

29th November 2010

Constitution

Australian Professional Skaters' Association Incorporated.

Under the *Association's Incorporation Act 2009* (NSW)

And the

Associations Incorporation Regulation 2010 (NSW)

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Part 1 – Preliminary

1 Definitions

The Act means the Association’s Incorporation Act 2009 (NSW).

The ASC means the Australian Sports Commission.

Committee means the group of affiliated members voted as office bearers and State Representatives to manage the affairs of the Association.

General Meetings means either the Annual General Meeting or a Special General Meeting.

- **Annual General Meeting** - Convened to conduct regular annual business, such as presenting the annual statement of accounts and electing Committee members.
- **Special General Meeting** – Convened to deal with any other matters that may arise. Any General Meeting of the Association that is not an AGM is a Special General Meeting.

A Resolution means a decision of a meeting. An ordinary Resolution requires a simple majority of those voting in order to be passed.

A Special Resolution means a decision of a meeting that requires a three-quarters majority of those voting to be passed. The act specifies certain notice requirements that must be satisfied in order to pass a Special Resolution. The act specifies certain decisions that should be made by way of Special Resolution.

2 Name

- 2.1 The name of the Association is the “Australian Professional Skaters’ Association Incorporated” hereinafter called the “Association”.

3 Objects

The objects of the Association are:

- (a) to join together in a responsible national association, all professional skaters’ organisations within Australia;
- (b) to promote and maintain harmonious understanding and good working relations with Ice Skating Australia and other recognised National and International skating organisations;

- (c) to promote and maintain a high standard of ethical and professional conduct and skill among members of the State Members;
- (d) to promote and safeguard the general welfare and economic security of members of the State Members;
- (e) to provide members of State Members with information and educational opportunities that will enable their advancement within the sport;
- (f) to advance and protect the general interests and accomplishments of the students instructed by the members of State Members and to encourage and advance figure skating in all its branches, and,
- (g) to do all such things as are conducive or incidental to the attainment of the above objects or any of them.

Part 2 – Membership

4 Members of the Association

4.1 Members of the Association shall be;

- (a) Members as adopted at the time of incorporation, and,
- (b) Any other persons or organisations that are appointed under this Constitution.

4.2 Upon the adoption of this constitution the following organisations shall become members of this association;

- (a) New South Wales Professional Skaters' Association Incorporated;
- (b) Queensland Professional Skaters' Association Incorporated;
- (c) Victoria Professional Skating Association, and
- (d) Western Australia Professional Skaters' Association.

4.3 Each State Member shall be bound by this constitution and the decisions made by the Association. State Members shall be obliged to ensure that the members of their State Associations comply with any such decisions.

5 Eligibility and Application for Membership

5.1 Any professional organisation in any State or Territory of Australia representing Figure Skating Coaches, in which there is not already a State Member, shall be eligible for

membership of the Association, providing its aims and objects are consistent with this Constitution.

5.2 Where any State or Territory of Australia has insufficient coaches to form its own organisation these coaches may join another State Member .

5.3 Application for Membership of the Association shall :

- (a) Be made in writing, accompanied with the organisation's constitution.
- (b) Be only approved by a 2/3 majority vote of the Association's Committee.

6 Joining Fees and Affiliation Fees

6.1 A joining fee shall be paid by a new State Member at the rate of \$30 per member.

6.2 Affiliation fees shall be paid annually by each State Member at the rate of \$20 per member.

- (a) A State Member whose affiliation fees are not paid within one calendar month of the due date, will be deemed to be unfinancial and will not be entitled to vote at any meeting of the Association until all such fees are paid.

6.3 Differential subscriptions may be levied at the discretion of the Committee.

7 Register of Members

7.1 The secretary shall keep a register of State Members of the Association specifying the names and contact details of each person who is a member of the Committee of each State Member within one month of their Annual General Meeting.

7.2 If a State member of the Association ceases to be a member, the secretary must make an appropriate entry in the register of members recording the date on which the State Member ceased to be a member.

7.3 The register of members must be kept at the principal place of administration of the Association and must be open for inspection, free of charge, by any member of the Association at any reasonable hour.

7.4 A member of the Association may obtain a copy of any part of the register on payment of a fee of \$1 for each page copied or, if some other amount is determined by the Committee, that other amount.

8 Members Liabilities

The liability of a State Member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by clause 6.

