



*Swordfish*  
*Fencing Club*

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CONSTITUTION

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**CONSTITUTION OF  
SWORDFISH FENCING CLUB INC**

1. NAME

The name of the organisation shall be SWORDFISH FENCING CLUB INC.

2. DEFINITIONS

In the following sections, unless the contrary intention appears:

- a) 'Fencing' means those activities provided for in the regulations of the Federation Internationale d'Escrime.
- b) 'Club' means the club referred to in section 1.
- c) 'Constitution' refers the sections as set forth in this document.
- d) 'Committee member' refers to a person holding one or more offices as listed in section 8.
- e) 'Member' refers to a person admitted into membership of the Club in accordance with the Constitution.
- f) 'AGM' means Annual General Meeting of the club's members.
- g) 'SGM' means Special General Meeting of the club's members.

3. OBJECTS

The Objects of the Club are:

- a) To be a credit to the community in which it functions.
- b) To promote, encourage and improve the sport of fencing.
- c) To provide the means and facilities for club members to be able to train and participate in fencing.
- d) To foster and promote good relationships between all clubs and bodies engaged in the provision and promotion of fencing.
- e) The property and income of the Association shall be applied solely towards the promotion of the objects or purposes of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of the Association, except in good faith in the promotion of these objects or purposes.

#### 4. POWERS

The Club shall have the following powers:

- a) To purchase, sell, mortgage, lease, exchange or otherwise acquire or dispose of any real or personal property or any rights or privileges for the objects of the Club.
- b) To conduct appeals for funds and to accept donations and bequests under testamentary dispositions and government grants and to raise funds by public subscriptions and to any other means as may from time to time be approved by the Committee.
- c) To invest in Trustee Securities or otherwise to deal with the monies of the Club not immediately required for the purposes of the Club in such manner as authorised by law and as may from time to time be determined by the Committee.
- d) To hold and administer property on trust.
- e) To borrow money by way of loan or overdraft or by the issue or execution of mortgages, charges, bonds, debentures, or other securities, over all or any of the property of the Club as may be deemed necessary, and to liquidate, redeem or pay off such obligations and securities.
- f) To appoint delegates and representatives to other societies, clubs, or bodies, and to appoint or elect sub-committees and standing committees as the Club sees fit.
- g) To co-opt persons as required.
- h) To appoint Auditors as required but that no auditor shall be a member of the Committee.
- i) To approve the membership of any person eligible for membership and to terminate the membership of any person.
- j) To suspend, expel, fine or otherwise deal with any member or official for any behaviour or non-compliance with this Constitution, By-laws of the Club or decisions of the Committee when such behaviour or non-compliance is deemed not to be in the best interests of the Club.
- k) To make by-laws for the conduct of the Club.
- l) To appoint, suspend or dismiss or otherwise deal with employees, consultants, sub-contractors or any other bodies, professionals or persons

- having dealings with the Club.
- m) To furnish, fit up and maintain any premises belonging to and occupied by the Club, and to provide all the necessary equipment, appliances and conveniences, as deemed by the committee.
  - n) To determine the subscription fee, if any, for membership.
  - o) To take out insurance, indemnity or guarantees as are necessary to protect the Club, any member, employee, committee member, or person acting on behalf of the Club.
  - p) To draw, accept and negotiate cheques, bills of exchange, promissory notes and other negotiable instruments.
  - q) To become affiliated or subscribe to any body whose object is similar to the objects of this Club or necessary to achieve those objects and if appropriate to withdraw or retire from any such body.
  - r) To do all things as are incidental or conducive to the attainment of all or any of the above objects.

## 5. MEMBERSHIP

- a) Subject to this Constitution, membership of the Club shall be open to any person who is in agreement with the principles and objects of the Club contained herein, and has satisfied the provisions in this Constitution regarding an Application for membership.
- b) The Classes of Membership
  - I. Ordinary Members
  - II. Associate Members
  - III. Life Members
  - IV. Honorary Members
  - V. Extraordinary Members
- c) Ordinary Membership is available to any person who shall make Application to be actively involved in the sport of fencing. An Ordinary Member may not be a member of another fencing club except by invitation of the club executive.
- d) Associate Membership is available to any person, over the age of eighteen, who is a partner, parent or Guardian of an Ordinary Member or who shall

make Application to contribute to the principles and objects of the Club contained herein and is not actively involved in the sport of fencing.

