



SOUTHERN INLAND RUGBY UNION INCORPORATED

CONSTITUTION 2019

Adopted AGM 24 November 2019

SOUTHERN INLAND RUGBY UNION INCORPORATED

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SOUTHERN INLAND RUGBY UNION CONSTITUTION AND RULES

PART 1 PRELIMINARY

INTRODUCTION

These Rules govern the management, conduct and administration of the game of Rugby Union within Southern Inland Rugby Union Zone which operates under the Southern Inland Rugby Union Constitution, the SIRU Competition Rules, the Laws of the Game and the Competition Rules and policies of Rugby Australia. Rugby Australia policies are binding on all participants (players, match officials and Club officials and members of SIRU). The SIRU Board is responsible for the overall management and operations and includes all matters relating to Rugby Union in the southern inland region of NSW. SIRU affiliates with the Australian Capital Territory and Southern New South Wales Rugby Union Limited (ACT & SNSW RU Limited) to achieve the Objects stated in the Constitution.

1. NAME

The body incorporated in these Rules shall be known as “Southern Inland Rugby Union Incorporated” herein referred to as SIRU.

2. INTERPRETATION

In these Rules:

Act (*the Act*) means the Associations Incorporation Act 2009 (the Act);

Affiliated means any club in SIRU, or organisation, or association which has been granted affiliation by the Board in accordance with these Rules;

Annual General Meeting means the general meeting of members which is held each year subject to the Act and to Part 4 of these Rules;

Association means Southern Inland Rugby Union Incorporated;

Board means the Board of Directors elected or appointed pursuant to the provisions of this Constitution and the Associations Incorporation Act 2009 (the Act);

Board member means the elected President, Vice-Presidents and elected, or appointed, Directors in accordance with these Rules;

Committee means any sub-committee approved by the Board to exercise any functions of the Board as specified in the Minutes of a meeting of the Board;

Committee Member means a person who is appointed under these Rules;

Competition & Rugby Services Manager means a person appointed under these Rules who is a paid employee of Southern Inland Rugby Inc., or other Club or Union to assist the Board with the management and administration of the competition, who is not a member of the Board and has no voting powers for any function;

Competition Rules means the Rules that apply to the management of the game of rugby union within the Zone and the junior, senior and representative competitions (previously referred to as By-Laws);

Constitution means the constitution that is recorded in the Register of Incorporated Associations under the Act;

Council Meeting means a meeting of all eligible delegates;

Delegate means any person authorised by a member club or affiliated body to represent that Club or body in SIRU business;

Executive Officer is a person appointed under these Rules who is a paid employee of Southern Inland Rugby Inc. or other Club or Union to assist the Board with the management and the administration of the competition, who is not a member of the Board and has no voting powers for any function;

Function or exercise of function in these Rules means:

- a) a reference to a power, authority and duty; and
- b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

Individual member means a person who is not affiliated with any particular Club and who is a financial member of Southern Inland Rugby;

Junior Council member means that group of financial members of an affiliated financial Junior Club or affiliated financial Association in SIRU, elected office-bearers and appointed officers, who are not an appointed salaried officer of SIRU;

Life Member is member who has been adjudged by the Board and Council for investiture as a Life Member;

Objects means the Objects that are recorded in the SIRU Constitution which is recorded in the *Register of Incorporated Associations* under the Act;

Officer means a person who is appointed or selected by the Board under these Rules;

Office-Bearer means a person who is elected by a meeting of the SIRU Council in accordance with these Rules;

Ordinary or club member means a member of a financial affiliated Club in SIRU, or any club or other Association or natural person appointed or admitted as a member of SIRU;

Ordinary resolution means a resolution passed by a simple majority of those eligible to vote;

Patron in these Rules is a person invited by the Board to become a Patron;

Public Officer in these Rules is the official point of contact for SIRU and an authorised signatory as the Board may determine.

