



# Central Districts Softball Association

## CONSTITUTION

Revised 3/8/2020

<b>1</b>	<b>Name .....</b>	<b>2</b>
<b>2</b>	<b>Operation .....</b>	<b>2</b>
<b>3</b>	<b>Objectives .....</b>	<b>2</b>
<b>4</b>	<b>Powers of the Association.....</b>	<b>2</b>
<b>5</b>	<b>Membership .....</b>	<b>3</b>
<b>6</b>	<b>Management Committee .....</b>	<b>4</b>
<b>7</b>	<b>Officers of the Association .....</b>	<b>5</b>
<b>8</b>	<b>Powers of the Management Committee.....</b>	<b>5</b>
<b>9</b>	<b>Meetings .....</b>	<b>5</b>
<b>10</b>	<b>Alteration or additions to Rules.....</b>	<b>7</b>
<b>11</b>	<b>Bylaws .....</b>	<b>7</b>
<b>12</b>	<b>Office Bearers .....</b>	<b>7</b>
<b>13</b>	<b>Nominations.....</b>	<b>7</b>
<b>14</b>	<b>Extraordinary vacancies.....</b>	<b>8</b>
<b>15</b>	<b>Duties of the President.....</b>	<b>8</b>
<b>16</b>	<b>Duties of the Vice President.....</b>	<b>8</b>
<b>17</b>	<b>Duties of the Secretary .....</b>	<b>9</b>
<b>18</b>	<b>Duties of the Treasurer .....</b>	<b>9</b>
<b>19</b>	<b>Duties of the Match Director.....</b>	<b>10</b>
<b>20</b>	<b>Duties of the Umpires Director .....</b>	<b>10</b>
<b>21</b>	<b>Duties of the Development Officer .....</b>	<b>10</b>
<b>22</b>	<b>Duties of the Records Director .....</b>	<b>11</b>
<b>23</b>	<b>Duties of the Umpires Allocations Officer.....</b>	<b>11</b>
<b>24</b>	<b>Duties of the Technology Officer .....</b>	<b>11</b>
<b>25</b>	<b>Duties of the Uniforms Officer .....</b>	<b>11</b>
<b>26</b>	<b>Duties of the Representative Team Officer .....</b>	<b>11</b>
<b>27</b>	<b>Playing Rules.....</b>	<b>12</b>
<b>28</b>	<b>Identity .....</b>	<b>12</b>
<b>29</b>	<b>Accounts .....</b>	<b>12</b>
<b>30</b>	<b>Dissolution.....</b>	<b>13</b>

## **1 Name**

The name shall be the CENTRAL DISTRICTS SOFTBALL Association INCORPORATED (hereinafter referred to as the "Association")

## **2 Operation**

- a) This Constitution shall be binding on every club and the members of every club.
- b) Any reference to the feminine gender in these Rules and Bylaws also refers to the masculine and vice versa.

## **3 Objectives**

The objectives of the Association shall be:

- a) To encourage and foster the game of softball.
- b) To provide governance, assistance and advice to affiliated clubs.
- c) To provide assistance in the formation of clubs.
- d) To control and manage all matches authorised by the Association.
- e) To control the affairs and finances in the interests of the Association.
- f) May affiliate with an appropriate Association.

## **4 Powers of the Association**

For the purpose of carrying out its objects, Central Districts Softball Association may, subject to the Act and its rules—

- a) Acquire, hold, deal with, and dispose of, any real or personal property; and
- b) Administer any property on trust; and
- c) Open and operate ADI accounts; and
- d) Invest its moneys—
  - i) In any security in which trust moneys may, by Act of Parliament, be invested; or
  - ii) In any other manner authorised by the rules of the association; and
- e) Borrow money upon such terms and conditions as the association thinks fit; and
- f) Give such security for the discharge of liabilities incurred by the association as the association thinks fit; and
- g) Appoint agents to transact any business of the association on its behalf; and
- h) Enter into any other contract it considers necessary or desirable.

