

**GLENELG BASEBALL CLUB
INCORPORATED**

RULES AND CONSTITUTION

AS AT MAY 2010

RULES OF THE GLENELG BASEBALL CLUB INCORPORATED

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RULES OF THE GLENELG BASEBALL CLUB INCORPORATED

1. NAME:

The name of the Association shall be "Glenelg Baseball Club Incorporated".

2. INTERPRETATIONS:

The "League" shall mean the South Australian Baseball League Incorporated, and shall extend to include the controlling body for the time being in the State of South Australia.

The "Club" shall mean Glenelg Baseball Club Incorporated.

"Member" shall mean any person registered or entitled to be registered as a member of the Club and shall extend to include Officers, Playing Members, Non-Playing Members, Associate Members, Honorary Life Members, Player Life Members and Honorary Members.

The "Secretary" or any other Officer includes any Acting Secretary or Acting Officer for the time being.

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3. OBJECTS:

The Objects for which the Association is formed are: -

- (a) To establish and carry on a Club for the purpose of promotion, control and encouragement of the game of Baseball,
- (b) The formation of a team and/or teams either alone or in conjunction with other Clubs to compete in Baseball matches under the auspices of the League, or any other matches whether in South Australia or Interstate, which may be expedient to the Club, provided, however, that it shall not in any way violate the Constitution of the League.
- (c) The establishment, formation, and control of any Club or Clubs as may seem expedient to the Club.
- (d) To apply for, hold and exercise the rights and privilege of any licenses or permits that may be granted under the Licensing Act of the State of South Australia or any Act amending the same or in substitution therefore or any other kind of license which may be granted under any such Act for the time being in force.
- (e) To enter into any arrangements with any government or authority supreme, municipal, local or otherwise, that may seem conducive to the Club's objects, and concessions which the Club may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privilege and concessions.
- (f) To purchase, take on lease, of otherwise acquire, land, buildings and premises for the furtherance of such objects.
- (g) To erect, maintain, and alter any buildings or structures that may be required for the purposes of, or can be conveniently used in connection with the Club.
- (h) To borrow or raise money by the issue of mortgages, debentures, charges, or any other securities founded or based upon all or any of the property of the Club or without any such security and upon such terms as may seem expedient.
- (i) To invest moneys of the Club in such manner as may from time to time be determined.
- (j) To accept, take, hold or sell shares of any other Club or Company likely to promote or advance the interests of this Club.
- (k) To undertake to act as Trustee and to execute any trusts the undertaking of which may seem desirable and either gratuitously or otherwise.
- (l) To appoint agents to transact any business of the association on its behalf.

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- (m) Generally to do all such acts, matters and things as are considered conducive to the attainment of the foregoing objects or any of them.

4. CONSTITUTION:

The Club shall consist of: -

- (a) Three (3) Trustees, and the Officers of the Club for the time being and all Life Members, Playing Life Members, Playing Members of the Club and Non-Playing Members of the Club and Associate Members of the Club.
- (b) No Member shall take any beneficial interest in any of the property or assets of the Club, and in the event of the dissolution thereof the assets shall be realised and the proceeds paid to such Charitable Institutions, or applied for such charitable purposes, as the Members at the time of the Dissolution of the Club shall decide.
- (c) The Officers of the Club shall be:
- i. Patrons – maximum of five (5)
 - ii. President
 - iii. Secretary
 - iv. Treasurer
 - v. Fundraising & Sponsorship Manager
 - vi. Playing Operations Manager
 - vii. Junior Development Manager
 - viii. Facilities Manager
 - ix. Projects Manager

shall be elected each year at the Annual General Meeting of the Club. In the event of any office not being filled it shall not invalidate the appointment of the other Officers. Should more than the required number be nominated for any office a ballot shall be taken.

- (d) No member required in paying a subscription, or who owes any money to the Club shall be eligible for any office in the Club, if any subscriptions or money owing should be unpaid at the time their nomination is lodged.
- (e) Each candidate for office excluding Patron, Vice-Patrons, Auditors, and Solicitor shall be nominated by two (2) Members of the Club and the names of the candidates and their nominators shall be delivered to the Secretary not less than seven (7) days before the meeting at which the election is to take place, and be displayed in a prominent position in the Club. In the event of an insufficient number of candidates being nominated the requisite number shall be made up on the nomination of the Board of Management at the meeting at which the election is to take place.