Registered member means a person who has completed registration as a participant within SIRU in accordance with Rugby Australia's policies;

Rules means the provisions contained in the SIRU Constitution and Competition Rules;

Senior Council means that group of eligible financial members of an affiliated financial Senior Club or affiliated financial Association in SIRU, elected Office-Bearers and appointed officers, who are not an appointed salaried officer of SIRU;

SIRRA means the Southern Inland Rugby Referee Association;

SIRU Council or **Council** member means a financial member of an affiliated financial Club, SIRU Office-Bearers, SIRRA, SIRU Judiciary, a Life Member or Individual Member, or appointed officer, who are not an appointed salaried officer of SIRU;

Special general meeting of Council means a meeting of members of the SIRU Council other than the Annual General Meeting (AGM), or general meeting of the Council of Southern Inland Rugby held following the AGM;

Special resolution means a resolution in accordance with section 39 of the Act and these Rules;

The Regulation means the Associations Incorporation Regulation 2016;

Zone in these Rules and in the SIRU Competition Rules means the incorporated union known as SIRU and the Clubs and Associations that are affiliated clubs in SIRU.

3. COMPOSITION OF SIRU

- 1) **Elected Board of Directors (Office-Bearers)** comprising:
 - President
 - Two Vice-Presidents
 - Four Directors

- 2) **SIRU Council comprising:**
 - Board of Directors
 - Two delegates from each SIRU financial Senior Club
 - One delegate from each SIRU financial Junior Club
 - Two appointed delegates of the Southern Inland Judiciary
 - Two delegates from SIRRA,
 - Officers (appointed by the Board)
 - Life Members
 - Individual members (approved by the Board)

- 3) SIRU senior and junior clubs and registered members

- 4) Senior Council comprising the Board of Directors, delegates from financial senior clubs, delegates from SIRRA, delegates from the Southern Inland Rugby Judiciary, appointed officers.

- 5) Junior Council comprising the Board of Directors, delegates from financial junior clubs, delegates from SIRRA, delegates from the Southern Inland Rugby Judiciary, appointed officers.
- 6) Southern Inland Rugby Referee Association (SIRRA);
- 7) Life Members
- 8) Individual member

4. OFFICE

The office of Southern Inland Rugby shall be in Wagga Wagga, or such other place as the Board of Directors may, at any time, determine.

5. ALTERATION OF CONSTITUTION, OBJECTS AND RULES

- 1) The statement of Objects and these Rules may only be altered, rescinded or added to only by a special resolution of the SIRU Council, supported by at least three-quarters of the votes cast by members who are eligible to vote;
- 2) An application for registration of a change in the association's name, objects or constitution in accordance with Act is to be made by the Public Officer or a Board member only by special resolution of the SIRU Council, supported by at least three-quarters of the votes cast by members who are eligible to vote.

6. COMPETITION RULES

- 1) Changes to the SIRU Competition Rules for senior and junior competitions will be presented to the Senior Council and Junior Council respectively for ratification at their annual meeting;
- 2) The Board shall be empowered to adopt from time to time Competition Rules that deal with the disciplining of members who are participants in rugby in SIRU. When applying such Rules the Board and Judiciary shall at all times take care to ensure that a member is treated fairly and according to natural justice;
- 3) The Board may adopt or amend from time to time Competition Rules such as it considers necessary or beneficial to the running of a successful Rugby Union Competition(s). These rules may be amended by decision of the Board and do not require a full Council meeting.

7. COMMON SEAL

The Common Seal of Southern Inland Rugby shall be kept in the custody of the Executive Officer or Competitions and Rugby Services Manager. The use of the Common Seal shall be in accordance with the Act. The Common Seal may be used to execute a document if the

seal is fixed to document and the fixing is witnessed by two authorised signatories of the Board. A document may be executed without using the Common Seal if the document is signed by two authorised signatories of the Board

8. AFFILIATION

SIRU shall affiliate with the ACT & SNSW Rugby Union Limited, or other such Union or Association as the SIRU Council approves, and adopt the laws of the game and policies as adopted by Rugby Australia.

9. OBJECTS

The Objects of SIRU shall be:

- 1) To foster, promote and control rugby union and associated activities throughout the SIRU and elsewhere as approved by the Board;
- 2) To organise, conduct and manage rugby union matches, competitions and other associated activities throughout SIRU at club senior, junior, women's and representative level;
- 3) Support clubs and representative rugby within SIRU with sound administration and support with game day management, quality and credentialed coaches and effective management of teams;
- 4) Support the growth and diversification of participation across the Zone in a strong, high quality competition in the southern region of NSW through effective marketing and recruitment strategies;
- 5) Through clubs, support the development of players through development and representative programs;
- 6) Provide support to SIRRA to increase participation;
- 7) Implement strategic plans that support the Objects of Southern Inland Rugby;
- 8) Support the ACT & SNSW RUL with the implementation of programs that promote the game of rugby and increase participation across junior, senior and representative levels for the betterment of the SIRU.