## **5 Membership**

- a) Any club may seek membership to the Association by making written application to the Secretary of the Association, signed by the Chairman and Secretary of the club applying for membership. The application must include all details as determined from time to time by the Association. The Association retains the right to refuse membership at its discretion.
- b) **Members**
  - i) **Life Members**
  - ii) The Annual General Meeting shall have the power to elect Honorary Life Members, such membership to be awarded to persons who have rendered special service to the Association over a period of not less than five (5) years. The names of nominees to be considered by the Management Committee shall be provided in writing via the CDSA Secretary not less than five (5) days prior to the scheduled date of the Annual General Meeting. Such nominations shall include the details of the special services rendered to the Association (excluding individual club activities). Honorary Life Members may be elected, and Honorary Life Membership may be rescinded only at the Annual General Meeting of the Association and by a three fourths majority of the members present and voting.
    - (a) Players or officials having played or officiated in the Association for a period of not less than ten (10) years are automatically eligible for Life Membership, as notified to the Management Committee by the Records and Clearance officer.
    - (b) Any person may be eligible to receive both Honorary Life Membership and Life Membership.
  - iii) **Playing Members**
    - (a) Senior members, such members being those ineligible for underage teams.
    - (b) Junior members, such members being those eligible for underage teams. These members shall be ineligible to vote at meetings or to hold office on the Management Committee.
  - iv) **Associate Members**

Any non-playing person may apply for membership under this category. These members shall have the same voting rights or restrictions as apply to senior and Junior playing members. The Management Committee shall have the power to award Honorary Membership to persons who provide a special service to the Association, such memberships to be conferred on a seasonal basis only, expiring at the next Annual General Meeting.
  - v) To be eligible for membership of the Association all persons must be financial members of their affiliated Club or pay a membership fee to the Association. Such a fee to be determined by the Management Committee.
- c) **Club Constitution**

All member clubs shall submit a copy of their amended club constitution to the Association by 1st October of each year.
- d) **Clubs Financial**

Clubs are financial from the 1st December in any year to the 30th November the following year, provided all fees due are paid in accordance with the "Bylaws".
- e) **Club Secretaries**

Each member club shall notify in writing to the Secretary of the Association, the name and contact number of its Secretary, as well as any change of office bearers during the period identified in (d) of this rule, within seven (7) days of such appointments.

## 6 Management Committee

- a) The Management Committee shall mean the governing body of the Association. Its function shall be to administer the rules and bylaws of the Association. It shall consist of the following Executive Committee and Directors, as shown in the chart below.

i) The Executive Committee

President  
Vice President  
Secretary  
Treasurer

ii) Directors

Match Director  
Umpires Director  
Records Director

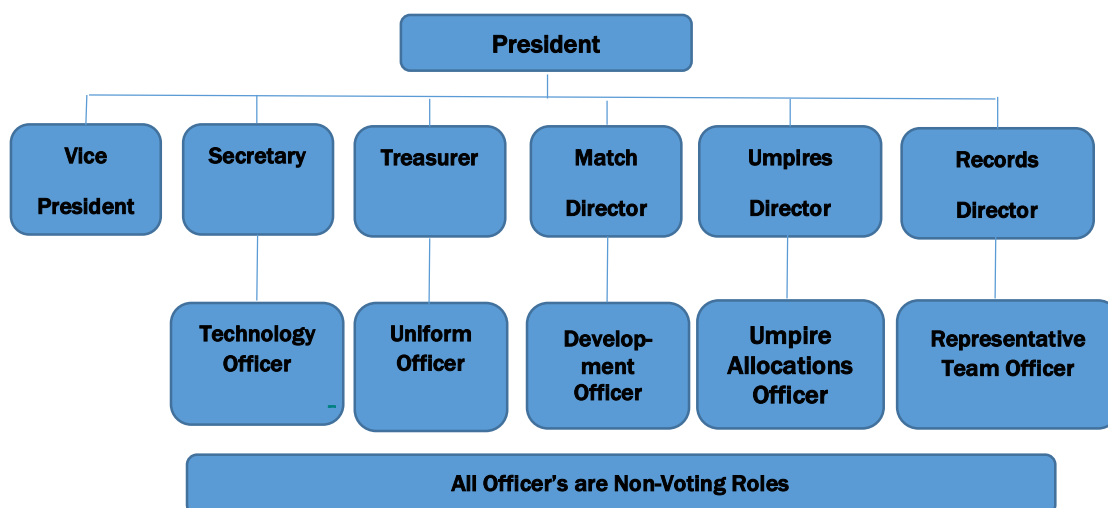
- iii) Each aforementioned member is entitled to a deliberative vote with the Chairperson having a casting vote. To provide diversity of opinion, all 7 positions listed above should be held by different people where possible.

