

CONSTITUTION

22nd January 2014

THE CONSTITUTION OF ILLAWARRA WATER POLO INCORPORATED

1. NAME

The name of the Association shall be Illawarra Water Polo Incorporated, here after called 'IWPI'.

2. DEFINITIONS

In the Constitution unless the contrary intention appears from the context:

'AGM' means the Annual General Meeting of IWPI held after the end of the financial year and in order to comply with the provisions of the Act.

'Authorised Delegates' means the appointed representative of a Club

'AWPI' means Australia Water Polo Inc.

'Board' means the Board of Directors of IWPI.

'Meeting' means a meeting of Authorised Delegates of Clubs, Members of the Board and Life Members of IWPI

'Club' means a group of members who play together in a team or teams in competitions and members in groups who play together in definite geographical districts in competitions conducted by or approved by IWPI, and in relation to which competition entry fees and annual affiliation fees have been paid as required.

'Disciplinary Committee' means the committee appointed pursuant to Clause 21 of this Constitution.

'Electronic Mail' means facsimile or other means of electronic transmission of data approved from time to time by the Board.

'Exhaustive Ballot' means the process by which the Attendees at an Annual or Special Meeting vote for two (2) or more candidates and the candidate with the least number of votes is eliminated. This process is repeated until the required number of candidates remain.

'Director' means a Director for the time being.

'Illawarra' means the area encompassed by the Wollongong City, Shellharbour and Kiama Councils

'FINA' means Federation Internationale de Natation.

'Mail' means post or electronic mail.

'Majority' means a majority on an issue of not less than one-half of the number of votes eligible to be cast.

'NSWWPI' means New South Wales Water Polo Incorporated.

'Special Meeting' means any other Meeting convened by the Secretary of IWPI in accordance with the provisions of this Constitution.

'Special Majority' means a majority on an issue of not less than three-quarters of the number of votes eligible to be cast of those in attendance at the AGM or Special Meeting.

'The Act' means the Association Incorporations Act 1984 of the State of New South Wales.

Words in the plural number shall include the singular and vice versa.

Words importing the masculine gender shall include the feminine or neuter gender.

3. OBJECTIVES

The objectives of IWPI are:

- 3.1** to manage, promote, encourage, develop and control the sport of water polo throughout the Illawarra Region;
- 3.2** to facilitate participation in state or other competitions.
- 3.3** to partner with local facility providers, educational institutions, community organisations and businesses to facilitate objective 3.1

4. POWERS OF IWPI

4.1 Subject to the Constitution IWPI shall have full power, jurisdiction and authority to do all things necessary to carry out the business, the affairs and objectives of IWPI, including but are not limited to, the following:

4.1.1 to ensure uniformity of rules for the control and regulation of water polo and the conduct, promotion and management of water polo competitions, within the Illawarra, in accordance with the FINA Rules of water polo;

4.1.2 to be a member of New South Wales Water Polo Inc. (NSWWPI); when deemed necessary by the board.

4.1.3 to control, in conjunction with any of its Members, the selection and management of Illawarra representative water polo teams, players and officials;

4.1.4 to adjudicate upon appeal matters of dispute;

4.1.5 to act, alone or in conjunction with any of its Members, in any matter concerning water polo within the Illawarra;

4.1.6 to admit to membership players and other persons who are desirous of promoting the

objects of IWPI and to impose and collect the necessary subscriptions, fees and levies from the various categories of people;

4.1.7 to invest and deal with the money of IWPI not immediately required in such manner as may be permitted by law for the investment of trust funds;

4.1.8 to print and publish including electronically any newspapers, periodicals, books or Leaflets that IWPI may think desirable for the promotion of its objectives; and

4.1.9 to do all such other things as are incidental or conducive to the attainment of the objectives and the exercise of the powers of IWPI.

4.1.10 to impose and enforce penalties, including suspension, disqualification or expulsion, on any member or Club, for committing any breach of this Constitution or who has carried out, counselled or sanctioned conduct, which in the opinion of IWPI had brought the sport of water polo into disrepute.