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- (f) The affairs of the Club shall be managed by a Board of Management elected by the general body of Members of the Club.

5. TRUSTEES AND PUBLIC OFFICER:

- (a) There shall be three (3) Trustees of the Club. The initial appointments shall be for two (2), four (4) and six (6) years respectively with subsequent terms of office for six (6) years being appointed biennially at Annual General Meetings thereafter.

If a vacancy occurs for any reason during a term of office the Board of Management shall appoint a replacement within two (2) months to fill the vacancy, and shall only retain office for so long as his/her predecessor was entitled to do.

Any deed, instrument, of document, to which the Seal of the Club is affixed, shall be countersigned by two (2) of the Trustees of the Club and the Secretary or Acting Secretary of the Club for the time being. The Seal shall not be affixed without the authority of the Board of Management.

- (b) The Public Officer of the Club shall perform the duties prescribed by the Associations Incorporation Act pursuant to any amendments or republications from time to time.

The Public Officer shall be appointment by the Board of Management at the recommendation of the Trustees.

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6. MEMBERS:

Members shall be divided into the following classes - Honorary Life Members, Playing Life Members, Playing Members, Non-Playing Members, Associate Members, and such members shall without exception be subject to all the rules of the Club now in force or at any future time passed by a majority of the members of the Club.

All new applicants for membership of the Club shall complete membership application form and be proposed and seconded by two (2) financial members of the Club and proper notice is given of the nomination to the members of the Club. Such application shall be approved by the Board of Management.

- (a) Life Member" as per clause 7.
- (b) A 'Player Life Member' as per clause 7.
- (c) A 'Player Member' is any member paying the relevant fees as per clause 20 and shall be entitled to all the privileges of the Club.
- (d) A 'Junior Playing Member' is any member under the age of eighteen (18) years, paying the relevant fees as per clause 20 and shall be entitled to all the privileges of the Club, except shall have no right to vote at any meeting, nominate or second any member to a Club position.
- (e) A 'Non Playing Member' is any member over the age of eighteen (18) years paying the relevant fees fixed at the Annual General Meeting as per clause 20 and shall be entitled to all the privileges of the Club, with the exception of playing.
- (f) An 'Associate Member' is a member paying the relevant fees as per clause 20 and shall be entitled to all the privileges of the Club with the exception of playing and with further exception shall have no right to vote at any meeting of the Club.

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7. LIFE MEMBERS

- (a) The Board of Management shall appoint annually a Life Membership Committee which shall make recommendations to the Board of Management, members eligible for Life Membership as per the clauses listed below.

The Life Membership Committee shall consist of the elected Trustees (3), the President and two (2) members of the club recommended by the Board of Management.

- (1) Any member can be nominated by two (2) financial members, with the nomination and details been submitted to the Life Membership Committee.
- (2) All recommendations of Life Membership or Playing Life Membership are to be submitted to the Board of Management with appropriate details of the recommendations.
- (3) The Board of Management shall have the right to dispute any decision made by the Life Membership Committee.
- (4) All recommendations are to be approved by a two third majority of the Board of Management and approved by the next Annual General Meeting.
- (5) All recommendations by the Board of Management are to be approved by the next Annual General Meeting.

The Life Membership Committee shall at all time assure that all membership details are recorded correctly, including games played, and kept in a membership register.

- (b) 'Honorary Life Member' of the Club is any member in consideration of:-

- (1) Twenty (20) years membership of the Club, of which at least ten (10) of that period shall have been served on the Board of Management of any Club committee, as per clause 17 (e).

or

- (2) Special services rendered to the Club, provided however that not more than one (1) Life Member shall be elected under this clause in any one (1) year.

Such Life Members shall be exempted from the payment of all subscriptions to the Club. Life Members shall during the continuance of their life enjoy all the privileges of a playing member.

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- (c) A 'Player Life Member' of the Club is any member in consideration of:-
- (1) 'Player Member' of the Club for twenty (20) years, having played in 300 senior games in the principal playing season, approved by the League.

or

 - (2) 'Player Member' of the Club, having played in 300 Division 1 games in the principal playing season, approved by the League.

or

 - (3) 'Player Member' of the Club, having played in 175 Division 1 games as a principal pitcher in the principal playing season, approved by the League.

Such Player Life Members shall be required only to pay the voting membership fee, as per clause 26. Playing Life Member shall during the continuance of their life enjoy all the privileges of a player member.