- iv) If a Committee member holds more than one role, only one deliberative vote is eligible.

v) Officers

Development Officer  
Umpires Allocations Officer  
Technology Officer  
Uniforms Officer  
Representative Team Officer

vi) Reporting Structure



## **7 Officers of the Association**

The Management Committee will call for nominations to fill the five Officers positions following the AGM.

The Officers will report directly to a Management Committee Member in accordance with the reporting structure in 6 (vi), on all matters relevant to their duties.

## **8 Powers of the Management Committee**

The Management Committee shall have the power to:

- a) Direct the policy of the Association in limiters affecting the direct control and management of the game of softball.
- b) Deal with any club or member of any club not acting in accordance with these Rules and Bylaws.
- c) Administer the finances of the Association, keeping accurate records of all Transactions.
- d) Make, order or impose on any club, teams or member any subscription, levy or fine.
- e) Establish any fund to achieve any of the objectives of the Association.
- f) Determine any matters referred to it by the governing bodies, clubs and/or members.
- g) Govern the Association in accordance with these Rules and Bylaws and act in all matters for the Association.
- h) Deal with, settle or determine any matters that may arise and are not specifically provided for, covered, dealt with or referred to in these Rules and Bylaws.

## **9 Meetings**

- a) **Annual General Meeting**
  - i) The Annual General Meeting of the Association shall be held no later than the 31st August of each year and on a date to be determined at the last Management Committee. Not less than fourteen (14) days' notice of the Annual General Meeting shall be given by the Secretary to office bearers of the Association and member clubs.
  - ii) The business of the Annual General Meeting shall be:
    - (a) To receive and adopt the audited report and statement of receipts and expenditure
    - (b) To elect office bearers when required
    - (c) To vote on nominations for any Honorary Life Members
    - (d) To make, amend or rescind any Rules of the Constitution or Bylaws when required.
    - (e) To deal with any other business legally brought before the meeting and for which WRITTEN details of such business shall be received by the Secretary at least twenty one (21) days prior to the meeting.
  - iii) At all Annual General Meetings, voting shall be by the show of hands unless a ballot be deemed by a majority of those present.
  - iv) At any Annual General Meeting only eligible members of the Association as defined in Rule 5 (b) v) shall be entitled to vote.

**b) Special General Meeting**

- i) A Special General Meeting may be summoned by the Secretary upon resolution of the Management Committee or upon receipt of a requisition signed by not less than fifty (50) senior members. Not less than seven (7) days' notice of such Special General Meeting shall be given by the Secretary to office bearers of the Association and member clubs. No other business shall be dealt with. The Minutes of any Special General Meeting shall be confirmed at the next Management Committee Meeting.
- ii) At all Special General Meetings, voting shall be by the show of hands unless a ballot be deemed by a majority of those present.
- iii) At any Special General Meeting only eligible members of the Association as defined in Rule 5 (b) v) shall be entitled to vote.

**c) Management Committee Meeting**

The meetings of the Management Committee shall be held once a month during the months of August to March, and any other time as deemed necessary by the Management committee, on such day and at such time as may be determined by resolution of the Management Committee. Not less than seven (7) days' notice of Management Committee Meetings shall be given by the Secretary to office bearers of the Association and member clubs.

The first meeting of the Management Committee after the Annual General Meeting shall, in addition to ordinary business, deal with the following:

- i) Receipt and adoption of correspondence relative to the affiliation of clubs
- ii) Establishment of the subscriptions, levies, fees and fines to be charged against clubs and/or members of clubs
- iii) Appointment of committees as outlined in these Rules and Bylaws
- iv) Elect an Auditor

**d) Special Meeting**

Special Meetings of the Management Committee may be summoned on any date as shall allow two (2) days' notice to office bearers of the management committee, such notice to state clearly the business of the meeting and that no other business shall be dealt with. Special Meetings may be summoned by:

- i) Resolution of the Management Committee
- ii) The President and/or Secretary
- iii) A requisition signed by not less than three (3) members of the Management Committee, such requisition to state the purpose for which the meeting is called

At all Special Meetings called in accordance with subclause (iii) of this Rule, the meeting shall lapse unless two (2) members signing the requisition are in attendance at the appointed starting time of such meeting.