- e) Life and Honorary Membership will be assessed individually and awarded on any person who is deserving of such status.
- f) Extraordinary Membership is available to any person who shall make Application for Ordinary membership in the period before the AGM has conferred their ordinary membership.
- g) Ordinary Membership will be conferred by the AGM on any person who in the opinion of the majority of the AGM is deserving of membership status. Members of other fencing clubs are able to join provided it is approved by the club executive through majority vote.
- h) The AGM or SGM will award Life and Honorary Membership.
- i) The acceptance of an Associate membership is at the discretion of the Committee.
- j) Membership classes may also be categorised as Curtin University student or Curtin University alumni or community member.
- k) All members agree to be bound by the Constitution By-Laws and decisions of the Committee unless otherwise altered by the AGM or SGM.
- l) All members must obtain insurance cover prior to fencing as per the Club Regulations.

## 6. CESSATION OF MEMBERSHIP

- a) Any member desiring to resign his or her membership shall do so by written notice to the Secretary. No such resignation shall relieve any member from payment of any subscription in arrears or other monies due by him or her to the Club at the date of his or her resignation.
- b) The Committee shall have the power to fine or suspend any member at any time for the period required. The member shall have the opportunity to be heard.
- c) The AGM and SGM shall have the power to fine, expel or suspend any member but shall not do so without giving the member the opportunity to defend him or herself. The member shall be informed of the decision in writing.

## 7. OFFICE-BEARERS

- a) Subject to this Constitution and the final authority of the AGM or SGM, the management powers and administration of the Club shall be vested in the Committee, which shall consist of the following officers:
  - I. President;
  - II. Vice-President;
  - III. Treasurer;
  - IV. Secretary;
  - V. Curtin Liaison;
  - VI. Ordinary committee members.
- b) The Executive shall consist of the President, Vice-President, and Treasurer.
- c) The Committee shall be responsible for the day-to-day management and administration of the Club between AGM or SGM.
- d) The Committee shall be responsible for:
  - I. Upholding and advancing the objects of the Club;
  - II. The exercise of the powers of the Club;
  - III. General management and administration of the Club;
  - IV. Finances of the Club;
  - V. Filling any vacancy in the Committee, which may occur during the Committee's term of office.
- e) Nomination and selection of committee members shall be subject to rule 10.

## 8. DUTIES OF OFFICE-BEARERS

Unless otherwise determined by the Committee, the duties of the Members of the Committee shall include the following:

- a) The President shall ensure the committee members are fulfilling their duty, assist them in achieving the objects of the club and create an environment conducive to achieving these goals.
- b) The Vice-President will assist the President in upholding his duties as required, and in the absence of the President shall perform the duties of the President as contained herein.

c) The Treasurer shall:

- I. Have custody of all books and documents of a financial nature.
- II. Keep books, which account for all monies received and all monies disbursed.
- III. Issue effectual receipts for monies received.
- IV. Pay all accounts on the authority of the Committee and in the proper manner.
- V. Report to the AGM or SGM on the financial standing of the Club.

d) The Secretary shall:

- I. Be responsible for informing members and office-bearers, and/or other individuals as the case may be, of forthcoming Club functions, meetings and business and any relevant news.
- II. Keep a minute book and record the proceedings of all committee meetings, AGM and SGM and ensure the President signs the minute book after its confirmation by resolution.
- III. Deal with incoming and outgoing correspondence.
- IV. Be responsible for the Seal of the Club and ensure that it is only used on proper authority.
- V. Keep copies of this Constitution and any By-Laws available for inspection by a financial member.
- VI. Have custody of all books and documents of the Club, barring those of a financial nature.
- VII. Receive and submit all applications for membership, and keep a Register of Members, which shall record name, address and nature of the membership of each member.

e) The Curtin Liaison shall:

- I. Attend Curtin Sports Club meetings on behalf of the club
- II. Coordinate with Curtin Sports Stadium and the committee to organise a "Come and Try" session each year
- III. Promote Uni Games and other university sports competitions to club members
- IV. Inform Curtin Sports Stadium of any significant changes to club structure and operations and to update the membership list monthly

f) Ordinary Committee Members shall assist the Executive in the execution of the Club's business, and take part in the decision making as representatives of the Club.

