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# **SWIMMINGSA CONSTITUTIONAL BY-LAWS**

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Version 9

Effective from 29<sup>th</sup> May 2017

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## Document Control

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Date	Item	By-Law Number	Document Version No
12/12/2013	Modifications to the Country Committee By-Law	18.5	2
01/09/2014	Modifications to the Roles, Responsibilities of the Board	15.10	3
	Modifications to the Corporate Governance Committee By-Law	18.2	3
	Addition of the By-Law for the Audit and Risk Committee	18.6	3
	Modifications to the General Manager roles and responsibilities	22.3	3
22/09/2014	Modification to the Eligibility to compete at Country Championships By-law	10	4
22/02/2015	Modifications to Clauses Registration, Transfers & Residential Qualifications	4, 8 & 9	5
	Change to the Name of the By-laws	Title	5
24/08/2015	Changes to membership and district clauses	2 & 3	6
26/10/2015	Changes to General Manager clause	22	6
	Changes to Registrations Clause	4	6
22/08/2016	Changes to Country Committee clauses	18.5	7
	Changes to District clause	3	7
09/12/2016	Changes to District clause	3	8
	Changes to Country Committee clauses	18.5	8
29/05/2017	Changes to Membership Clause	2.7 & 2.8	9

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## Table of contents

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1.	DEFINITIONS.....	4
2.	MEMBERSHIP.....	4
3.	DISTRICT ASSOCIATIONS.....	5
4.	REGISTRATIONS.....	5
5.	LIFE MEMBERSHIP.....	6
6.	SUBSCRIPTIONS AND CALLS.....	6
7.	PERMITS.....	6
8.	TRANSFERS.....	6
9.	RESIDENTIAL QUALIFICATIONS.....	7
10.	ELIGIBILITY TO COMPETE AT COUNTRY CHAMPIONSHIPS.....	7
11.	DISCIPLINE.....	8
12.	CLUB CONSTITUTION DISPUTES.....	8
13.	OFFICIALS UNIFORM.....	8
14.	MEETING PROCEDURE.....	9
15.	THE BOARD.....	9
16.	BOARD MEETINGS.....	9
17.	ADMINISTRATION OF STANDING COMMITTEES.....	9
18.	STANDING COMMITTEE S.....	10
19.	ADMINISTRATION OF STANDING SUB-COMMITTEES.....	12
20.	STANDING SUB-COMMITTEE S.....	12
21.	SUPPORT OFFICERS.....	13
22.	CHIEF EXECUTIVE OFFICER/GENERAL MANAGER.....	13
23.	HONORARIA.....	13
24.	STAFF ENTITLEMENTS.....	14
25.	COLOURS.....	14
26.	LOGO.....	14
27.	BANKING.....	14

# SWIMMING SA INC.

## CONSTITUTIONAL BY-LAWS

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### **1. DEFINITIONS**

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- 1.1. Words defined in the Constitution shall have the same meaning when used in these By-Laws unless the contrary intention appears.
  - 1.2. All words in these By-Laws implying masculine include feminine.
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### **2. MEMBERSHIP**

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- 2.1. Any swimming Club or other body involved in natatorial activities in South Australia and/or Broken Hill, New South Wales may apply to be a member of Swimming SA.
- 2.2. Application for membership shall be determined by the Board in one of the following four categories:
  - 2.2.1.1. Club - new
  - 2.2.1.2. Club - renewing
  - 2.2.1.3. Club - lapsed
  - 2.2.1.4. Memberships (other than as a Club) may be granted to such bodies and / or persons as the Board may decide from time to time. Such memberships shall not confer any voting rights on the recipient.
- 2.3. Membership will apply from the date membership is granted until 30 days after the last day of the current membership year of Swimming SA, failing which their membership shall lapse.
- 2.4. The Constitution of every Club shall include the following clause - "The club (or other body) and its Registered Members are bound by the Constitution , Rules and By-Laws (as amended from time to time) of Swimming SA Incorporated., Swimming Australia Limited and FINA".
- 2.5. The Constitution of every Club shall be compliant with the applicable legislation and associated updates of such legislation, namely:
  - 2.5.1. Associations Incorporation Act 1985 (SA) for those member clubs situated in South Australia
  - 2.5.2. Associations Incorporation Act 2009 (NSW) for those member clubs situated in New South Wales
- 2.6. No Club may alter its Constitution without prior approval of the Board.
- 2.7. Application for new membership shall be in a form approved by the board accompanied by a fee together with such other documents and information as the board may require or as provided for in these by-laws. The application shall be considered and determined by the board. Where an application does not meet the requirements of SwimmingSA the applicant shall be advised in writing.
- 2.8. Where a club applies to renew their membership they shall:
  - 2.8.1. At the time of application not be suspended by either SwimmingSA or Swimming Australia
  - 2.8.2. Be financial at the conclusion of the season prior to renewal
  - 2.8.3. Lodge with Swimming SA in a manner decided by the board the following documentation:
    - 2.8.3.1. constitution of the club
    - 2.8.3.2. certificate of incorporation
    - 2.8.3.3. financial reports
    - 2.8.3.4. an annual report
    - 2.8.3.5. member welfare policy/procedures (if club has one in addition to SAL/SSA)
    - 2.8.3.6. committee form
    - 2.8.3.7. copies of club committee training documents (eg. Play by the rules)
    - 2.8.3.8. copies of club committee legislative documents (eg. Police check/criminal history assessment)
    - 2.8.3.9. such other documents as the Board may require
  - 2.8.4. Pay such fee as shall be determined by the board from time to time and such other documents as the board may determine from time to time
  - 2.8.5. Apply to renew within 30 days after the last day of the current membership year.