PART 2 MEMBERSHIP

10. MEMBERSHIP QUALIFICATIONS

Eligible members of SIRU shall be:

- 1) All financial affiliated SIRU Clubs;
- 2) Any official, player, delegate, participant or member of a rugby club or affiliated organisation or association that has paid membership of Southern Inland Rugby Affiliation fees in full, in accordance with these Rules, and has registered

such membership in accordance with SIRU Competition Rules or Competition Rules and Rugby Australia policies;

- 3) A person who has been approved by the Board for Individual membership and paid membership fees in full in accordance with these Rules;
- 4) The Southern Inland Rugby Referee Association that has paid affiliation fees as determined by the Board;
- 5) A Life Member is a member of SIRU.

11. INDIVIDUAL MEMBERSHIP

A person may be nominated by two financial members of Southern Inland Rugby:

- 1) In writing by completing the form set out in Annex 'A' and lodged with the Executive Officer or Competitions & Rugby Services Manager;
- 2) The Board determines whether to approve or to reject the nomination;
- 3) The Board's decision will be conveyed by the Executive Officer or Competitions & Rugby Services Manager, as soon as practicable after determination;
- 4) Once an application is approved by the Board an annual Individual membership fee shall be \$20.00, or where some other amount is determined by the board, that amount, payable within 21 days of the approval;
- 5) The approved nominee's name is entered in the register of members and upon the name being so entered, the nominee becomes a member of the SIRU;
- 6) An Individual member shall pay to Southern Inland Rugby an annual membership fee of \$20.00, or other amount determined by the Board, from the date of approval in each succeeding calendar year.

12. LIFE MEMBERSHIP & PATRONS

- 1) Any two financial members of SIRU Board may nominate a financial member of Southern Inland Rugby for Life Membership. The nominee must be a person of good character who has worked towards the Objects of Southern Inland Rugby for a minimum of 10 years and given substantial and effective service as a member of the Board or a committee member of an affiliated Club. The Board must be unanimous in their decision. A nomination for Life Membership must be approved by a majority vote by eligible members of the Council.
- 2) The Board may invite any person to accept the title of 'Patron' of SIRU subject to ratification of such invitation and acceptance by the majority of eligible members voting at the annual meeting of Council. The appointment of a Patron may be for a 12 month term, or as the Council decide, unless the person dies, resigns or is removed in accordance with these Rules.

13. CESSATION OF MEMBERSHIP

A club or person may cease to be a member of Southern Inland Rugby if the club or person:

- 1) Dies,
- 2) Resigns membership,
- 3) Fails to pay the club affiliation fee by the date determined by the Board under these Rules,
- 4) Is expelled from the association,
- 5) Fails to pay the individual annual membership fee,
- 6) Fails to register with and pay compulsory Rugby Australia insurance,
- 7) Is found to have provided false or misleading information which breaches the Rugby Australia Registration Terms and Conditions.

14. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

A right, privilege or obligation which a club or individual member has by reason of belonging to Southern Inland Rugby:

- a) cannot be transferred or transmitted to another club or individual, and
- b) terminates upon cessation of the club's or individual's membership.

15. RESIGNATION OF MEMBERSHIP

A member of SIRU is entitled to resign that membership if:

- 1) The Individual member has paid all outstanding fees or liabilities to SIRU;
- 2) A member Club has paid in full Affiliation fees to Southern Inland Rugby and has given at least one month's notice in writing;
- 3) Where an Individual member or member Club of Southern Inland Rugby ceases to be a member, the Executive Officer or Competitions Services Manager shall make an appropriate entry in the register of members recording the date on which the member or member Club ceased to be a member.

16. REGISTER OF MEMBERS

- 1) The Executive Officer or Competitions Rugby & Service Manager shall maintain register of members specifying the name and address of each person who is a member with the date on which the person became a member;
- 2) The register of members and register of individual membership must be maintained in the principal place of administration and address for Southern Inland Rugby and shall be open for inspection free of charge by any member at any reasonable hour after 5 days' notice;
- 3) A member of the association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied;

- 4) If a member requests that any information contained in the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection;
- 5) A member must not use information about a person obtained from the register to contact or send communications to the person, other than for:
 - a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event or material relating to the association, or
 - b) any other purpose necessary to comply with a requirement of the Act or the Regulation;
- 6) If the register of members is kept in electronic form:
 - a) it must be convertible into hard copy, and
 - b) the requirements of the Act apply as if a reference to the register of members is a reference to a current hard copy of the register of members.