Clauses 7 (b) and 7 (c) are related to all members whose membership of the Club commenced from the age of eighteen (18).

8. ANNUAL GENERAL MEETING

The Annual General Meeting of the Club shall be held within two (2) months following the end of the financial year in each year, at such time and place as the Board of Management may determine.

9. EXTRAORDINARY GENERAL MEETINGS

The Secretary of the Club, upon being authorised to do so by resolution of the Board of Management, or on the written request of not less than fifteen (15) members of the Club, who by their classes of membership have voting rights, call an Extraordinary General Meeting of the Club. The object of such Meetings shall be expressed in such resolution or requisition and that shall be the only business transacted of such meeting.

10. ADJOURNMENT OF MEETINGS

The Chairperson may, with the consent of the meeting adjourn the same from time to time and from place to place.

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11. NOTICES

At least fourteen (14) days notice shall be given to all members who by their classes of membership have voting rights prior to the Annual General Meeting or any Extraordinary General Meeting of the Club, and the posting of such notices to the address in the Members' Register be sufficient proof of due delivery.

Such notice shall state the time and place of such meeting and in the case of an Extraordinary Meeting, shall state the object for which the meeting is called.

12. VOTING

The mode of voting shall, unless otherwise provided in these Rules, be by a show of hands, except if a ballot be demanded by the majority of the Meeting at which such voting is to take place.

13. CASTING VOTE

The President or Chairperson shall have a deliberating vote on any motion, and when voting is equal, then he/she shall have a Casting Vote. He/she has however the rights to decline to use his/her deliberating vote.

14. QUORUM

A number equal to twenty (20) per cent of members who by their classes of membership have voting rights shall form a Quorum at all Annual General and Extraordinary General Meetings of the Club, and a number equal to fifty (50) per cent of the elected members shall form a Quorum at any Board of Management or other Club Committee, the teams selection committee being at all times excepted.

15. MANAGEMENT

- (a) The management of the Club shall be vested in a Board of Management of eight (8)
- (b) The Board of Management shall meet once in each month, at the time and place most expedient to the majority of the Committee and/or at such other times as shall from time to time be determined.
- (c) Any Member of the Board absenting himself/herself from two (2) consecutive Meetings without notice to the Secretary shall be deemed to have vacated his/her Office, provided always that such Member shall have the right to be nominated again to fill such vacancy on the Board.

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- (d) If any case arise which is, or in the opinion of the Board, not provided for by these Rules, it shall be determined by such Board of Management in such manner as it shall think fit and its decision shall be final.
- (e) The Board of Management shall appoint, on the recommendation of Board Members, committee/s that are associated with the Board Members portfolio. These committees will report directly to the appropriate Board Member, who shall submit reports to the Board of Management on a regular basis.

These committees will form the working committees of the Board of Management portfolios.
- (f) The Board of Management shall have power at any time to fill any casual vacancy, occurring in the offices of the Club and every person so chosen shall only retain office for so long as his/her predecessor was entitled to do.
- (g) The Board of Management may from time to time make, vary and rescind by-laws, regulating the affairs of the Club; subject always to the Rules, which in case of conflict shall prevail.
- (h) An Emergency Committee shall be any of the Board of Management providing however one (1) of the three (3) is the President or Secretary. This Committee is to deal with urgent business between meetings and such Committee shall report its actions to the next meeting of the Board of Management.
- (i) The Emergency Committee referred to in the preceding sub-clause (h) shall not have power to commit the Club financially.

16. GLENELG BASEBALLERS CLUB

- (a) The fundraising committee of the Club shall trade under the name of the Glenelg Baseballers Club.
- (b) The Board of Management of the Club shall appoint a fundraising committee, which shall not be limited in number.
- (c) The duties of the Glenelg Baseballers Club shall be to raise money for the benefit of the Club generally.
- (d) The Glenelg Baseballers Club shall be subject to direction from and responsible to the Board of Management of the Club.

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17. BY - LAWS

By-Laws of the Glenelg Baseball Club shall be made for the purpose of enlarging the detail of the Constitution of the Glenelg Baseball Club, and insertion and alteration thereof shall be as prescribed in the By-Laws.

18. AUDIT

The Accounts of the Club shall be audited annually by a Registered Auditor as required by the Associations Incorporation Act, who shall be appointed at the Annual General Meeting.

19. FINANCIAL YEAR

The Financial Year of the club shall end on the 30th day of April for audit purposes, and subscriptions shall be valid until the 30th September of each year.