- 2.9. Where a Club's membership has lapsed the Club can apply to reinstate their membership and such application may be dealt with at the next meeting of the Board:
- 2.9.1. Any application from a lapsed club for reinstatement for their membership shall be accompanied by a fee and such other documents as the board may require.
  - 2.9.2. Determination of the application shall be at the discretion of the directors
  - 2.9.3. The board will only consider membership provided that the application from the club is made within three years from the date of lapse of membership.
  - 2.9.4. In addition to any other requirement herein the board may consider an application from a lapsed club if:
    - 2.9.4.1. a copy of the Constitution and Certificate of Incorporation are available,
    - 2.9.4.2. the original club name and membership area is available,
    - 2.9.4.3. the club is currently registered with Consumer and Business Services (SA) or New South Wales Fair Trading,
    - 2.9.4.4. Any applicant who cannot supply these items in the original name of the club will be required to submit an application for a new club as per clause 2.8 of these by-laws.
- 2.10. Members may resign at any time in writing, but such resignation will only become effective when all legally binding debts and other commitments to Swimming SA have been met to the satisfaction of the Board.
- 2.10.1. Swimming SA shall advise the Member in writing when the resignation has been accepted.
  - 2.10.2. Clubs whose resignation is accepted will be considered lapsed
- 2.11. Members may resign and wind up their affairs as per their constitution and relevant legislation including deregistration with Consumer and Business Services (SA) or NSW Fair Trading.
- 2.12. Any club who is deregistered or listed as defunct with the Consumer and Business Services (SA) or New South Wales Fair Trading and applies for membership will be considered a new club and must apply for membership under clause 2.10 of these by-laws.
- 2.13. Changes to the name or colours of a Club shall require the prior written approval of the Board. Such approval shall be at the discretion of the Board.

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### **3. DISTRICT ASSOCIATIONS**

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- 3.1. The Board may grant permission for two or more Clubs to form a District Association.
- 3.1.1. Current SwimmingSA Approved Districts and (their member clubs) are:
    - 3.1.1.1. Broken Hill - (Alma Broken Hill, Broken Hill, Silver City)
    - 3.1.1.2. Eastern Districts - (Mallee, Murray Bridge, Mountain Pool, Onkaparinga, Strathalbyn)
    - 3.1.1.3. Eyre – (Port Augusta, Quorn, Roxby Downs, West Coast, Whyalla)
    - 3.1.1.4. Metro Central
    - 3.1.1.5. Metro North
    - 3.1.1.6. Metro South
    - 3.1.1.7. Mid North - (Burra, Clare, Gawler)
    - 3.1.1.8. Riverland - (Berri, Loxton, Renmark, Waikerie)
    - 3.1.1.9. South East - (Blue Lake Y, Dolphins, Keith, Mount Gambier, Penola)
    - 3.1.1.10. Upper North - (Booleroo Centre, Crystal Brook, Gladstone, Jamestown, Orroroo, Port Pirie)
- 3.2. No Club may participate in the activities of a District Association unless that District Association is a Member of Swimming SA.
- 3.3. District Associations, subject to prior approval of Swimming SA, may arrange inter-club contests within the area they represent and such contests shall be run in accordance with the rules of Swimming SA.

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### **4. REGISTRATIONS**

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- 4.1. All Clubs shall register all of their members with Swimming SA each year.
- 4.2. Club members can apply for registration in the following categories:-
- 4.2.1. Swimmer - who shall be eligible to compete in competitions.
  - 4.2.2. Parent/Non-Swimmer – who are members but do not swim
  - 4.2.3. Casual Swimmer – who shall be eligible to compete in competitions as a come and try swimmer for a maximum of four weeks