9 Code of Ethics, Code of Behaviour and Conflict of Interest Statement

The Association must maintain and adopt the following codes for the members of its State Members to abide by:

- (a) the ASC Code of Behaviour is attachment B1 of the Member Protection Policy;
- (b) the APSA Code of Ethics is Attachment B2 of the Member Protection Policy, and,
- (c) the APSA Avoiding Conflict of Interest Statement is Attachment B3 of the Member Protection Policy.

The Association should encourage professionalism and the highest of ethical and moral standards within the coaching of figure skating in Australia. The APSA Code of Ethics, the APSA Avoiding Conflict of Interest Statement and the ASC Coaches Code of Behaviour are to be displayed on the Association's website.

10 Disciplining of Members

The Association must maintain an up to date Member Protection Policy. The Member Protection Policy is to be displayed on the Association's website for all members of State Members to have access to. The Member Protection Policy should include but not be limited to the following matters:

- (a) the procedures to be followed for the resolution of internal disputes between State Members and their members;
- (b) the procedures to be followed for the disciplining of members of State Members who breach, fail, refuse or neglect to comply with the codes of behaviour and ethics in clause 9, and,
- (c) the right of appeal of a disciplined member.

The Committee may appoint a Judiciary Committee to deal with any disciplinary matter referred to it. The Judiciary committee shall be made up of 5 members of the APSA Inc

committee one of which must be the Child Protection Officer, MPIO, Complaints Reconciliation Officer and / or President of APSA Inc. Such a Judiciary Committee shall operate in accordance with the procedures expressed in the Member Protection Policy.

11 Child Protection Policy

The Association must maintain an up to date Child Protection Policy. The Child Protection Policy is to be displayed on the Association's website for all members of State Members to have access to. It should include but not be limited to the following matters:

- (a) the responsibility of members towards children;
- (b) the requirement of members to follow the 'Working with Children Check' procedures according to their individual state laws, and,
- (c) the Association's reporting procedures and response to Child Protection.

Part 3 – State Representatives and The Committee

12 The Committee

12.1 There shall be a Committee elected as hereinafter provided which shall be the governing body of the Association:

- (a) President
- (b) Vice President
- (c) Secretary
- (d) Treasurer
- (e) Either a Complaints Reconciliation Officer/ Member Protection Information Officer
- (f) Child Protection Officer
- (g) Accreditation Officer
- (h) Insurance Officer
- (i) Update Points Officer
- (j) Website Officer
- (k) State Representatives - One member from each State of Australia, who are members of a State Member and are engaged in the coaching of Figure skating, may be elected to the Committee in addition to those elected as office bearers.

- 12.2 The Committee will decide if the roles in clause 12.1 (e) and (f) above are to be undertaken by one member of the Committee or by individual members of the Committee.
- 12.3 To be a Member Protection Information Officer, the Committee member must have completed an A.S.C approved course.

13 Nomination and Election of Office Bearers

- 13.1 Office Bearers, except for those elected in accordance with clause 12.1 (k), shall be proposed and seconded by two full members or honorary life members of a State Member of the Association with the person so nominated signifying their consent. Nominations close with the Secretary three clear days before the date and time fixed for the Annual General Meeting. Nominations should be made on the APSA Inc. Nomination of Office Bearers form displayed on the Associations website.
- 13.2 If the numbers of nominations do not exceed the number of persons to be elected then those persons so nominated shall be declared to be elected but if the nominations exceed the number then the election shall be by ballot.
- 13.3 Only current financial members and honorary life members of a State Member shall be eligible to take part in the management of the affairs of or to hold any office in the Association.

14 Duties of Office Bearers

14.1 The President and Vice President

The President shall preside at all meetings. In his/her absence, the Vice President shall preside. At meetings where the President and Vice President are absent the members shall elect a Chairman for that meeting from a member of the Committee.

14.2 The Secretary

The Secretary shall:

- (a) be responsible for the performance of all secretarial duties required by the Association and must, as soon as practicable after being appointed as secretary, lodge notice with the Association his or her address;
- (b) keep records of all office bearers and members of the Committee;
- (c) keep Minutes of proceedings at all meetings of the Association;

- (d) give notice of all meetings in accordance with this constitution;
- (e) conduct all general correspondence and keep copies of such correspondence;
- (f) give notice of the Annual General Meeting fourteen (14) days before the date of the meeting, and,
- (g) ensure that the Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

14.3 The Treasurer

The Treasurer shall:

- (a) keep proper books of accounts showing the financial affairs of the Association, including full details of all receipts and expenditure connected with the activities of the Association;
- (b) receive all monies for and on behalf of the Association and immediately thereupon pay them into such bank or banks as the Committee from time to time decide, to the credit of the account or accounts in the name of the Australian Professional Skaters' Association Incorporated;
- (c) pay all accounts approved by the Committee or General Meeting;
- (d) submit a statement of the financial position of the Association at each Committee Meeting and Annual General Meeting. Prepare a Balance Sheet and Statement of all Accounts to the Secretary fourteen (14) days prior to the Annual General Meeting, and,
- (e) undertake any other financial duties deemed appropriate by the Committee.