17. FEES AND SUBSCRIPTIONS

1) Club and Affiliated Associations:

- a) The annual Affiliation fee for senior and junior Clubs and affiliated Associations shall be determined by the Board of Southern Inland Rugby and notified to all Zone Clubs following the first Board Meeting held after the Annual General Meeting;
- b) A senior or junior club or an Association that is an affiliated with Southern Inland Rugby shall pay their Affiliation fee no later than the date determined by the Board and in accordance with the Competition Rules;
- c) Notwithstanding Rule 17.1 b) the Board may determine that part payments from a member Club are acceptable where that Club is unable to confirm the number of teams entered and that club applies to the Board in writing within four weeks of the commencement of the competition to vary payments. Notwithstanding this rule, Affiliation fees in these circumstances must be paid in full by a date determined by the Board;
- d) Member Clubs that remain un-financial may be fined in accordance with the Rules contained within the Southern Inland Rugby Competition Rules;
- e) Clubs that remain un-financial will not be permitted to participate in the finals series.

2) Individual Member

Individual membership fee shall be \$20.00, or other amount as determined by the Board in accordance with Rule 11.

3) Life Members

Life Members do not pay membership fees.

18. MEMBERS' LIABILITIES

The liability of a member of SIRU to contribute towards the payment of the debts and liabilities of Southern Inland Rugby or the cost, charges and expenses of the winding up of Southern Inland Rugby is limited to the amount, if any, unpaid by the member or Club in respect of membership of Southern Inland Rugby, as required by the Act.

19. DISCIPLINING OF MEMBERS

Any member, Club member of Southern Inland Rugby or of an affiliated association shall be subject to these Rules, the Rugby Australia discipline and code of conduct policies, and the Rules contained in the Southern Inland Rugby Competition Rules.

- 1) Any person may make a complaint in writing to the Board that a member of the Zone:
 - a) refused or neglected to comply with a provision or provisions of this Constitution, or
 - b) refused or neglected to comply with Southern Inland Rugby Competition Rules, or Rugby Australia policies relating to discipline or codes of conduct, or
 - c) has wilfully acted in a manner prejudicial to the interests of the association.
- 2) Where the Board has determined by resolution by simple majority that 1) a, b or c) applies:
 - a) the Board must cause notice of the complaint to be served as soon as possible on the member concerned,
 - i) state clearly the nature of the complaint and the relevant provisions which have been breached, and
 - ii) the basis for the Boards' determination, and
 - iii) the penalties that may be imposed under the Competition Rules, and,
 - iv) inform the member they may do either, or all, of the following:
 - a) attend a meeting with the Board outlining their case,
 - b) submit to the Board at or prior to the date of that meeting written representations relating to the resolution,
 - c) the member or the member's club may seek an alternative penalty.
 - b) must give the member at least 7 days from the time the notice is served to make submissions to the Board in connection with the

complaint, and

- c) must take into consideration any submissions made by the member in connection with the complaint.
- 3) The Board, if after considering any submissions made in connection with the complaint is satisfied that the nature of the complaint warrants expulsion or suspension, may, by resolution by simple majority, expel or suspend the member from membership of the association, or issue a penalty in accordance with the provisions of the Southern Inland Rugby Competition Rules;
- 4) The resolution of the Board in Rule 19.3) must be communicated in writing within 7 days stating the reasons given by the Board for the decision, and advise the member of the appeal process in accordance with Rule 20;
- 5) The expulsion or suspension does not take effect:
 - a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned as determined by the Board, or
 - b) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution, whichever is the later.
- 6) The Board may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.