4.2 In addition to the powers conferred by Clause 19 IWPI shall have the power to fine, reprimand, suspend, expel or otherwise deal with a Member or Club which or who in the opinion of the Disciplinary Committee;

4.2.1 is or has been in breach of this Constitution; or

4.2.2 is or has been guilty of misconduct of any kind, including but not limiting the generality thereof, of unfair practice relating to water polo or action which denigrates the sport of water polo; or

4.2.3 Brings IWPI into disrepute through representation or IWPI.

4.2.4 breaches NSWWPI's anti-doping policy.

4.3 IWPI shall have the power to make, vary or modify from time to time such rules and regulations as it deems necessary for the maintenance of discipline as envisaged by Clause 4.2.

5. MEMBERSHIP

5.1 Membership of IWPI shall consist of:

5.1.1 Members;

5.1.2 Life Members;

5.2 A Member is a person who:

5.2.1 has paid the necessary subscriptions, fees and levies as set by the Board in a schedule to the constitution;

5.2.2 and while a suitable competition is conducted (in that year) or approved by IWPI , plays, referees or officiates in this competition. (If no suitable competition for the member is conducted or approved by IWPI in that year, 5.2.1 is the only requirement for membership.)

5.2.3 or is an elected director or consultant of the board.

5.3 Membership of IWPI is not transferable.

5.4 Life Membership of IWPI may be conferred by special majority of the AGM on the recommendation of the Board upon any person who has for a period of not less than ten (10) years rendered outstanding service to the sport of Water Polo provided that:

5.4.1 not more than two Life Members may be elected in any two-year period;

5.4.2 the Board recommends conferring the Life Membership and notice of such recommendation is given to all Delegates not less than thirty (30) days prior to the date of the AGM;

5.4.3 a Life Member shall be eligible for election for any office of IWPI;

5.4.4 a Life Member shall be presented with such badge or medallion as may be determined by the Board.

5.5 The necessary membership fees and levies will be as prescribed by the Board from time to time and will be payable prior to playing or refereeing in any water polo competition or prior to participating as a voting member at any Meeting.

5.6 The liability of a member is limited to the extent of his unpaid membership fees and levies for the current year.

5.7 Membership may be resigned within the membership year by notice in writing to the Secretary, and shall take effect on receipt provided that the member has no debts outstanding to IWPI, otherwise membership shall cease by non-payment of the membership fee on 31 August of the membership year.

6. BOARD OF DIRECTORS

6.1 The affairs of IWPI shall be managed and controlled by a Board which (in addition to any other powers and authorities expressly conferred upon the Board by this Constitution) may carry into effect all or any of the objects of IWPI and may exercise all powers of IWPI and do all such acts and things as may be exercised and done by IWPI in AGM, subject nevertheless to the provision of this Constitution and to the resolutions of IWPI in the AGM. No such resolution shall invalidate any prior act of the Board which would have been valid had that resolution not been passed.

6.2 The Board shall consist of:

6.2.1 The President who shall preside at the AGM and Board Meetings, coordinate the activities of the Directors and shall represent IWPI in furtherance of its objects. The coaches, managers and selection committees for IWPI representative teams shall report to the President.

6.2.2 Financial Director who shall be responsible for keeping the accounts, arranging the audit of those accounts.

6.2.3 The Secretary who shall be the Public Officer of IWPI

6.2.4 Senior Competition Director in any year in which a senior competition is organised by IWPI as deemed necessary by the board. The Senior Competition Director shall be the convenor of the Senior Competition Committee, the functions and membership of which are set out in Clause 29 and he shall be responsible for the carrying out by that Committee of its functions.

6.2.5 Junior Competition Director in any year in which a senior competition is organised by IWPI as deemed necessary by the board. The Senior Competition Director shall be the convenor of the Junior Committee, the functions and membership of which are set out in Clause 30, and he shall be responsible for the carrying out by that Committee of its functions.

6.2.6 Two (2) further Directors.

Note: The minimum amount of directors, without Competition directors is then Five(5), and the quorum for a board meeting as defined by 7.4.2 is Four (4).