- 4.2.4. Officials – who shall hold Swimming Australia Technical Official accreditation excluding Timekeeper accreditation.
- 4.2.5. Swimming SA Life Members.
- 4.2.6. Club Life Members
- 4.2.7. Coach – non swimming members who are coaching at an affiliated club
- 4.3. Serving Directors or active Officials may apply to the Board to be registered as Unattached Members. The application must be in writing and accompanied by the appropriate fee. The application must set out the reason why the applicant is not a member of a Club.
- 4.4. An online registration is to be completed by each club member, accompanied by the appropriate fee, and be endorsed by their Club.
- 4.5. The Club must either:
  - 4.5.1. effect the registration in accordance with the current on-line registration system or
  - 4.5.2. provide written reason for rejecting membership to the individual
- 4.6. Registration shall be granted for the balance of the current registration period.
- 4.7. All individuals applying for registration shall have a residential address within South Australia. The exception to this is those individuals applying for membership with clubs in Broken Hill and/or a club that is subject to a Swimming Australia Border agreement.
- 4.8. Any person who is currently a member of other Federations (Not Australia) affiliated to FINA who holds a valid clearance may register with a SwimmingSA Club so long as their membership with their current federation is no longer valid. If their membership with the current federation is valid they must obtain a clearance to train and/or compete in Australia for that federation.

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## **5. LIFE MEMBERSHIP**

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- 5.1. Proposals to grant life membership of Swimming SA shall be :-
  - 5.1.1. lodged with Swimming SA in writing setting out the nominee's qualifications.
  - 5.1.2. considered by the Board and a recommendation made to either the next Annual General Meeting for approval or, if the application is received after the 31 March, to the Annual General Meeting in the next following year.
- 5.2. Life Members shall be :-
  - 5.2.1. issued with the Swimming SA life member badge and certificate.
  - 5.2.2. entitled to attend all General Meetings of Swimming SA and to speak but not vote unless otherwise qualified.
  - 5.2.3. admitted free to all carnivals and competitions conducted by or under the auspices of Swimming SA.
  - 5.2.4. entitled to compete free of charge at any Swimming SA meets or carnivals conducted under the auspices of Swimming SA.

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## **6. SUBSCRIPTIONS AND CALLS**

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- 6.1. The Board shall determine from time to time the annual membership and registration fees.
- 6.2. There will be no registration fee payable in respect of Life Members of Swimming SA.
- 6.3. The Board shall have the power in any year to make a call, or calls, on Clubs of an amount not exceeding the applicable membership fee for that year.

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## **7. PERMITS**

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- 7.1. Clubs may not compete against other Clubs or other bodies without the prior approval of the Board.
- 7.2. Registered Club Members may not compete outside of South Australia without the prior approval of the Board.
- 7.3. Any Club or Member seeking permission to engage in activities requiring Board approval must apply in writing to Swimming SA at least seven days prior to the scheduled date of the Board meeting preceding the date of the event for which approval is sought.
- 7.4. Clubs shall not compete in events, other than at school meets or at meets specifically conducted by Swimming SA, with persons who are not Registered Members, nor shall specific events for persons who are not Registered Members be conducted at meets run under the auspices of Swimming SA, unless the events have been specifically sanctioned by the Board. Board sanction shall apply to a specific instance of an event only.

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## **8. TRANSFERS**

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- 8.1. Any person who has been/currently is a member of a Club may transfer to another Club:

- 8.1.1. at the expiration of the current registration year and prior to registration for a subsequent year, providing that the Member requests an online transfer from their current club. The current club must approve the transfer indicating that the member has no outstanding liabilities to that Club or
- 8.1.2. at any time during the current membership year if the member requests an online transfer from their current club. The current club must approve the transfer indicating that the Member has no outstanding liability to that Club. Once transfer approval has been granted to the member they will receive an invoice from SwimmingSA for the transfer fee and be subject to the 90 calendar day unattached rule (meaning they can compete in competitions but are not eligible to represent a club, score points or compete in relays for a club and will be listed as unattached for a period of 90 calendar days from the date the transfer was approved through the online membership system), unless in the opinion of the Board the reason for the transfer is related to a genuine change of residential location by the Member.
- 8.2. The Board may impose penalties in the form of suspension from participation in open or interclub competition, or otherwise, on any Club who represents a Club in open or interclub competition in breach of this By-Laws.
- 8.3. In the event that the Club refuses to release a member for transfer or is unreasonably slow in releasing them, the Member may apply in writing to the Board for their situation to be reviewed. After due investigation the Board may, if it thinks the circumstances warrant such action, determine that the transfer will be processed without the approval of the previous Club and notify the previous Club, the new Club and the Member accordingly. The Club from which the Member wishes to transfer shall have 30 days to protest against the decision of the Board. Such protest shall be dealt with as if it was an appeal subject to By-Law 11.
- 8.4. Any person who has been/currently is a member of a stakeholder of Swimming Australia (except South Australia) may transfer to a SwimmingSA Club at any time with the approval of the Swimming Australia Stakeholder from which they are transferring.
  - 8.4.1. They are not subject to the membership transfer fee
  - 8.4.2. They are not subject to the 90 day rule for competitions however entries received from the member or their interstate club will stand if the transfer takes place prior to the competition start date yet after the member/club submits entries.