**e) Quorum**

- i) A quorum of the Management Committee shall be formed when one more than half of the members of the Committee are present.
- ii) At Annual General and Special General Meetings, twenty (20) members shall form a quorum but, should there not be a quorum of members present within 30 minutes of the scheduled starting time, the meeting shall stand adjourned to the same day in the next fortnight, not less than 7 days' notice shall be given to Office Bearers and member Clubs by the Association Secretary of the adjourned AGM or Special General Meeting and, if at the adjourned meeting a quorum is not present, those members who are present shall be the quorum and shall transact the business for which the meeting was called.

## 10 Alteration or additions to Rules

No part of the Rules of this Constitution may be repealed, altered or any new rules added without the consent of a three fourths majority of those present and voting at the Annual General Meeting or a Special General Meeting of the Association called for that purpose.

The Secretary must give at least fourteen (14) days written notice to all office bearers of the Association and member clubs of any proposed alterations or additions such notice to contain particulars of any proposed alterations and/or additions.

Any member wishing to propose alterations or additions to the Rules must submit written details of the proposal to the Secretary not less than twenty-one (21) days prior to the Annual General Meeting or Special General Meeting.

## 11 Bylaws

The Management Committee shall have the power to make, amend or rescind any Bylaw if necessary, to give effect to the Rules of the Constitution provided that such Bylaws are consistent herewith. Bylaws and amendments become operative immediately they are adopted.

## 12 Office Bearers

- a) The Executive and Directors of the Association shall be elected at the Annual General Meeting of the Association and will be for a term of 2 years. The vacancy for office bearers for each AGM shall be in accordance with the following rotation:

Group 1 in an even year	Group 2 in an odd year
President	Vice President
Treasurer	Secretary
Match Director	Umpires Director
	Records Director

- b) The Officers will be appointed by the Management Committee as per section 7 above for a term of 1 year. The vacancy for office bearers for each AGM shall be in accordance with the following rotation:

Group 1 in an even year	Group 2 in an odd year
Development Officer	Umpires Allocations Officer
Uniforms Officer	Technology Officer
	Representative Team Officer

## 13 Nominations

- a) Nominations for any office on the Management Committee, as provided by these Rules or Bylaws, may be submitted to the Annual General Meeting in such manner as may from time to time be requested by the Secretary. Nominations may be submitted at the Annual General Meeting or in writing prior to the meeting.
- b) In the event of their being at any time a casual vacancy on the Management Committee, it shall appoint a member to fill such vacancy until the next Annual General Meeting.

## **14 Extraordinary vacancies**

Any of the following acts or events shall cause an extraordinary vacancy in the position of an office bearer of the Management Committee:

- i) Death or Incapacitation
- j) Resignation accepted at a meeting of the Management Committee
- k) The passing, by a three fourths majority of the members present at any meeting of the Management Committee, of a resolution that any office bearer named in such resolution is not performing their duties to the satisfaction of the Management Committee and/or that it would be beneficial to the Association to remove that person from the office held. Every such removal shall be binding only provided the officer concerned has been given the opportunity to appear before the Management Committee to show cause.

## **15 Duties of the President**

The President provides direction to the Association and ensures accountability. The President reports to the Association members and the Management Committee and provides support to all Management Committee members. The President works closely with the Vice President, Secretary and Treasurer.

- a) Provide strategic direction to the Association
- b) Ensure that all Management members and sub-committees are accountable and responsible.
- c) Ensure that the Association operation complies with the Constitution, By-Laws, Rules of competition and those of the governing body.
- d) Ensure that the Association is compliant with child safe and work health safety legislation
- e) Ensure the Association has effective, working risk management, smoke-free, sun-smart, code of conduct, member protection and social media policies.
- f) Liaise with governing bodies and stakeholders to raise the profile of the Association.
- g) Attend all Management Committee Meetings
- h) Preside and preserve order with unlimited authority at the Annual General Meeting, Management Committee meetings and any other meetings except where otherwise specified.
- i) Any other duties as directed

In the absence of the President, the Vice President shall assume full powers and responsibilities of the President. In the absence of both President and Vice President, the Management Committee shall elect a Chairperson from members present at that meeting.

## **16 Duties of the Vice President**

The Vice President provides support to the President in carrying out the direction and accountability of the Association. The Vice President reports to the Association members and the Management Committee and provides support to all Management Committee members. The Vice President works closely with the President, Secretary and Treasurer.