6.3 Appointed Consultants

6.3.1 appointed Consultants may be appointed by the Board on an annual basis as

determined by the Board consistent with the following criteria:

6.3.1.1 each appointment may be in response to a clearly identified gap in one or more governance requirements not currently met by elected directors.

6.3.1.2 each appointed Consultant must be prepared to make a commitment to serve the best interests of IWPI as an organisation, not just focus on their special contribution.

6.3.1.3 each appointed consultant will make a commitment to attend all board meetings.

6.3.1.4 the Board shall notify Members of such appointments made.

6.3.1.5 appointed Consultants shall have the same responsibilities and liabilities as all other Directors with exception of the right to vote at Board Meetings, AGM and Special Meetings.

6.4 Election of Directors

6.4.1 the Board shall be elected at the AGM.

6.4.2 members seeking election to the Board shall signify in writing their acceptance of nomination by at least two (2) members and such nomination shall be received by the Chief Executive at least fourteen (14) days prior to the AGM. Nominees for any such position shall be required to state with their nomination their qualifications and experience.

6.4.3 in the event that there is more than one candidate for any position then such position shall be decided by an exhaustive ballot.

6.4.4 all Office Holders from the immediate past year shall remain in office until the conclusion of the AGM at which time all newly elected Office Holders shall take office.

6.4.5 the Board shall have the power at any time to appoint an eligible person to the Board to fill a vacancy. Any person so appointed shall hold office only to the conclusion of the next AGM.

6.5 Removal of Directors

6.5.1 IWPI may, by ordinary resolution to the AGM or a Special Meeting of which notice has been given,

remove any Director before the expiration of his period in office, and may by ordinary resolution appoint another eligible person in his stead, provided that the person so

appointed shall hold office only until the conclusion of the next AGM.

6.5.2 For the purposes of this Constitution the office of a Director of the Board becomes vacant if the Director is absent without the consent of the Board for two (2) consecutive meetings of the Board.

7. POWERS AND DUTIES OF THE BOARD

7.1 The Board shall govern and control the affairs of IWPI between AGMs and may exercise all such powers of IWPI as are not, by Law or by this Constitution, required to be exercised by IWPI in AGM.

7.1.1 the Board may establish and disestablish such committees and delegate powers to such committees as are required to assist it to fulfil its governance duties.

7.1.2 the Board shall be indemnified from the funds of IWPI in respect of any liability (excepting acts of fraud, malfeasance or defalcation) that they collectively or individually may incur as a result of any decision taken or act made in accordance with their powers pursuant to the Constitution.

7.2 The Board shall:

7.2.1 promote and co-ordinate the activities of IWPI, and to this end may negotiate or work with national and local organisations as required in order to fulfil the objects of IWPI;

7.2.2 publish handbooks, manuals, electronic training and other aids, and other material, and disseminate information and publicity;

7.2.3 control the use of the name of IWPI, logos, membership cards and emblems;

7.2.4 foster the activities of IWPI and co-operation between Members, Clubs and other groups in the interests of the Objects of IWPI;

7.2.5 have general responsibility for the development of IWPI;

7.2.6 have the power to appoint and terminate the appointment of a Chief Executive and any other employees whose role shall be to manage the affairs of IWPI. The Board shall direct the Chief Executive and any other employees to achieve certain outcomes or to work within certain policies determined from time-to-time by the Board;

7.2.7 the Board shall appoint coaches, managers and a selection committee for each team to

represent IWPI throughout the year. No two members of any selection committee may be members of the same Club:

7.2.8 present to the AGM a full report of its activities and the business done by it during its year in office and of any matters of interests and importance to IWPI transpiring during the period since the Board last reported to Members;

7.2.9 the Financial Director shall present the annual financial report which shall include statements of financial activity and a statement of financial position prepared in accordance with commonly accepted standards of good accounting practice.