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## **9. RESIDENTIAL QUALIFICATIONS**

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- 9.1. To be residentially qualified as a South Australian the person must have their permanent place of residence in South Australia when applying for membership with an SA club.
- 9.2. For the purpose of this By-Law, persons whose permanent address is in an adjacent State but who are eligible to, and do join a South Australian Club in accordance with the Constitution, shall be deemed to have their permanent place of residence in South Australia from the date they joined the South Australian Club.
- 9.3. The Metropolitan area shall consist of the following postcode districts 5000-5117, 5121-5132, 5134, 5140, 5150-5152, 5158-5169, 5171.
- 9.4. All other South Australian postcode areas shall be regarded as Country.
- 9.5. For the purpose of determining whether a club is a Metropolitan or Country club the location of its primary training facility shall be deemed to be the location of the club.

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## **10. ELIGIBILITY TO COMPETE AT COUNTRY CHAMPIONSHIPS**

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- 10.1. A competitor in the Country Championships must be either:
  - 10.1.1. a registered member of a SwimmingSA Country club and have had their permanent place of residence in a Country district for a period of 28 days prior to the first day of the meet, or
  - 10.1.2. a registered member of a SwimmingSA Country club and not have been a member of a Metropolitan club during the 12 months preceding the first day of the meet, or
  - 10.1.3. a registered member of a Swimming Australia Affiliated Country Club who has been granted clearance to compete from their State Association, or
  - 10.1.4. a registered member of a Federation affiliated with Fédération Internationale de Natation (FINA) who has been granted clearance to compete from their federation and who is currently training with a Australian Country Club, or
  - 10.1.5. a registered member of a club invited by the SwimmingSA Board.

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## **11. DISCIPLINE**

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- 11.1. No person shall be eligible to be registered or continue to be registered with Swimming SA while under suspension imposed by, or recognised by, Swimming SA.
- 11.2. Any Member Club or Member who is found to have breached Clause 11 of the Constitution may be liable to a disqualification, caution, reprimand, fine, or suspension as determined by the Board (or a tribunal), or to permanent disqualification or expulsion or any combination of the above.
- 11.3. All sentences of suspension or permanent disqualification or expulsion imposed by Swimming SA shall be binding on all Clubs.
- 11.4. Any Club or Member knowingly competing against or training with a person who has been disqualified from membership, or suspended, or expelled may themselves be suspended for such period as Swimming SA may determine.
- 11.5. A Member who is reported to Swimming SA to be in default to a Club, for fees, dues or other money lawfully due to the Club may be suspended by Swimming SA from competing until the liability to the Club has been discharged.
- 11.6. Any Club which submits an entry form for a competition on behalf of a swimmer who is not currently registered with Swimming SA other than in accordance with By-Laws 4.7 shall be fined an amount to be determined by the Board and the entry fee will be forfeited and the swimmer will be prevented from swimming in the event. If the fact that the swimmer is not registered is not known to Swimming SA or the organising body prior to the competition the swimmer will be disqualified and any trophy, or medal, returned to the organising body and the result of the competition suitably adjusted.
- 11.7. Where invoices for the supply of goods or services or for penalties or other charges properly raised on a Club by Swimming SA remain unpaid for more than 90 days, the General Manager will report the matter to the Board. The Board may withdraw future credit facilities from the Club, refuse to accept entries by Registered Members of the Club to Swimming SA meets or refuse to renew the affiliation of the Club until the accounts are paid in full or apply any combination of these penalties.
- 11.8. Any complaint made pursuant to By-Law 11.2 by Swimming SA, a Club or Individual Member shall be in writing and directed to the General Manager or Chairperson of Swimming SA. Swimming SA shall at first instance consider the complaint, and if necessary request further particulars.
- 11.9. The complaint shall particularise the date, person and nature of the complaint. A copy of the complaint shall be sent by Swimming SA to the other party who shall have 14 days to reply in writing to the board.
- 11.10. The Board may investigate and determine the complaint and any penalty to be imposed (if any) or alternatively refer the matter to a tribunal for investigation and determination.
- 11.11. Responsibility for initiating disciplinary action under these By-Laws shall lie with the Board.
- 11.12. Before a Club or a Member is cautioned, reprimanded, fined, suspended, permanently disqualified or expelled by the Board such Club or Member shall be given notice in writing by Swimming SA of the proposed action and shall be obliged to appear in person in defence before the Board.
- 11.13. Any Member who does not appear, having been given such notice, shall be suspended until an appearance is made.
- 11.14. Any Board or tribunal decision shall be final and binding on all parties.
- 11.15. Where a Member has been suspended, permanently disqualified or expelled by Swimming SA, notice shall be given promptly to all Clubs, all State Associations and to Swimming Australia Limited.
- 11.16. Swimming SA will not recognise the jurisdiction of any body other than itself in the administration of swimming in South Australia but will take into consideration any disciplinary actions taken by other bodies which are eligible for affiliation with the South Australian Olympic Council.