14.4 The Complaints Reconciliation/ Member Protection Information Officer

The Complaints Reconciliation Officer shall:

- (a) be the first point of contact for any enquiries, concerns or complaints about harassment or abuse;
- (b) receive all complaints and handle them in accordance with the Member Protection Policy, and,
- (c) update the Member Protection Policy as required.

14.5 The Child Protection Officer

The Child Protection Officer shall:

- (a) co-ordinate the Association's Child Protection activities and convey a clear message about the importance of Child Protection to the people involved in the Association;
- (b) co-ordinate the Association's response to Child Protection;

- (c) ensure the “Working with Children Check” process is followed in relation to the differing laws in each state;
- (d) ensure all people involved within the Association are aware of the Child Protection Policy and relevant codes of conduct;
- (e) know the DOCS helpline number and have copies of standard reporting forms;
- (f) be aware of, or create, reporting procedures to deal with allegations of abuse, and,
- (g) ensure anyone involved within the Association has someone to go to if they have concerns or need information on Child Protection.

14.6 The Accreditation Officer

The Accreditation Officer shall:

- (a) be the National Sporting Organisation’s representative for APSA / ISA with the Australian Sports Commission;
- (b) update and submit our accreditation courses for approval to the ASC every 4 years;
- (c) liaise with State Accreditation Officers notifying them of updates to accreditation levels and courses;
- (d) notify the Australian Sports Commission of new coaches completing Level 1 accreditation and coaches moving up to Level 2 and 3;
- (e) notify State Accreditation Officers of coaches with expired registrations and renew with the Australian Sports Commission, and;
- (f) be responsible for coach development.

14.7 The Insurance Officer

The Insurance officer shall effect and maintain appropriate insurance policies as needed by the Association.

14.8 The Update Points Recorder

The Update Points Recorder shall:

- (a) liaise with all State Member Update Points Officers to receive regular records of State Member coaches update points;
- (b) keep a register of accredited Australian Coaches and the number of Update Points attained, and;
- (c) liaise with the Accreditation Officer in relation to the re-registration of coaches with the Australian Sports Commission.

14.9 The Website Officer

The Website officer shall:

- (a) maintain the Association's website and or pages;
- (b) keep the website up to date with all relevant communications, constitutions, policies and other material as deemed appropriate by the Committee, and,
- (c) ensure the website is displayed in a professional manner.

15 Duration of Appointment

- 15.1 The duration of the appointment of a member of the Committee shall be whilst ever the person remains a member of a State Member except that at the following Annual General Meeting all positions of Office Bearers shall be declared vacant and an election of Office Bearers shall take place.
- 15.2 Should a quorum not be attained at an Annual General Meeting the positions of Office Bearers shall not be declared vacant and the occupants of the respective positions shall with their consent continue to hold office until the next Annual General Meeting.
- 15.3 Should any position on the Committee become vacant such vacancy may be filled by the Committee.

16 Powers of the Committee

The Committee, subject to the Act, the Regulation and this constitution and to any Resolution passed by the Association in a General Meeting shall control and manage the affairs of the Association.

17 Delegates to Ice Skating Australia Incorporated

Delegates shall be appointed by the Committee as soon as possible after the date of the Annual General Meeting to represent the Association as observers at the Annual General Meeting of Ice Skating Australia.

18 Meetings and Quorum – Committee Meetings

- 18.1 The Committee must meet at least 3 times in each period of 12 months at such place and time as the Committee may determine.

- 18.2 Additional meetings of the Committee may be convened by the president or by any member of the Committee.
- 18.3 Oral or written notice of a meeting of the Committee must be given by the secretary to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the Committee) before the time appointed for the holding of the meeting.
- 18.4 Notice of a meeting given under clause 18.3 must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the Committee members present at the meeting unanimously agree to treat as urgent business.
- 18.5 Any 5 members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- 18.6 No business is to be transacted by the Committee 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 stand adjourned to a time and place to be determined.
- 18.7 If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- 18.8 At a meeting of the Committee:
- (a) The president or, in the president's absence, the vice-president is to preside.
 - (b) If the president and the vice-president are absent or unwilling to act, one of the remaining members of the Committee may be chosen by the members present at the meeting to preside.

