets present or future and to purchase, redeem or pay off any such securities.
- (j) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
- (k) To sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association.,
- (l) To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association or any money due to the Association from purchasers and others.
- (m) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Association but subject always to the proviso in paragraph (b).
- (n) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association in the shape of donations, annual subscriptions or otherwise.
- (o) To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects.
- (p) To amalgamate with any one or more incorporated association having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their Members to an extent at least as great as that imposed upon the Association under or by virtue of the rules.
- (q) To purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate.
- (r) To translate all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate.
- (s) To make donations for patriotic, charitable or community purposes.
- (t) To do all such other things as are incidental or conducive to the attainment of the purposes and exercise of the power of the Association.

FORM OF APPOINTMENT OF PROXY

I.....
(Your Name)

being [*an Executive Member/the duly authorised representative of
..... being a Full Club member*] of the *SOUTH AUSTRALIAN
AMATEUR FENCING ASSOCIATION INCORPORATED* hereby appoint

.....
(Proxy's name)

being a being [*an Executive Member/the duly authorised representative of
..... being a Full Club member] of the Association, as my proxy to
vote for me on my behalf at the

[*Special General / Annual General / Board] Meeting of the Association to be held on
the.....day of.....20.....

and at any adjournment of that meeting.

My proxy is authorised to vote [* in favour / against] the resolution
(insert details).

* (Delete as appropriate)

Signed.....

this.....day of.....20.....

SOUTH AUSTRALIAN AMATEUR Fencing ASSOCIATION (Incorporated)**ANNUAL GENERAL MEETING PROCEDURE**

The ordinary business of the Annual General Meeting shall be conducted in the following sequence:

- (1) The President shall declare the Annual General Meeting open, after confirming that a quorum is present;
- (2) The Secretary shall present the minutes of the previous Annual General Meeting for acceptance;
- (3) Any business arising from the minutes shall be dealt with;
- (4) The Secretary shall present the Annual Report for acceptance;
- (5) Any business arising from the Annual Report shall be dealt with;
- (6) The Treasurer shall present the Financial Report and Balance Sheets for acceptance and shall have all books of account and other financial records available for inspection at the meeting;
- (7) Any business arising from the Treasurer's Report shall be dealt with;
- (8) Relevant correspondence shall be dealt with;
- (9) Any business arising from the correspondence shall be dealt with;
- (10) Any special business of which notice has been given in accordance with these rules shall be dealt with;
- (11) Elections for the positions on the Board will be conducted;
- (12) Any Motions on Notice shall be dealt with;
- (13) General Business shall then be conducted;
- (14) The President shall declare the meeting closed.