20. RIGHT OF APPEAL OF DISCIPLINED MEMBER

- 1) A member may appeal to the Board against a resolution of the Board within 7 days after the date of notice of the Board's resolution is served on the member by lodging a notice appealing the decision with the Executive Officer or Competitions & Rugby Services Manager or a nominated Director;
- 2) Upon receipt of an appeal notice from a member, the Executive Officer or Competitions & Rugby Services Manager or nominated Director shall notify the President who shall refer the appeal, and all associated documentation to the Southern Inland Judiciary for determination;
- 3) At such a meeting of the Judiciary:
 - a) no business other than the question of the appeal shall be transacted;
 - b) the Board and the member shall be given the opportunity to state their respective cases orally or in writing, or both; and
 - c) the Judiciary shall review the original decision, the details outlined by the member or club in the appeal and vote by secret ballot on the question of whether the resolution should be confirmed or revoked;
- 4) The resolution will be upheld or dismissed by determination of a simple majority vote. The decision will be final;
- 5) The Board will confirm any decision in 20 (4) in writing to the member or Club.

21. RESOLUTION OF INTERNAL DISPUTES

- 1) Any dispute between a member and another member, in their capacity as members as defined by the Rules of the association, or a dispute between a member or members as defined in the Rules, and the association, may be referred by the Board to the Judiciary for determination;
- 2) The Judiciary may conduct its enquiry into any dispute in such a manner as it sees fit, but subject to the principles of fairness and natural justice;
- 3) The Judiciary must provide written advice of its determination of the dispute to all parties within thirty (30) days of receiving notice of the dispute.

PART 3 SIRU OPERATIONS

22. OFFICE-BEARERS & OFFICERS

- 1) **Officer-Bearers:** Elected Board of Directors
- 2) **Officers:** The Board has the discretion to appoint or select additional officers:
 - a) an appointed Executive Officer or manager of competitions noting where appointed has no voting powers on the Board or any other function as determined by the Board;
 - b) Competitions & Rugby Services Manager employed by an affiliated Union to assist the Board with the implementation and administration of the Competition Rules, noting where appointed has no voting powers on the Board or any other function as determined by the Board;
 - c) Coaches of Representative teams;
 - d) Assistant Coaches of Representative teams;
 - e) Managers of the Representative teams;
 - f) Trainers/Strappers/Physiotherapists of Representative teams,
 - g) Judiciary officers, and
 - h) a representative from the SIRU Referee's Association (SIRRA)

23. ELECTION OF BOARD MEMBERS

- 1) Nominations of candidates for election as office-bearers of the association:
 - a) must be made in writing, signed by 2 financial members of SIRU and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - b) must be delivered to the Executive Officer or Competitions and Rugby Services Manager of the association at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place;
- 2) If insufficient nominations are received to fill all vacancies on the Board, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting;
- 3) If insufficient further nominations are received, any vacant positions remaining on the Board are taken to be casual vacancies;
- 4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected;
- 5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held;
- 6) The ballot for the election of members of the Board is to be conducted at the annual general meeting in accordance with commonly adopted rules for meeting procedures that the Board directs;
- 7) A person nominated as a candidate for election as an office-bearer of the association must be a financial member of the association in accordance with these Rules;
- 8) The Board members must furnish details of their address as soon as practicable after election to the Executive Officer or Competitions & Rugby Services Manager.

24. BOARD OF DIRECTORS

- 1) The Board of Directors is elected by members of the SIRU Council at the AGM each year.
- 2) The total number of Board members will be 7, comprising:
President,
two Vice Presidents
four Directors (maximum)
- 3) The Board will nominate one such member of the Board to have specific responsibility for managing and overseeing Southern Inland Rugby funds,
- 4) The Board may nominate a member of the Board to be a Director of Administration, where required;
- 5) A Board member may hold up to 2 offices, other than both the offices of president and vice-president;
- 6) There is no maximum number of consecutive terms for which a committee member may hold office;

- 7) Each member of the Board is, subject to this constitution, to hold office until immediately before the election of Office-Bearers at the next annual general meeting following the date of the member's election, and is eligible for re-election in accordance with these Rules.

25. RESPONSIBILITIES AND POWERS OF THE BOARD

The Board subject to the Act and the Constitution and to any resolution passed by a meeting of the SIRU Council is accountable to members for its decisions, actions and obligations.