19 Delegation by Committee to Sub-Committee

- 19.1 The Committee may appoint such Sub-Committees as it sees fit for the purposes of pursuing any of the objects and purposes of the Association and for any other purpose as the Committee may determine from time to time.
- 19.2 The Committee shall appoint the Chairperson of any Sub-Committee.
- 19.3 Each Sub-Committee shall provide the Committee with regular interim reports and a final report upon completion of the task or disbandment of the Sub-Committee, whichever occurs first.
- 19.4 The Chairperson of the Sub-Committee is responsible for calling all meetings of the Sub-Committee.

- 19.5 Notice of each Sub-Committee meeting shall be given to each member of the Sub-Committee at a reasonable time before the meeting
- 19.6 The Committee may co-opt as members of a Sub-Committee such persons as it thinks fit, whether or not those persons are members of the Association, but a person co-opted is not entitled to vote.

20 Voting and Decisions – Committee and Sub Committee Meetings

- 20.1 Questions arising at a meeting of the Committee or of any sub-Committee appointed by the Committee are to be determined by a majority of the votes of members of the Committee or Sub-Committee present at the meeting.
- 20.2 Each member present at a meeting of the Committee or of any Sub-Committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

Part 4 – General Meetings

21 Annual General Meetings – holding of

- 21.1 The Association must, convene an Annual General Meeting of its affiliated members, within 6 months after the close of the Association's financial year.

22 Annual General Meetings – calling of and business at

- 22.1 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) attendance;
 - (b) confirmation of minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that meeting;
 - (c) presentation of the annual report, which should include a report from the president and secretary of the association, a balance sheet / financial report from the treasurer regarding the last preceding financial year, a report from each of the office bearers and a report from each of the State Members;
 - (d) election of Office Bearers;
 - (e) and notices of motion;

- (f) amendments to the constitution, and,
- (g) general business of the Association, and any general discussion which may be brought forward.

23 Special General Meetings

- 23.1 The Committee, may, whenever it thinks fit, convene a Special General Meeting of the Association.
- 23.2 The Committee must, on the requisition in writing of at least two State Members, call a special General Meeting of the Association.
- 23.3 A requisition of State Members for a Special General Meeting:
 - (a) must state the purpose or purposes of the meeting;
 - (b) must be lodged with the secretary of the association.

24 Notice of Meetings

- 24.1 Notice of Meetings of the Association shall be deemed sufficient in the case of any or all of the following:
 - (a) notification is given in writing (by post or electronic means), 14 days prior to the date set for such meeting, and,
 - (b) notification of the meeting is displayed on the Association's website 14 days prior to the date set for such meeting.
- 24.2 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 21 days before the date fixed for the holding of the General Meeting, cause notice to be given to each State Member specifying, in addition to the matter for business, the intention to propose the Resolution as a Special Resolution.

25 Voting

- 25.1 Members of State Members who have paid their subscriptions for the current year and Honorary Life members are entitled to vote at any Annual General or General Meeting.
- 25.2 The Chairman of the meeting shall have deliberative as well as a casting vote in the event of an equality of voting.

- 25.3 Voting may be done in person, via proxy or by postal or electronic means (i.e. email). In the case of a Proxy, the Secretary must be advised no later than 3 days prior to the meeting. In the case of a postal or electronic vote, the vote must be received by the secretary no later than 3 days prior to the meeting.
- 25.4 Members of State Members wishing to vote by proxy should use the APSA Inc. Voting by Proxy form displayed on the Associations website.

26 Quorums

The following shall be the quorums at the respective meetings of the Association:

- (a) Annual General Meeting 7
- (b) Special General Meeting 7
- (c) Committee Meeting 5
- (d) Sub - Committee Meeting 3

27 Making of Decisions

- 27.1 A question arising at a general meeting of the association is to be determined by either:
- (a) a show of hands, or
 - (b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot—a written ballot.
- 27.2 If the question is to be determined by a show of hands, 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 that resolution.
- 27.3 If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

28 Special Resolution

- 28.1 A Resolution of the Association is a Special Resolution if it is passed by a majority which comprises at least three-quarters of such members of the Association as, being entitled under this constitution to do so, vote in person, by proxy or by postal vote 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 this constitution.