20. SUBSCRIPTIONS

The Annual Subscriptions payable shall be fixed by the Board of Management as per By-Law clause 4 (3) (Duties of the Treasurer).

21. COLOURS

The Club colours shall be Yellow and Black.

22. MISCONDUCT

Any Member found guilty of misconduct may be suspended or expelled from the Club upon a vote equal to a three-quarter (3/4) majority of the Board of Management present at the time of the decision concerning such Member provided, however, that any Member accused of such misconduct shall have four (4) days notice of any charge that may be brought against him/her.

In the event of such Member not attending or forwarding an explanation, the case shall be decided ex parte. Any member so expelled shall cease to have any rights or interest in the Club or its properties.

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23. ALTERATION OF RULES

(a) These Rules or any of them may be altered, amended, added to, varied or repealed either:

(1) At an Annual General Meeting or an Extraordinary General Meeting of Members by giving not less than fourteen ((14) days notice to Members specifying the terms of the proposed alterations, amendments, additions, variations or repeals.

or

(2) By posting the terms of the proposed alterations, amendments, additions, variations or repeals on the notice board at the Club premises not less than twenty-eight (28) days before the date of the Annual General Meeting or Extraordinary General Meeting at which it is proposed to make such alterations, amendments, additions, variations or repeals. For the purpose of this sub-rule "Club premises" shall mean the premises designated as such by the Board of Management.

(b) A three-quarter (3/4) majority of members present and entitled to vote at any Annual General Meeting or Extraordinary General Meeting shall be required for the purposes of sub-rule (a) (1) and (2) of this Rule.

30. AFFILIATION

Affiliation may be granted at the absolute discretion of the Board of Management subject to such terms, conditions and provisions as the Association may from time to time prescribe. No fee shall be charged for affiliation.

31. INDEMNITY

The Club shall indemnify any Trustee, Office Bearer or Member against any liability incurred by such Trustee, Office Bearer or Member in doing or intending to do any authorised act as Agent or Servant for or in the interests of the Club.

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AMENDMENTS TO THE RULES

1. February 1968 Re-write of Constitution - signed by Don A. Rice - Chairman
2. May 1971 Reciprocal Rights - Rule 6 (g)
3. April 1974 Vice-Presidents - Rule 4 (c)
Out of Pocket Expenses - Rule 29
4. June 1981 Annual General Meeting - Rule 7
Financial Year - Rule 22
5. June 1983 Authority to become a retailer - Rule 3 (v)
Delete no subscriptions for women - Rule 17
6. June 1984 Update of Liquor Licence requirements -
Rule 3 (d) & 6 (f)
7. October 1989 Update of Liquor Licence requirements for a
unrestricted licence to be obtained
8. June 1994 Alteration Sealholders criteria - Rule 5 (a)
Insert Public Officer - Rule 5 (b)
Insert Player Life Member - Rule 6 (b)
Alteration to Life Member - Rule 6 (a)
Alteration to conform with Government Acts
Alteration for eligibility to Committee - Rule 4 (d)
Insert Junior Member - Rule 6 (d)
Alteration to Duties of Treasurer - Rule 19 (a)(b)(c)
Alteration to Audit - Rule 21
Alteration to Coaching - Rule 24
Alteration to Subscriptions - Rule 25
Alteration to Alteration of Rules - Rule 28
9. August 1994 Alteration to number of Patrons (max. 5) - Rule 4 (c)
10. May 2003 Delete Chairman - Rules 4 (a), 12, 16(a) & (g)
Alteration to Management - Rule 16 (a) - Committee
of Management to 5
Insert - Rule 6 (b) (2) - Player Life Member -
Division 1

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11. May 2008 Changes to Management Structures
Alterations to Life Members clause and insert Life Members Committee
Alterations to Sealholders criteria
Update of wording, etc in the constitution
12. June 2008 Alteration to Life Membership - Rule 7 (b) (1)
Insert Committee Member definition - Rule 16 (e)
13. May 2010 Changes to Board of Management - increase the number of members from 6 to 8. Refer to Clause 4 & 17. Deletion of clauses 3. (e) (f) (g) (h) (j) (k) (l) (m) (n) (o) (p) (q) (r) (s) (t) (u), 9, 13, 19, 20, 21, 24, 25, 30 from the constitution by placing them into the Club By-Laws. Insert clause 18 By-Laws