In addition to the above powers, the Board:

7.2.10 shall deal with such matters as are delegated by the AGM or Special Meeting or by a mail vote of IWPI;

7.2.11 may submit collectively recommendations and Notices of Motion to the AGM or Special Meeting, which recommendations and Notices of Motion shall not require seconding by any Member; and

7.2.12 the Board shall appoint eligible persons to vacancies remaining after the AGM or subsequently occurring in Positions or Committees specified in this Constitution for election at the AGM. The Board shall appoint eligible persons to such other Committees as may be specified in this Constitution, or may be deemed expedient from time to time to promote the objects of IWPI, in which appointments the Board shall take account of any expression of interest by eligible persons in the work to be undertaken. All such appointees together with any persons elected to Positions at the AGM in accordance with this Constitution shall be officials of IWPI and all appointments shall continue until the conclusion of the next AGM.

7.3 Legal responsibilities of Directors.

7.3.1 a duty of care and diligence. In the exercise of his or her powers or the exercise of his or her duties, a director of IWPI must exercise the degree of care and diligence that a reasonable person in a like position in a corporation would exercise in IWPI 's circumstances.

7.3.2 no improper use of inside information. A director or former director of IWPI must not, in relevant circumstances, make improper use of information acquired by virtue of his or

her position to gain, directly or indirectly, an advantage for him or herself as or for any other person or to cause detriment to IWPI.

7.3.3 no gain by improper use of the position. A director of IWPI must not, in relevant circumstances, make improper use of his or her position to gain, directly or indirectly, an advantage for him or herself as or for any other person or to cause detriment to IWPI.

7.4 Proceedings of the Board.

7.4.1 the Board shall meet as often as is necessary to conduct its business. A meeting of the Board shall be convened by the Secretary upon request by the President or when two (2) Directors of the Board consider it necessary.

7.4.2 the quorum at a meeting of the Board shall be four (4) Directors.

7.4.3 the Board shall meet at least three (3) times per year at such times and places as determined by the Board.

7.4.4 notice shall be given to Directors of special meetings, specifying the general nature of the business to be transacted.

7.4.5 in the absence of the presence of the President, the Directors shall elect from among their members a Chairman to preside over the proceedings of that meeting.

7.4.6 all Directors shall receive due notice of all Board meetings together with papers and documents relevant to the proceedings of the meetings.

7.4.7 the Board shall cause Minutes to be made:-

- (a)** of all appointments of officers, agents and servants
- (b)** of all appointments to official positions, committees or sub-committees
- (c)** of the terms of reference of any committee or sub-committees established
- (d)** of names of members of the Board present at all meetings of IWPI and of the Board
- (e)** of all proceedings at all meetings of IWPI and of the Board

Such Minutes shall be signed by the President of the meeting at which the proceedings were held, or by the President of the next succeeding IWPI meeting for IWPI meeting Minutes or President of the next succeeding Board meeting for Board meeting Minutes.

7.4.8 subject to this Constitution, questions arising at any meeting of the Board shall be

decided by a majority of votes. In case of an equality of votes the President of the meeting shall have a second or casting vote.

8. PECUNIARY GAIN

No Director shall receive or obtain any pecuniary gain from the property or operation of IWPI provided that this rule shall not prevent the payment of remuneration to Directors as the AGM or Special Meeting shall approve.

9. CASUAL VACANCIES ON THE BOARD

9.1 For the purposes of this Constitution the office of an elected Director of the Board becomes vacant

if the Director:

- (a)** dies;
- (b)** resigns his office in writing addressed to the Secretary; or
- (c)** is removed from office by vote of a special majority at an AGM or Special Meeting at which due notice has been given;
- (d)** becomes of unsound mind or is a person whose estate is liable to be dealt with any way under the laws relating to mental health;
- (e)** becomes insolvent under administration within the meaning of the Corporations Law;
- (f)** is absent without the consent of the Board for four (4) months

9.1.1 in the event of a casual vacancy occurring for an elected Director, the Board may appoint a person from its Members. The appointment shall continue until the next AGM.

9.1.2 in the event of a vacancy occurring for the position of Secretary, the Board shall elect from amongst its Members a replacement.