9. NOMINATIONS AND METHOD OF ELECTION OF OFFICE-BEARERS

- a) To nominate Office-Bearers or vote at an AGM and SGM, the member must be over the age of fifteen.
- b) Office-bearers of the Club shall be nominated at the AGM or SGM. Nominees must be over the age of eighteen and present at the AGM or SGM or their written concern shall be submitted.
- c) The Committee shall be elected at the AGM or SGM. Any person appointed to fill a casual vacancy by the committee shall only hold office for the committee's current term.
- d) At the AGM or SGM, the following provisions relating to election of officers shall apply:
  - I. The AGM and SGM shall elect a Returning Officer and two scrutineers by a show of hands. The scrutineers must not nominate for committee positions, however if the need arises, they must step down from the position of scrutineer, and another person shall be appointed in their place by show of hands.
  - II. A secret ballot shall take place to decide who shall fill the committee vacancies. The ballot shall be conducted by the Returning Officer, who will announce the final voting figures.
- e) A Committee member's term will be from his or her election at an annual general meeting until the next AGM or SGM after his or her election, but he or she is eligible for re-election to membership of the Committee.
- f) If a vacancy remains on the Committee after the AGM or SGM, or when a casual vacancy within the meaning of sub-rule (g) occurs in the membership of the Committee, the Committee may appoint a member to fill that vacancy. The member appointed under this sub-rule will hold office until the next AGM or SGM, at which they will be eligible for election to membership of the Committee.



- g) A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member –
- I. dies;
  - II. resigns by notice in writing delivered to the President or, if the Committee member is the President, to the Vice-President and that resignation is accepted by resolution of the Committee;
  - III. is convicted of an offence under the Act;
  - IV. is permanently incapacitated by mental or physical ill-health;
  - V. is absent from more than-
    - 1) 3 consecutive Committee meetings; or
    - 2) 3 Committee meetings in the same financial year without tendering an apology to the person presiding at each of those Committee meetings;Of which meetings the member received notice, and the Committee has resolved to declare the office vacant;
  - VI. ceases to be a member of the Association; or
  - VII. is the subject of a resolution passed by a general meeting of members terminating his or her appointment as a Committee member.

## 10. PROXIES

To execute their voting powers a member must be present at an AGM or SGM, or must cast their votes in writing. Voting members cannot send a proxy in their place.

## 11. PROCEEDINGS OF COMMITTEE

- a) The Committee shall meet at least four times in each year and the President, or at least half the members of the Committee, may at any time convene a meeting of the Committee.
- b) The quorum for a meeting must be more than 50% of committee members, and include at least one executive member.
- c) Each Committee member has a deliberative vote.
- d) A question arising at a Committee meeting must be decided by a majority of votes, but, if there is no majority, the person presiding at the Committee meeting will have a casting vote in addition to his or her deliberative vote.
- e) Subject to these rules, the procedure and order of business to be followed at a Committee meeting must be determined by the Committee members present at the Committee meeting.

- f) As required under sections 21 and 22 of the Act, a Committee member having any direct or indirect pecuniary interest in a contract, or proposed contract, made by, or in the contemplation of, the Committee (except if that pecuniary interest exists only by virtue of the fact that the member of the Committee is a member of a class of persons for whose benefit the Association is established), must-
  - I. as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee; and
  - II. not take part in any deliberations or decision of the Committee with respect to that contract.
- g) Sub-rule (f)(I) does not apply with respect to a pecuniary interest that exists only by virtue of the fact that the member of the Committee is an employee of the Association.
- h) The secretary must cause every disclosure made under sub-rule (f)(I) by a member of the Committee to be recorded in the minutes of the meeting of the Committee at which it is made.

## 12. ANNUAL AND SPECIAL GENERAL MEETINGS

- a) The Committee must convene annual general meetings within the time limits provided for the holding of such meetings by section 23 of the Act, that is, in every calendar year within 4 months after the end of the Association's financial year or such longer period as may be in a particular case be allowed by the Commissioner, except for the first annual general meeting which may be held at any time within 18 months after incorporation; and
- b) A SGM shall be called by the Committee by their own request or upon a requisition in writing signed by ten (10) members of the Club setting out the purpose or agenda of the proposed meeting. At an SGM, no business shall be transacted other than that specified in the notice convening such meeting.
- c) The date and place, and second date and place of the AGM and SGM shall be circulated to members not less than ten (10) days prior to a meeting.
- d) The quorum for an AGM and SGM shall be at least 50% of club members eligible to vote. If the quorum is not met at the first date, the meeting will take place at the second date, for which any number of members will constitute a quorum.
- e) Standing orders for the conduct of meetings shall be observed unless otherwise determined by the AGM or SGM.

13. ORDER OF BUSINESS AT ANNUAL AND SPECIAL GENERAL MEETINGS

- a) The AGM or SGM shall elect the Chairperson of the meeting by show of hands.
- b) Meeting declared open by Chairperson.