- a) Attend all management committee meetings
- b) To assume the duties of the President when President is absent
- c) To work closely with and assist the President to carry out their duties
- d) To provide support to Members of the Management Committee
- e) General Governance Duties
- f) To Arrange Presentation Night Functions
- g) To Manage any Projects as Required
- h) Any other duties as directed

## **17 Duties of the Secretary**

The Secretary provides administrative support to the Association and communication to members and stakeholders. The Secretary reports to the Association members and the Management Committee and works closely with all Committee positions.

- a) To attend and take minutes at all meetings of the Management Committee and Annual General Meeting.
- b) Perform the administrative work of the Association Act as the Public Officer of the Association
- c) Receive and disseminate correspondence
- d) Communicate to Clubs, members and other stakeholders on the work of the Association
- e) Provide advice and support to Club Secretaries
- f) Receive and forward to the Records Director relevant Working/Volunteering with Children documents
- g) Forward booking requests to the Treasurer
- h) Any other duties as directed

## **18 Duties of the Treasurer**

The Treasurer is responsible for the Association's finances. They shall have a sound knowledge of accounting principles and will be required to perform duties in a computerised accounting package. The Treasurer reports to the Association members and the Management Committee.

- a) Attend all meetings of the Management' Committee.
- b) Keep a true and correct account of all monies received and paid by the Association.
- c) Receive all monies, issue official receipts and pay monies to the credit of the Association at such bank, as the Management Committee shall determine.
- d) Pay all monies passed by the Management Committee. All cheques shall be signed by any two (2) of President, Vice President, Secretary and Treasurer.
- e) Submit a statement of the financial position of the Association at such time as Management Committee may require. In any case, an audited statement shall be presented to the Annual General Meeting.
- f) Prepare a budget for presentation at the first Committee Meeting after the Annual General meeting.
- g) Accounts are to be presented to clubs at least fourteen (14) days prior to monies falling due. Fines and monies outstanding are to be notified in writing.
- h) The Treasurer shall have authority to make total payments not exceeding an amount as determined by the Management Committee, provided that such payments are in the interest and furtherance of the normal running of the Association. Any such payments shall be ratified at the next meeting of the Management Committee.
- i) Maintain current records of signatories.
- j) Maintain the Key Register.
- k) Maintain and coordinate the Calendar of facility bookings and requirements.
- l) Administers all matters in relation to the contracted cleaner and required consumables.
- m) Any other duties as directed

## **19 Duties of the Match Director**

The Match Director administers the Association's seasonal competition and all State Championship Tournaments and any other Tournaments in which CDSA Represents. They work closely with the Umpires Director and Treasurer.

- a) Attend all Meetings of the Management Committee.
- b) Formulate and publish the seasonal draw.
- c) Liaise with all necessary parties to ensure the Association has safe and adequate playing grounds and playing facilities.
- d) Obtain and distribute score cards to Clubs for each season
- e) Responsible for Nets, Line marking and any other playing or match equipment.
- f) Coordinate purchase of end of season trophies and awards

## **20 Duties of the Umpires Director**

The Umpires Director administers the Umpiring of the organisation and works closely with the Umpires Allocations Officer and Match Director. The Umpires Director arranges skills development training for umpires. This position works closely with the Umpires Allocations Officer.

- a) Attend all Meetings of the Management Committee.
- b) Liaise with the Softball SA Umpiring Coordinator to communicate development opportunities for umpires
- c) Recruitment of new umpires
- d) Manage and develop green shirts
- e) Arrange all Umpiring exam sessions
- f) Arrange practical and skills-based training for club and plate umpires
- g) Manage all matters pertaining to Umpires.
- h) Be responsible for the safe keeping of votes for the Association Best Player Awards.
- i) Be responsible for counting Association Best Player Award votes in conjunction with a person nominated by the Management Committee.
- j) Any other duties as directed

## **21 Duties of the Development Officer**

The Development Director administers opportunities for developing and increasing skills, experience and knowledge of all members in the Association.

- a) Provides updates to the Match Director on all relevant matters.
- b) Implement member development programs
- c) Liaise with affiliated clubs, Softball SA and other stakeholders in the promotion and development of our sport and Association.
- d) Organise and maintain development academies for the Association
- e) Any other duties as directed

## **22 Duties of the Records Director**

The Records Officer maintains the history of the Association and works closely with all Committee positions.