9.1.3 in the event of a vacancy occurring in an appointed consultant, the Board shall determine whether to refill the position subject to Sub Clauses 6.3.1.1 – 6.3.1.5.

10. CHIEF EXECUTIVE

10.1 The Board may appoint, suspend or remove a Chief Executive and may vest in him or her such powers and authorities as the Board may from time-to-time determine. The Chief Executive so appointed shall exercise all such powers and authorities subject in all things to the control of the Board to be exercised in such a manner as determined by the Board.

10.2 The Chief Executive shall not be a Director or have any right to vote but shall attend all Board meetings at the request of the Board.

10.3 The Chief Executive shall be required to present to the Board all such reports and information as the Board requires including: financial reports on the financial position of IWPI, reports indicating progress towards the achievement of the Objects of IWPI or strategic directions determined by the Board from time-to-time, compliance with Board policies or externally imposed requirements and any further reports as determined from time-to-time by the Board.

10.4 The Chief Executive shall provide the Board with whatever other support as is required by the Board in order to meet its Duty of Care responsibilities and its obligations to Members.

11. PATRON

The Patron shall be appointed on the recommendation of the Board at the AGM.

12. DELEGATE TO NSWPI

12.1 The Delegate to NSWPI shall be elected if deemed necessary by the Board from amongst its members at the first Board Meeting after the AGM. In the event that the Delegate so elected is unable to attend a Conference of NSWPI, the Board shall elect a proxy delegate for that Conference, also from amongst its own members.

12.2 The Delegate to NSWPI shall represent IWPI at all Conferences of NSWPI, shall convey views of IWPI as determined by the Board on matters discussed at such conferences and shall report to the Board on such Conferences and other NSWPI matters, which arise.

13. AGM VOTING ELIGIBILITY

Persons Eligible to Vote at AGMs

- (a) Authorised Delegates of Teams
- (b) Members of the Board
- (c) Life Members of IWPI

14. ANNUAL GENERAL MEETING

14.1 The Annual General Meeting (AGM) shall meet at least once a year, on a date determined by the Board within two months of the conclusion of the financial year.

14.2 The business of the AGM shall include:

- (a) the election of the Directors;
- (b) confirmation of the Minutes of the previous AGM;

- (c) receipt of the Annual Report, Statement of Accounts, Balance Sheet of IWPI and the Auditor's Report thereon;
- (d) election of Auditor;
- (e) such other business of which due notice has been given.

Additional Special Meetings, with the same function as the AGM shall be summoned by the Secretary when so directed by the Board or upon a written request of not less than five persons eligible to vote at AGMs.

14.3 For all AGMs and Special Meetings the following shall apply:

14.3.1 a quorum shall consist of at least six persons eligible to vote at AGMs;

14.3.2 a notice of an AGM shall be mailed at least fourteen (14) days prior to that meeting to each Member of the Board, the Delegate (if known) of each Club or Team and Life Members. The accidental omission to give notice of any meeting to any person or Body entitled to receive such notice shall not invalidate any Resolutions passed thereat;

14.3.3 the Agenda for an AGM shall be mailed by the Secretary at least seven (7) days prior to the meeting to each Member of the Board, each Delegate, each Secretary of each Club and Life Members; and

14.3.4 all AGMs shall be open to observers being members of Clubs and to the media except when the AGM shall decide to go into Committee.

15. VOTING AT AN ANNUAL GENERAL MEETING

15.1 Each person eligible, as described in Clause 13 shall be entitled to vote.

15.1.1 each vote shall be given personally.

15.1.2 in the event of an Authorised Delegate being unable to attend an AGM of IWPI a proxy Authorised Delegate may be appointed in writing by, or electronic transmission from, the Secretary or other authorised officer of the Club, the Member of the Board or the Life Member. The appointment notice being tendered at the time of the commencement of the AGM.

15.2 The Chairman of the AGM shall have a casting vote in addition to a deliberate vote.

16. FINANCE

16.1 The financial year of IWPI shall commence on the 1st day of September and end on the 31st day of August in the following calendar year to coincide with NSWWPI 's financial year.