28.2 Decisions that should be made by way of Special Resolution include:

- (a) changing the Association's name;
- (b) changing the Association's constitution;
- (c) changing the Association's objects;
- (d) amalgamating with another incorporated Association;
- (e) voluntary winding up or cancelling the Association and distributing property, and,
- (f) applying for registration as a co-operative or a company.

Part 5 – Miscellaneous

29 Finances

- 29.1 All monies received shall be paid to the credit of the Association at a bank or banks approved by the Committee at least once monthly.
- 29.2 All payments, other than those of a minor amount (amount to be set by the Committee), shall be made by cheque or Electronic Funds Transfer after being approved by the Committee and shall be signed by the Treasurer and counter-signed by the President or Secretary.
- 29.3 Receipts shall be issued for all moneys received.
- 29.4 All accounts shall be passed by a General Meeting.
- 29.5 The Committee of the Association shall cause true accounts of the Association to be kept.
- 29.6 The financial year of the Association begins on 1 July and ends on 30 June of the following year.

30 Funds – Source and Management

- 30.1 The funds of the Association are to be derived from joining fees and annual subscriptions of members, donations and, subject to any Resolution passed by the Association in General Meeting, such other sources as the Committee determines.
- 30.2 All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank account.

- 30.3 The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.
- 30.4 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 Committee determines.
- 30.5 The committee will consider applications for funding under the Association's funding program. Applications will only be considered if the correct procedures are followed using the Association's Funding Program 'Guidelines and Application Booklet' displayed on the Association's website.

31 Insurance

The Association may effect and maintain insurance.

32 Accreditation

- 32.1 The Association will ensure that courses approved under the National Coaching Accreditation Scheme be updated every four (4) years meeting the required standards of the Australian Sports Commission.
- 32.2 The Association will display on its website all policies and documentation relating to but not limited to the following:
- (a) Criteria for each level of accreditation;
 - (b) Application forms for accreditation courses;
 - (c) Policy and application form for Recognition of Prior Learning;
 - (d) Maintaining Accreditation and Update Points

33 Alteration of Constitution

- 33.1 This Constitution may be amended, altered, rescinded, repealed or added to on the Special Resolution of a three-quarters majority of those present at a properly convened Annual General Meeting or a Special General Meeting called for that purpose.
- 33.2 At least twenty-one (21) days notice in writing of such proposed alterations shall be given to all members.

- 33.3 Any alterations so made shall take place immediately unless the Meeting by the same majority shall decide otherwise.
- 33.4 The Committee shall update the constitution as necessary to keep up to date with the laws governing incorporated associations and sporting associations in Australia.

34 Indemnity

- 34.1 Every member of the Committee of the Association shall be indemnified out of the funds of the Association against any liability incurred in the discharge of any duty undertaken on behalf of the Association and in defending any proceedings whether civil or criminal in which judgement is given in favour of the person or in which the person is acquitted.
- 34.2 No member of the Committee shall be responsible for any other member of the Committee, or for any Committee member of the Association by the insufficiency or deficiency of value of, or title to, any property or security acquired or taken on behalf of the Association, or by anything done in the execution of their duties of their position or in relation thereto, or otherwise than their own wilful act or default.

35 Association Property

- 35.1 All property of the Association shall be vested in the Committee for the time being which shall hold it in trust for the Association.
- 35.2 The Committee may add property from time to time for the benefit of the Association but shall not dispose of any of the property without the sanction of the members at a General Meeting.

36 Events

- 36.1 The Committee may organise such events as it considers desirable, such as championships, shows and exhibitions.
- 36.2 Conditions of entry and/ or participation etc. shall be determined by the Committee.

37 Custody and Inspection of Books

- 37.1 Except as otherwise provided by this constitution, the secretary must keep in his or her custody, or under his or her control all records, books and other documents relating to the Association.
- 37.2 The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:
- (a) records, books and other financial documents of the association,
 - (b) this constitution,
 - (c) minutes of all committee meetings and general meetings of the association.
- 37.3 A member of the Association may obtain a copy of any of the documents referred to in clause 37.2 on payment of a fee of not more than \$1 for each page copied.

38 Dissolution

- 38.1 The Association shall not be dissolved unless all liabilities have been discharged and a motion has been passed by a majority of the votes recorded at a General Meeting convened for the purpose.
- 38.2 The distribution of any sum or surplus property shall be in accordance with a Special Resolution of the Association.

39 Repeal of 1981 Constitution

The Constitution adopted on 29th April 1981 is repealed and any appointment made or resolution passed under the Constitution hereby repealed, if in force at the commencement of the Constitution, shall continue in force as far as practicable as if made or passed under this Constitution.