- 1) shall control, manage and oversight the operations and affairs of Southern Inland Rugby Union,
- 2) has the power to perform all such acts and do all such things as appear to the Board to be necessary or desirable to effectively manage the business and affairs of Southern Inland Rugby,
- 3) The Board shall be empowered to act on behalf of the SIRU on all matters pertaining to SIRU and to exercise all of the powers of the Council. All actions of the Board are to be reported to Council members by notice or at the next Council meeting.
- 4) The Board may adopt from time to time such Competition Rules as it considers necessary or beneficial to the efficient and effective running of a successful Rugby union Competition(s). These Rules may be amended by a majority decision of the Board and do not require a full Council meeting.
- 5) **Specific responsibilities:**
 - a) To appoint any person to carry out duties as it may deem fit including administrators, coaches and managers;
 - b) To employ any person and to determine the terms and conditions of such employment;
 - c) To enter into contracts with any person to play, manage, coach, administer or otherwise be involved in Rugby, and to determine the terms and conditions of such contracts;
 - d) To appoint committees both permanent and for special purposes and to determine the duties, responsibilities and restrictions of such committees;
 - e) To appoint such nominees and delegates as may be necessary other than those appointed by a meeting of the SIRU Council;
 - f) To delegate such of its powers as it sees fit and to restrict or cancel such delegation;
 - g) To enter into any agreement or contract that it sees fit and to secure the fulfilment of any contracts or engagements entered into by SIRU by mortgaging or charging all or any of the property of the SIRU as may be thought fit by the Board;

h) From time to time at its discretion to borrow or secure payment of any sum or sums of money for the purposes of SIRU and to raise or secure the payment of such sum or sums in such manner and upon such terms and conditions in all respects as it shall determine;

i) To institute, conduct, defend, compound or abandon any legal proceedings by or against SIRU or its officers or otherwise concerning the affairs of SIRU and also to compound or allow time for payment and satisfaction of debts due to and any claims or demands by or against SIRU;

j) To cite any Member of SIRU, or any player or official of any Affiliated Body for any breach of this Constitution or Competition Rules or against whom a complaint of misconduct or behaviour detrimental to the welfare of SIRU has been made in writing in accordance with the Rules;

(k) To regulate the affairs of SIRU and its Committees provided that such regulation shall not be repugnant to or inconsistent with anything contained in this Constitution, the Act or any resolution passed by the SIRU Council and for the time being in force;

(l) To appoint any person to fill any position which may become vacant between consecutive Annual General Meetings;

m) To invest and deal with any of the moneys of SIRU not immediately required for the purposes of the SIRU upon such securities and in such manner as the Board may think fit and from time to time to vary or realise such investments;

n) To purchase or otherwise acquire for SIRU any property, rights or privileges which SIRU is authorised to acquire at such price and generally on such terms and conditions as may be thought fit;

o) To sell, exchange or otherwise dispose of any goods or chattels belonging to SIRU and with the sanction of a General Meeting of the SIRU Council to let, lease, demise, exchange or sell any of the lands, buildings or other realty or interest in or rights to realty which SIRU may be entitled from time to time;

p) To reimburse actual out of pocket expenses incurred by any Board Member or other officer as determined by the Board.

26. BOARD MEETINGS

- 1) The Board must meet at least 6 times in each period of 12 months at the place and time that the Board may determine;
- 2) Additional meetings of the Board may be convened by the president or by any member of the Board;
- 3) Oral or written notice of a meeting of the Board must be given by the Executive Officer or the Competitions and Rugby Services Manager to each member of the Board at least 48 hours (or any other period that may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting;
- 4) Notice of a meeting given under subclause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the Board members present at the meeting unanimously agree;

- 5) Any 4 members of the Board constitute a quorum for the transaction of the business of a meeting of the Board;
- 6) No business is to be transacted by the Board unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week;
- 7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved;
- 8) At a meeting of the Board:
 - a) the president or, in the president's absence, the vice-president is to preside, or
 - b) if the president and the vice-president are absent or unwilling to act, one of the remaining members of the Board chosen by the members present at the meeting is to preside.
- 9) Voting and decisions of the Board and sub-committees:
 - a) Questions arising at a meeting of the Board or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the Board or sub-committee present at the meeting by a show of hands;
 - b) Each member present at a meeting of the Board or of any sub-committee appointed by the Board (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote;
 - c) Subject to Rule 29 the committee may act despite any vacancy on the committee;
 - d) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

27. DUTIES OF ELECTED AND APPOINTED MEMBERS

1) President

- a) The President shall, where possible, preside at all meetings of the Board and at all meetings at which his attendance may be required, and shall see that the business is conducted in a proper manner.
- b) In all matters, the President shall have a deliberative vote and in the case, of an equality of votes, may give a casting vote.