16.2 Each Member and Club shall pay such annual Membership Fees and Levies as is prescribed by IWPI from time-to-time at an AGM. Each such annual Membership Fee shall be payable on the first day of September in each year.

16.3 All receipts and payments shall pass through the bank account of IWPI where not paid directly to NSWWPI

17. AUDIT

When receiving or spending more than \$5000.00 in a financial year (as defined in 16.1)_The accounts of IWPI are to be audited by a suitably qualified Auditor who shall be appointed by those eligible to vote at the AGM.

18. CONDITIONS FOR CONDUCT OF CHAMPIONSHIPS AND COMPETITIONS

18.1 IWPI shall conduct such Championships and/or Competitions as may be agreed at an AGM or Special Meeting in order to consult with Members and Clubs.

18.2 Such Championships and/or Competitions shall be conducted in accordance with by rules set out by the Board of IWPI.

19. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS

19.1 IWPI has the power to reprimand, fine, suspend, disqualify, expel or otherwise deal with a Member or Club which, in its opinion, has been guilty of conduct warranting such action.

19.2 Clubs which under their own rules have suspended a Member or deemed them ineligible for competitions conducted by IWPI, shall notify IWPI of any suspension. The Secretary of IWPI will conduct a register of all suspensions.

19.3 A Member who becomes unfinancial either:
because of his failure to pay any amount owing to IWPI (including, but not limited to annual membership fees and levies), shall be suspended from membership of IWPI and such suspension shall remain in force until thirty (30) days after the moneys outstanding have been paid to IWPI

19.4 A Club which becomes unfinancial either:

because of its failure to pay any amount owing to IWPI (including, but not limited to annual affiliation fee or levies), shall be suspended from membership of IWPI and such suspension shall remain in force until thirty (30) days after the moneys outstanding have been paid to IWPI

19.5 For the purpose of Sub Clauses 19.3 & 19.4 a Member and/or a Club shall be deemed to have failed to pay an amount owing when that amount remains unpaid two (2) calendar months after the date of such amount becoming due, a request for payment of that amount having been made in writing by IWPI during the relevant two (2) month period.

19.6 The membership of a Club shall cease with the dissolution, winding up or deregistration of that Club.

20. APPEALS

20.1 Appeals from decision of Members and/or Clubs.

20.1.1 A Member or a Club may appeal a decision on a Member or Club to IWPI. The appeal must be lodged in writing with the Secretary of IWPI within fourteen (14) days of that decision having been made by the Member or Club.

20.1.2 A non-refundable fee of \$50.00 must be paid to the Secretary of IWPI at the time of lodging the Notice of Appeal;

20.1.3 A decision appealed in accordance with Sub Clause 20.1.1 shall be heard by the Board within fourteen (14) days of the receipt of the appeal.

20.1.4 The Chief Executive shall notify the Directors of the Board of the receipt, subject and argument of any appeal within seven (7) days of receipt. The appeal shall be placed on the agenda for the next Board Meeting.

20.1.5 An appeal under Sub-Clause 20.1.1 shall be made in writing to the Secretary and shall be accompanied by extracts or copies of all documents quoted or relating to the case and such other particulars as are judged necessary by the appellant.

20.1.6 The Member or Club against whose decision the appeal has been made shall be entitled to place the reasons for its decision before IWPI.

20.1.7 IWPI may call upon any Member, Club who is the subject of discipline, suspension

or expulsion or who has lodged an appeal in accordance with Sub Clause 20.1.1 to forward such books and documents or other evidence, or copies thereof, as may be deemed necessary and expedient. Failure to comply with such requests shall render the offenders liable to such penalty as IWPI may determine.

20.1.8 Members or Clubs will be advised of all decisions made by IWPI in accordance with this Clause within fourteen (14) days of that decision being made.

20.2 Appeals from decision of IWPI.

20.2.1 A Member or a Club may appeal the decision of IWPI to NSWWPI.

20.2.2 Any appeal made in accordance with Sub Clause 20.2.1 must be made to NSWWPI in writing within fourteen (14) days of the decision by IWPI.