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## **12. CLUB CONSTITUTION DISPUTES**

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- 12.1. In the event that a dispute arises between a Member and their Club on the basis of that Club having acted outside its Constitutional powers, the aggrieved party may apply to Swimming SA for the matter to be dealt with by the Board and/or by a tribunal convened for that purpose.
- 12.2. Such application shall be in writing setting out all relevant details and accompanied by all relevant documentation.
- 12.3. A copy of the application shall be sent by Swimming SA to the other party who shall have the right to reply within 14 days.
- 12.4. The Board will consider the matter at its next meeting.

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## **13. OFFICIALS UNIFORM**

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- 13.1. The Officials uniform of Swimming SA shall be determined by the Board from time to time.



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## **14. MEETING PROCEDURE**

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- 14.1. The person occupying the chair shall have unlimited authority on every question of order at all Swimming SA meetings.
- 14.2. Any person with voting rights may challenge the Chair's ruling and move a motion of dissent; providing the motion is moved before any other business is commenced. The mover of the motion may speak for five minutes only and the Chair may reply and no other debate on such motion shall be allowed.
- 14.3. Until the motion of dissent is put, the Chair shall be vacated and another Chair appointed in the interim.
- 14.4. Unless inconsistent with these By-Laws the rules of debate ordinarily adopted for the conduct of meetings shall be applied at all meetings of Swimming SA.

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## **15. THE BOARD**

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The roles and responsibilities of the Board include:-

- 15.1. governance,
- 15.2. corporate management
- 15.3. management guidance
- 15.4. risk management strategy.
- 15.5. financial management including monitoring
- 15.6. development,.
- 15.7. measurement, evaluation and monitoring of performance and reporting through the Annual Report.
- 15.8. development and review of the communications strategy and oversight of the public relations and marketing strategies.
- 15.9. stakeholder relationships
- 15.10. appointment of a Public Officer for SwimmingSA
- 15.11. such other matters as are necessary to give effect to the Constitution

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## **16. BOARD MEETINGS**

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- 16.1. The Board shall meet at a time or times to be determined by the Board.
- 16.2. The Board shall determine from time to time what notice is necessary to call a Board meeting.
- 16.3. A copy of the minutes of all Board meetings shall be distributed to all Directors and Clubs.
- 16.4. The Business Agenda for Board Meetings may include:-
  - 16.4.1. Apologies.
  - 16.4.2. Verification of minutes of the previous meeting.
  - 16.4.3. Business arising from the minutes.
  - 16.4.4. Directors' interests in contracts.
  - 16.4.5. Correspondence.
  - 16.4.6. Business held over from the previous meeting.
  - 16.4.7. Motions on notice.
  - 16.4.8. Reports.
  - 16.4.9. Review of Progress on Implementation of the Strategic Plan
  - 16.4.10. General business.
- 16.5. A quorum shall consist of not less than five (5) Directors.
- 16.6. The General Manager shall have unlimited authority in respect of expenditure provided that it is within the levels set out in the annual budget approved by the Board.
- 16.7. The General Manager may delegate authority for expenditure UP \$2500.00:-
- 16.8. The Board will review the delegations set out in By-Laws 16.6 and 16.7 on an annual basis.
- 16.9. The board shall prepare and present its annual accounts to the Annual General Meeting in accordance with the Constitution.
- 16.10. to rescind or vary a resolution passed by the Board during the current financial year, it shall be necessary :-
  - 16.10.1. to give fourteen days notice of the motion, unless the Board decides otherwise, and
  - 16.10.2. for at least two thirds of the Directors present and voting to favour the motion.
- 16.11. All Directors shall be entitled to one vote except that the person occupying the chair shall only have a casting vote.
- 16.12. Any individual expenditure item in excess of \$50,000.00 (excluding operating costs.)shall be presented for approval at a General Meeting.

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## **17. ADMINISTRATION OF STANDING COMMITTEES**

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- 17.1. The Board at its discretion may appoint members to any standing Committees.

- 17.2. The Board may determine the standing Committees' terms of reference and procedures.
- 17.3. The Board may establish or approve the establishment of Ad Hoc Committees from time to time and may determine the membership, terms of reference and procedures of the Committee.
- 17.4. Minutes of Committee meetings and their recommendations shall be presented to the Board for consideration after every meeting of the Standing Committees.
- 17.5. The Board may appoint Directors to Standing Committees.
- 17.6. A Director may vote on any matter before the Committee. Where the Directors vote is in the minority the minutes shall record this and, when the matter is next before the board the Director shall declare the conflict and refrain from participating in debate and decision making on the issue.
- 17.7. Membership of Standing Committees shall commence on the date of appointment and terminate on the day of the following Annual General Meeting.
- 17.8. The Board shall have the power to terminate the membership of a Standing Committee member in the event that the convenor or a member fails to provide an acceptable level of service to the Standing Committee or acts in a way which is not in the best interests of Swimming SA.