Unless otherwise decided, the business of the Club at meetings shall proceed in the following routine:

- c) Apologies tendered.
- d) Membership.
- e) Reading of previous Minutes -
  - I. Confirmation of Minutes.
  - II. Business arising from Minutes.
- f) Reading of correspondence -
  - I. Business arising from correspondence.
  - II. Confirmation of correspondence.
- g) Financial reports of the Treasurer -
  - I. Business arising from the accounts.
  - II. Confirmation of the Financial Reports.
- h) Reports -
  - I. Business arising from reports.
  - II. Confirmation of reports.
- i) Election of Officers.
- j) Unfinished business.
- k) Motions of which notice has been given.
- l) General business.
- m) Meeting declared closed.

14. VOTING

- a) Only Ordinary Members, Associate Members and Life Members are entitled to vote and nominate office bearers. Club members under the age of 15 will not be eligible to vote or nominate.
- b) Unless otherwise specified in this Constitution, voting shall be by a show of hands or a secret ballot if the majority decide to do so. The Chairperson shall determine the manner in which the secret ballot will be conducted, and the result, as declared by the Chairperson, shall be deemed to be a resolution of the meeting concerned.

15. FINANCE

- a) All funds shall be deposited to the credit of the Club at such Bank or Building Society as approved by the Committee. All such accounts shall be operated by, and require the signatures of the Treasurer and at least one other committee member who shall be chosen by the Committee.
- b) The Club's financial year shall run from the 1st January of one year to the 30th December of the following year.

16. SUBSCRIPTIONS OF MEMBERS

- a) The members shall from time to time at an AGM or SGM determine the amount of the subscription to be paid by each member.
- b) Each member shall pay to the Treasurer in advance, the amount of the subscription determined under sub-rule (a).

17. AUDITOR

- a) The Auditor or Auditors shall be appointed by a majority of members at the AGM but no Auditor so appointed shall be a member of the Committee. Any vacancy shall be filled at a SGM convened for that purpose.
- b) The Auditor or Auditors shall once in every year make an audit of the Club's accounts and report to the AGM.
- c) The Committee shall give to the Auditor or Auditors at all reasonable times full access to the Club books and accounts and afford him/her or them every facility for the purpose of making a correct audit of the Club's financial affairs.

18. COMMON SEAL

The Common Seal of the Club shall be in the custody of the Secretary and shall only be affixed to any document pursuant to a resolution of the Committee. The use of the Seal shall be attested to by the Secretary and then only in the presence of a quorum of the Committee.

19. INSPECTION OF CLUB'S BOOKS AND CONSTITUTION

Upon reasonable notice to the Secretary, Ordinary, Associate and Life Members may inspect the Constitution, books and documents of the Club.

20. INTERPRETATION OF CONSTITUTION AND BY-LAWS

Subject only to the final authority of the AGM or SGM, the Committee shall decide upon all questions of interpretation associated with the Club's Constitution and By-Laws.

21. AMENDMENTS TO THE CONSTITUTION

- a) No rule shall be amended or replaced, nor shall any new rule be made except by special resolution which is passed by a seventy-five percent (75%) majority of the members eligible to vote and present at the SGM or AGM duly convened.
- b) Notice of any proposed amendment repeal or addition must be given in writing to the Secretary at least twenty (20) days prior to the SGM or AGM.

22. SERVICE OF NOTICES

A notice required to be given under this Constitution shall be in writing and be served, on the person to whom it is to be given, personally or sent through the post to the address of that person last notified to the Secretary.

**23. DISSOLUTION**

- a) Dissolution of the Club may only be determined by special resolution which is passed by a seventy-five percent (75%) majority of the members eligible to vote and present at the AGM or SGM of the Club convened for that purpose.
- b) At least sixty (60) days prior to the SGM or AGM, notice of the proposed dissolution must be distributed to every member in writing to the most recent address recorded on the club register.
- c) If upon winding up or dissolution of the Club there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed amongst the members or former members, but shall be given or transferred
  - I. to another association incorporated under the Act which has similar objects; or
  - II. for charitable purposeswhich association or purposes, as the case requires, shall be determined by resolution of the members.

I/we hereby certify that this is a true and correct copy of the Constitution and Rules of

**SWORDFISH FENCING CLUB INC**

**Signed** \_\_\_\_\_ **Date** \_\_\_\_\_

**Signed** \_\_\_\_\_ **Date** \_\_\_\_\_