20.2.3 A decision made by NSWWPI following an appeal in accordance with Sub Clause 20.2.1 is subject to the Constitution of NSWWPI.

21. DISCIPLINARY COMMITTEE

21.1 The Disciplinary Committee shall comprise three (3) Directors. These three Directors are to be appointed by the Board at its discretion.

21.1.1 The Disciplinary Committee shall, using such procedures as it shall from time to time determine (so long as the principles of natural justice are observed) hear and make recommendations to the Board concerning disciplinary matters referred to it by the Chief Executive of IWPI or the Board. Such recommendations shall either be to fine, reprimand, suspend, expel or otherwise deal with a Member or Club who in the opinion of the Disciplinary Committee is in breach of Sub Clause 4.2 of this Constitution or in its opinion, has been guilty of conduct warranting such action.

21.2 If any Member or Club who is required by the Disciplinary Committee to assist in carrying out its duties fails to give such assistance it shall automatically be suspended from affiliation or membership until such assistance is given.

21.3 The right of appeal from a decision of IWPI on the recommendation of the Disciplinary Committee by a Member or Club dissatisfied with that decision is contingent on compliance by the appealing party with the obligations and conditions set out in Clause 20.

22. CODE OF CONDUCT

The code of conduct set out by IWPI and NSWWPI shall be binding on all Members.

23. DOPING POLICY

IWPI shall adopt the doping policy of NSWWPI.

24. AMENDMENT TO THE CONSTITUTION

24.1 An addition to, amendment or rescission wholly or in part of the Constitution, may be made at the AGM or any Special Meeting called for the purposes of adding to, amending or rescinding the Constitution, by special majority:

24.1.1 of which thirty (30) days notice in writing has been given to the Secretary; and

24.1.2 of which a copy of such notice has been forwarded to each Member of the Board, the Delegate (if known) and the Secretary of each Club and Life Members at least fourteen (14) days before the AGM or Special Meeting.

25. FUNDS

25.1 The funds of IWPI shall be derived from the annual subscriptions, donations and other sources as the Board determines.

25.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by the Chief Executive and any one (1) designated Director or any two (2) designated Directors.

26. SEAL

26.1 The Common Seal of IWPI shall be kept at the Registered Office of IWPI.

26.2 The Common Seal shall not be affixed to any instrument except by the authority of the Board and the affixing of the Common Seal shall be attested by the signatories of any two Directors of the Board.

26.3 The Secretary shall record the use the Common Seal in the minutes of the Board and the seal register of IWPI.

27. WINDING UP OR CANCELLATION

In the event of the winding up or the cancellation of the incorporation of IWPI and there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed amongst the Members of IWPI but shall be given or transferred to some other institution or institutions having objects similar or in part similar to the objects of IWPI and which shall also prohibit the distribution of its or their property among its or their members, such institutions to be determined

by the Members of IWPI at or before the time of dissolution, or in default thereof by such expert as appointed by NSWWPI.

28. INTERPRETATION

The Chairman of any AGM or Special Meeting shall be the interpreter of the Constitution with respect to that Meeting, subject to the normal laws of meetings and provisions of the Act.

29. SENIOR COMPETITION COMMITTEE

29.1 The Senior Competition Committee shall comprise the following persons:-

29.1.1 The Senior Competition Committee, who shall be convenor of the Committee

29.1.2 One nominated representative from each team participating in a competition run or approved by IWPI.

29.3 The function of the Senior Competition Committee shall be to conduct competitions for members located in the Illawarra and immediate surrounding areas, to act to develop water polo and to conduct such other competitions or take such other actions as the Board may direct. In particular, the Senior Competition Committee shall each year review:-

29.3.1 general competitions rules

29.3.2 guidelines for the conduct of the judiciary function

29.3.3 guidelines for the appointment of referees

29.4 Minutes of the proceedings of the Committee and shall be referred to the Board for consideration and maintained in the office of IWPI.