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## **18. STANDING COMMITTEES**

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### **18.1. The Technical Committee**

- 18.1.1. may consist of a maximum of seven members including the Convenor all of whom are to be appointed by the Board, and
  - 18.1.1.1. at least three members are to be qualified Technical Officials with at least one being a Referee.
  - 18.1.1.2. the Board shall appoint the Convenor. The Committee shall elect the Secretary. Both shall hold office for one year .
  - 18.1.1.3. a quorum shall comprise half the appointees plus one.
  - 18.1.1.4. shall meet as often as required by the Board.
  
- 18.1.2. The functions of the Technical Committee may include making recommendations or advising the Board as to:
  - 18.1.2.1. matters related to the Technical Rules of Swimming and swim meet procedures (provided that any rule changes are consistent with Swimming Australia's Swimming Rules).
  - 18.1.2.2. strategies and actions to recruit and retain technical officials.
  - 18.1.2.3. the education, examination, accreditation and development of Technical Officials in accordance with Swimming Australia's National Officiating Program.
  - 18.1.2.4. assisting Swimming SA staff in the rostering of Officials for all Swimming SA swimming meets.
  - 18.1.2.5. protocols and procedures in conjunction with the Event Manager (where one is appointed) or Meet Director for the conduct of Swimming SA meets to ensure the efficient conduct of the meets.
  - 18.1.2.6. provide recommendations to be submitted to the National Technical Committee on matters that effect Swimming SA.
  - 18.1.2.7. swimming rules, competition By-Laws and meet procedures.
  - 18.1.2.8. the development and implementation of 'modified rules' and meet procedures of the Junior Sports Policy of Swimming Australia.
  - 18.1.2.9. handicapping

### **18.2. The Corporate Governance Committee:**

- 18.2.1. may consist of a maximum of seven members including the Convenor all of whom are to be appointed by the Board, and
  - 18.2.1.1. the Board shall appoint the Convenor. The Committee shall elect the Secretary. Both shall hold office for one year .
  - 18.2.1.2. a quorum shall comprise half the appointees plus one.
  - 18.2.1.3. shall meet as often as required by the Board.
  
- 18.2.2. The functions of the Corporate Governance Committee may include making recommendations or advising the Board as to:-
  - 18.2.2.1. all matters affecting the review or interpretation of the Swimming SA Constitution, By-Laws and Policies of Swimming SA Inc., and of its Clubs.
  - 18.2.2.2. the Swimming SA Constitution, By-Laws, Policies

- 18.2.2.3. potential risks to Swimming SA from whatever source. Risks that impact Swimming SA Inc may include, but are not necessarily limited to, financial, legal, safety and public image or reputation.
- 18.2.2.4. risk mitigation strategies as required
- 18.2.2.5. programmes developed by the Committee

### **18.3. The Competitions Committee ;**

- 18.3.1. may consist of a maximum of seven members including the Convenor all of whom are to be appointed by the Board, and
  - 18.3.1.1. the Board shall appoint the Convenor. The Committee shall elect the Secretary. Both shall hold office for one year.
  - 18.3.1.2. a quorum shall comprise half the appointees plus one.
  - 18.3.1.3. shall meet as often as required by the Board.
  
- 18.3.2. The functions of the Competitions Committee may include making recommendations or advising the Board as to:-
  - 18.3.2.1. scheduling, structure and content of all swimming meets under the control of Swimming SA.
  - 18.3.2.2. the organisation and conduct of the competitions for unregistered competitors, open water swims and national meets held in SA.
  - 18.3.2.3. the monitoring, evaluating and reporting on the outcome of programmes developed by the Committee.

### **18.4. The Development Committee :-**

- 18.4.1. may consist of a maximum of seven members including the Convenor all of whom are to be appointed by the Board, and
  - 18.4.1.1. the Board shall appoint the Convenor. The Committee shall elect the Secretary. Both shall hold office for one year.
  - 18.4.1.2. a quorum shall comprise half the appointees plus one.
  - 18.4.1.3. shall meet as often as required by the Board.
  
- 18.4.2. The Development Committees functions may include making recommendations or advising the board as to:-
  - 18.4.2.1. increasing participation by both Competitive and non-competitive Members.
  - 18.4.2.2. improving performance standards for Competitive Members at junior, non elite and elite athlete levels.
  - 18.4.2.3. establishment and ongoing healthy operation of potential and existing Clubs.
  - 18.4.2.4. the promotion of swimming and Swimming SA in South Australia.
  - 18.4.2.5. monitoring, evaluating and reporting on the outcome of programmes developed by the Committee.
  - 18.4.2.6. recruitment, retention and training of technical officials.