- a) Attend all meetings of the Management Committee
- b) Ensure that all players and officials are recorded on the Softball Australia registrations database.
- c) Process applications of Clearance and Permits as required to, from or within the Association.
- d) Update Registration products within the Database as required.
- e) Keep records of each member taking part in any official activity within the Association, whether active or inactive.
- f) Manage the official match records.
- g) Collect and provide statistics to the Association for general interest and the presentation of Awards
- h) Collect and maintain Association memorabilia and records
- i) Maintain the register of working with children documents including issue and expiry dates
- j) Maintain the Association's Honour Roll

## **22 Duties of the Umpires Allocations Officer**

The Umpires Allocation Officer is responsible for assigning umpires to scheduled matches. The Umpires Allocations officer liaises closely with the Umpires Director and Treasurer.

- a) Provides updates to the Umpire's Director on all relevant matters.
- b) Responsible for the allocation of all umpires for all matches.
- c) Document and report on the attendance of all umpires

## **23 Duties of the Technology Officer**

The Technology Officer is responsible for the Associations' use and involvement with technology and works closely with all Committee Members. This role requires advanced technology skills and knowledge. The Technology Officer may seek assistance as approved by Management Committee for tasks required to fulfil their duties.

- a) Provides updates to the Secretary on all relevant matters.
- b) Administer, maintain and update the Association's website, social media, email and any other technology as required by the Management Committee
- c) Liaise with the Management Committee to promote the Association using various technology formats
- d) Provide advice and assistance to affiliated Clubs and the Management Committee on the safe and effective use of technology
- e) Assist Clubs in the establishment and use of their websites, social media and technology
- f) Suggest effective ways of using technology to improve the administration and communication of the Association and Clubs.

## **24 Duties of the Uniforms Officer**

The Uniforms Officer is responsible for outfitting Representative teams in the CDSA uniform. The Uniforms Officer works closely with the Treasurer.

- a) Purchase uniform apparel in consultation with the Management committee
- b) Distribute, collect and maintain Representative team uniforms

## **25 Duties of the Representative Team Officer**

The Representative Team Officer is responsible for coordinating CDSA representative teams to compete in tournaments outside of CDSA.

- a) Reports to the Records Director, and liaises closely with the Treasurer on matters related to Representative teams
- b) Work with the appointed coaches to advertise trial dates and record attendance.
- c) Completes relevant documents for CDSA to compete at Championships and Tournaments for CDSA Secretary to lodge.
- d) Ensures relevant player and official forms are completed.
- e) Provides a point of contact for Representative Team Officials.
- f) Ensures relevant post tournament reports are completed by team officials.
- g) Ensures all CDSA resources are returned following tournaments.

## **26 Playing Rules**

Softball shall mean the game as played under the rules of Softball Australia Limited as adapted and amended by the Central Districts Softball Association to suit local conditions.

## **27 Identity**

The Association reserves the name 'CENTRAL DISTRICTS' and variations of this name for the exclusive use of the Association.

## **28 Accounts**

- a) **Financial Year**  
The Financial Year of the Association shall commence on the 1<sup>st</sup> day of May and end on the 30<sup>th</sup> day of April the following year.
- b) **Liability of the Association**  
The Association shall not be responsible for any debts incurred by affiliated bodies or clubs, and no persons other than the Management Committee shall incur any expense to the Association unless with the written consent of the Association, such consent to be signed by any two members of President, Vice President, Secretary, and Treasurer.

Where Electronic banking is used these transfers must be authorised by 2 of 4 approved signatories.

## 29 Dissolution

The association may be wound up in the manner provided for in the Act.

Part 5 Division 1 of the Associated Incorporations Act states an incorporated association can resolve to wind up by a special resolution.

- a) where the rules of the association provide for the membership of the association – a resolution passed at a duly convened meeting of the members of the association if:
  - i. at least 21 days written notice specifying the intention to propose the resolution as a special resolution has been given to all members of the association; and
  - ii. it is passed at a meeting referred to in this paragraph by a majority of not less than **three quarters** of such members of the association as, being entitled to do so, vote in person or, where proxies are allowed, by proxy, at that meeting.

At such a meeting, if resolved that the Association be dissolved, all Association liabilities shall be cleared forthwith and the resulting balance of assets, both liquid and fixed, shall be donated to a similar sporting or charitable organisation as approved by a three-fourths majority of the members present and voting.