29.5 The Senior Competition Director shall be responsible for the conduct of such competitions as are the function of the Committee, including the provisional grading of teams and the preparation of draws and competition rules for the consideration of the Committee, the organisation of pools and the provision of table officials for semi-finals, finals and grand-finals of such competitions. He shall also carry out the preliminary review of the general competition rules for the consideration of the Committee.

29.6 Information about competitions, whose conduct is the function of the Committee, shall be communicated to the media and within the sport by the office of IWPI .

29.7 The Senior Competition Committee shall have the power to appoint eligible persons to assist its members in their responsibilities.

30. JUNIOR COMMITTEE

30.1 The Junior Committee shall comprise the following persons:-

30.1.1 Junior Competition Committee, who shall be convenor of the Committee

30.1.2 One nominated representative from each team participating in a competition run or approved by IWPI.

30.3 The function of the Junior Competition Committee shall be to conduct competitions for members under the age of 18, to act to develop water polo within this age group, and to conduct such other competitions or take such other actions as the Board may direct. In particular, the Junior Committee shall each year review:-

30.3.1 general competitions rules and appropriateness for age.

30.3.2 guidelines for the conduct of the judiciary function

30.3.3 guidelines for the appointment of referees

30.3.4 guidelines for officials working with minors which will be reported to the Board.

30.4 Minutes of the proceedings of the Committee and shall be referred to the Board for consideration and maintained in the office of IWPI.

30.5 Accounts relating to the Metropolitan competition shall be maintained in the office of IWPI.

30.6 The Junior Competition Director shall be responsible for the conduct of such competitions as are the function of the Committee, including the provisional grading of teams and the preparation of draws and competition rules for the consideration of the Committee, the organisation of pools and the provision of table officials for semi-finals, finals and grand-finals of such competitions. He shall also carry out the preliminary review of the general competition rules for the consideration of the Committee.

30.7 Information about competitions, whose conduct is the function of the Committee, shall be communicated to the media and within the sport by the office of IWPI .

30.8 The Junior Competition Committee shall have the power to appoint eligible persons to assist its members in their responsibilities.

31. JUDICIARY COMMITTEE

31.1 The Judiciary Committee shall comprise:-

31.1.1 the Chairman, who shall be appointed by the Board

31.1.2 Other eligible persons as required who shall be appointed by the Board.

31.2 The Judiciary Committee shall investigate, adjudicate and impose penalties as it considers fit with respect to players ordered from the water by a referee for the offences of brutality, disobedience to a referee and disrespect to a referee as defined in the Rules, such offences having occurred in games forming part of the competitions for which the Senior or Junior Competition Committee is responsible. Such players may be suspended automatically from playing in any games under the authority of IWPI until the matter is heard by the Committee.

31.3 The Senior or Junior Competition Committee shall refer to the Judiciary Committee for investigation and recommendation all protests relating to games in competition within its responsibility, and all reports whereby the sport of water polo may be considered to have been brought into disrepute with respect to such games. The Board and the Metropolitan Committee may refer other matters to the Committee for investigation and recommendation.

31.4 All matters of misconduct where a player is representing IWPI in a competition not controlled by IWPI or in any other official capacity shall be considered by the Judiciary and may be referred to the Disciplinary Committee.

31.4.1 Any sanctions or penalties imposed on a Member while representing IWPI by another organisation shall be considered by the Judiciary Committee.

31.6 The Judiciary Committee shall each year review the guidelines for the operating procedures for the judiciary function, such guidelines to be applicable to its own functioning, and such guidelines to include consideration of appropriate penalties for offences and procedures for appeal, the final body of appeal to be the Board.

31.7 The Chairman, Judiciary Committee shall be responsible for the operation of the Committee and shall report to the Director of the relevant Committee.

32. REPLACEMENT OF EXISTING MEMORANDUM AND ARTICLES OF ASSOCIATION

This Constitution of Illawarra Water Polo Inc. replaces the existing Constitution and all decisions made by IWPI and the Board of Directors shall be carried over until such times as they are changed by this new Constitution and the subsequently elected Board.