### **18.5 The Country Committee:**

- 18.5.1 may consist of a maximum of **ten** members including the Convenor all of whom are to be appointed by the Board all members are appointed to the committee for a two year term (February – January Annually).
  - 18.5.1.1 The Board shall appoint the Convenor. The Committee shall elect the Secretary. Both shall hold office for one year.
  - 18.5.1.2 The committee must be made up of one representative from each of the following districts (representative to be nominated by their district):
    - 18.5.1.2.1 Broken Hill (Alma Broken Hill, Broken Hill, Silver city)
    - 18.5.1.2.2 Eastern Districts (Mallee, Murray Bridge, Mountain Pool, Onkaparinga, Strathalbyn)
    - 18.5.1.2.3 Eyre Peninsula (Port Augusta, Quorn, Roxby, West Coast, Whyalla)
    - 18.5.1.2.4 Mid North (Burra, Clare, Gawler)
    - 18.5.1.2.5 Riverland (Berri, Loxton, Renmark, Waikerie )
    - 18.5.1.2.6 South East (Blue Lake Y, Dolphins, Keith, Mt Gambier, Penola)
    - 18.5.1.2.7 Upper North (Booleroo, Crystal Brook, Gladstone, Jamestown, Orroroo, Port Pirie)
  - 18.5.1.3 The remaining three members of the committee must nominate on the prescribed form for board consideration for appointment to the committee
  - 18.5.1.4 A quorum shall comprise half the appointees plus one.

18.5.1.5 Shall meet as often as required by the Board. A minimum of twice in person annually at the Country Championships and State Short Course Championships.

18.5.2 The Country Committees functions may include making recommendations and advising the Board as to:

18.5.2.1 liaising with Country clubs, including co-ordination of forums in Country areas.

18.5.2.2 promotion of swimming in Country areas

18.5.2.3 matters affecting the Country clubs.

18.5.2.4 in co-operation with the Competitions Committee the conduct of swim meets open exclusively to Country clubs.

18.5.2.5 promoting Country inter-club competitions.

#### **18.6 The Audit & Risk Committee:**

18.6.1 may consist of a maximum of five members including the Convenor all of whom are to be appointed by the Board, and

18.6.1.1 the Board shall appoint the Convenor. The Committee shall elect the Secretary. Both shall hold office for one year .

18.6.1.2 a quorum shall comprise half the appointees plus one.

18.6.1.3 shall meet quarterly or as often as required by the Board.

18.6.2 The functions of the Audit and Risk Committee may include making recommendations or advising the Board as to:-

18.6.2.1 financial matters including accounting policies and practices, investment options and statutory reporting requirements.

18.6.2.2 Swimming SA budgets and strategic plans.

18.6.2.3 financial aspects of proposals and other initiatives as directed by the Board

18.6.2.4 potential risks to Swimming SA from whatever source. Risks that impact Swimming SA Inc may include, but are not necessarily limited to, financial, legal, safety and public image or reputation.

18.6.2.5 risk mitigation strategies as required

18.6.2.6 programmes developed by the Committee

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## **19. ADMINISTRATION OF STANDING SUB-COMMITTEES**

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19.1. Standing Sub-Committees support the Standing Committees.

19.2. The Board may determine the membership of the Standing Sub Committees and their terms of reference and procedures.

19.3. The Board may establish or approve Ad Hoc Sub-Committees from time to time and may determine the membership, operating procedures and terms of reference of the sub-Committees.

19.4. The Board may delegate to the Standing Committee to which the Standing Sub-Committee reports, the appointment of Standing Committee members as required by these By-Laws.

19.5. The Board may instruct the Standing Sub-Committees on the form and frequency of reporting.

19.6. In the event that there is a vacancy on a Standing Sub-Committee, the Board may fill the vacancy.

19.7. Membership of Standing Sub-Committees shall commence on the date of appointment and terminate on the day of the following Annual General Meeting.

19.8. The Board has the power to terminate the membership of a Standing Sub-Committee member in the event that the convenor or a member fails to provide an adequate level of service to the Sub-Committee or acts in a way which is not in the best interests of Swimming SA.

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## **20. STANDING SUB-COMMITTEE S**

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#### **20.1. The Metropolitan Clubs Sub-Committee :-**

20.1.1. may consist of a maximum of five members including the Convenor all of whom are to be appointed by the Board, and

20.1.1.1. the Board shall appoint the Convenor. The Committee shall elect the Secretary. Both shall hold office for one year.

20.1.1.2. a quorum shall comprise half the appointees plus one.

20.1.1.3. shall meet as often as required by the Board.

20.1.1.4. shall report to the Board.

20.1.2. The Metropolitan Clubs Sub Committee may provide recommendations on:-

- 20.1.2.1. actively promoting swimming in the Metropolitan area.
- 20.1.2.2. liaising with Metropolitan clubs, including co-ordination of the Presidents forums in the Metropolitan area.
- 20.1.2.3. matters affecting the Metropolitan clubs.
- 20.1.2.4. promoting Metropolitan inter-club competitions.

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## **21. SUPPORT OFFICERS**

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21.1.1. The Administrative Officials shall report to the General Manager.

21.1.2. The Trophies Officer is an administrative official and is responsible for:

- 21.1.2.1. care and maintenance of the Swimming SA trophies and shields.
- 21.1.2.2. develop and prepare a replacement schedule for Swimming SA trophies and shields
- 21.1.2.3. preparation of Swimming SA trophies and shields for swimming meets.

21.1.3. The Selection Panel may:-

- 21.1.3.1. consist of 1 x Swimming Board member, the General Manager & a Swimming SA Development officer Plus 1 x Coach representative (As per the new Development plan)
- 21.1.3.2. be responsible for selecting representatives for national competitions or any other events or honours or any other appropriate duties as directed by the Board in accordance with the criteria or general policy set by the Board.
- 21.1.3.3. make decisions which are final and not subject to alteration unless they do not comply with the criteria, policy or guidelines determined by the Board.

21.1.4. The Records Officer is an administrative official and may:-

- 21.1.4.1. maintain the complete details and history of all South Australian and Best by South Australian records as listed in the Competition By-Laws.
- 21.1.4.2. maintain the current details of all other records that can be created by South Australian swimmers.
- 21.1.4.3. in the case of South Australian and Best by South Australian records, receive applications for new records, verify the claims, arrange for publicity of new records and issue the appropriate certification.
- 21.1.4.4. in the case of all other records created in South Australia, receive the application for the new record, check the claim and submit the claim to the appropriate authority.

21.1.5. The Results Officer is an administrative official and may keep a record of points scored in relation to the various trophies awarded by Swimming SA at all open competitions conducted by Swimming SA and Clubs.

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## **22. CHIEF EXECUTIVE OFFICER/GENERAL MANAGER**

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- 22.1. The Chief Executive Officer (CEO) / General Manager (GM) shall be appointed by, be responsible to and report to the Board.
- 22.2. All staff of Swimming SA (other than the CEO/GM) shall be appointed by the CEO/GM and shall be accountable to the CEO/GM.
- 22.3. The CEO/GM (or such other person as the board determines from time to time) shall be appointed by the Board to fulfil the role of Public Officer for the Association.
- 22.4. A former CEO, GM or staff member is ineligible to be appointed or elected to the Board for a period of 3 years after leaving the role.

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## **23. HONORARIA**

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- 23.1. At the last Board meeting scheduled prior to despatch of Notices of the Annual General Meeting in each year the Board will consider any proposals for the granting of Honoraria in respect of services rendered to Swimming SA in the preceding financial year.

23.2. The General Manager will prepare proposals in respect of any recommendations approved by the Board for consideration by the Annual General Meeting.

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## **24. STAFF ENTITLEMENTS**

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- 24.1. Swimming SA shall maintain a separate bank account to hold funds as provision for accrued staff entitlements for Long Service Leave, Annual Leave and accrued hours in lieu of overtime.
- 24.2. During the month prior to the end of the financial year, staff entitlements at the end of that financial year will be calculated including:-
- 24.2.1. Annual Leave accrued in excess of 1 years entitlement and
  - 24.2.2. Long Service Leave accrued for employees with in excess of 5 years service and
  - 24.2.3. the value of accrued recorded hours due to staff members for time worked in excess of standard employment hours and
  - 24.2.4. the on-costs related to the above.
- 24.3. Prior to the end of the financial year, sufficient funds will be transferred from the Swimming SA operating bank account to the Swimming SA Staff Entitlements bank account to bring the balance of the account to an amount at least equal to the total calculated in accordance with clause 24.2.
- 24.4. Withdrawals from the Swimming SA Staff Entitlements bank account shall be affected only with the prior approval of the Board and only for the express purpose of payments to staff members for their accrued entitlements.

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## **25. COLOURS**

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The colours of Swimming SA shall be as per the Swimming Australia style guide  
South Australian team representatives shall be red, navy blue and yellow.

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## **26. LOGO**

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The Swimming SA Logo shall be as per the Swimming Australia style guide.

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## **27. BANKING**

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- 27.1. All cheques, promissory notes, banker's drafts, bills of exchange and other negotiable instruments and all receipts for money paid to Swimming SA shall be signed by two signatories. The General Manager shall ensure that the following personnel are at all times authorised to sign cheques on behalf of Swimming SA Inc.
- 27.1.1. a minimum of four Directors
  - 27.1.2. the General Manager.
  - 27.1.3. One other senior staff person who is not associated with the creation of invoices and shall be endorsed by the Board.
- 27.2. All authorised signatories shall be required to sign the "Acknowledgement of Responsibilities and Statement of Requirements for Swimming SA Inc. Cheque Signatories" before authorisation of their appointment is transmitted to the Bank.

**End Document**