2) Vice Presidents

- a) The Vice Presidents shall assist the President in every manner reasonably possible.

- b) In the absence of the President from any meeting:
 - i) one of the Vice Presidents shall be elected to preside and conduct such meeting;
 - ii) the Vice-President shall have a deliberative vote,
 - iii) in the case, of an equality of votes, he may give a casting vote.
 - iv) any reference elsewhere in this Constitution to the term "President" shall mean the Vice President conducting the meeting in the absence of the President.

3) Financial Management Duties of Board Member

The main duties:

- 1) That all money due to SIRU is collected and received in accordance with these Rules, Southern Inland Rugby Competition Rules and that all payments authorised by the Board are made in a timely manner; and,
- 2) That correct books and accounts are kept showing the financial affairs of Southern Inland Rugby, including full details of all receipts and expenditure connected with the activities of the association;
- 3) The Board Member may be assisted by other such person as the Board determines or may delegate financial management or accounting duties to the Executive Officer or Competitions and Rugby Services Manager as the Board may determine;
- 4) Prepare and present a financial statement to the Board each meeting which supports expenses as approved by the Board;
- 5) As soon as practical after the end of the association's financial year prepare financial statements that include:
 - a) An income and expenditure statement that sets out appropriately classified individual sources of income and individual expenses incurred in the operation of the association,
 - b) A balance sheet that sets out current and non-current assets and liabilities;
 - c) A separate income and expenditure statement and balance sheet for each trust for which the association is the trustee, where this is applicable, and
 - d) Details of any mortgages, charges and other securities affecting any property owned by the association.
 - e) Consider the financial statements and confirm that they provide a true and fair view of the association's financial performance. This confirmation should be recorded in the minutes of the annual general meeting.
 - f) Ensure the AGM is held within 6 months of the end of the financial year which includes on 31 October.

4) Executive Officer or Competitions and Rugby Services Manager

- 1) The Executive Officer or Competitions and Rugby Services Manager of the association must, as soon as practicable after being appointed, lodge notice with the association of his or her address;
- 2) The Executive Officer or Competitions and Rugby Services Manager shall keep minutes (whether in written or electronic form) of:
 - a) All appointments of office-bearers and members of the Board;
 - b) The names of members of the Board present at a Board meeting or general meeting;
 - c) The names of ordinary members of the SIRU present at a general meeting or special general meeting;
 - d) All proceedings at meetings of the Board, general meetings, special general meetings or other committee meetings,
 - e) Arrange for Minutes of proceedings at a meeting of the Board to be signed by the President or chairperson of the meeting, or by the President or chairperson of the next succeeding meeting following ratification by those present at the meeting,
 - f) The signature of the President or chairperson may be transmitted by electronic means for the purpose Clause 2 e).
- 3) The Competitions and Rugby Services Manager where appointed by a Union, other than SIRU, will undertake duties as required by the Board to achieve the Objects of SIRU, and the position description applicable to their employment with another Union, to the mutual benefit of both Unions and will include in particular:
 - a) The implementation of the SIRU Competition Rules without variation,
 - b) The distribution of any Competition Rules deemed necessary,
 - c) Acts as the Public Officer as the first point of contact and signatory to correspondence regarding the functions of the Board or other matters as directed by the Board,
 - d) Assists the Board with the provision of financial reports or may be delegated financial management duties as determined by the Board.

28. DELEGATIONS BY THE BOARD

The Board may, by instrument of the minutes of the meeting at which the decision is made, delegate to one or more sub-committees, consisting of the member or members of the association that the Board determines, or a consultant:

- 1) The exercise of any of the functions of the Board that are specified in the instrument, other than:

- a) this power of delegation, and
 - b) a function which is a duty imposed on the committee by the Act or by any other law;
- 2) A function, the exercise of which has been delegated to a sub-committee or consultants under this clause, may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation;
 - 3) A delegation under this clause may be made subject to any conditions or limitations as to the exercise of any function, or as to time, or circumstances, that may be specified in the delegation recorded in the minutes;
 - 4) Despite any delegation under this clause, the Board may continue to exercise any function delegated;
 - 5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the Board;
 - 6) The Board may, by instrument in writing, revoke wholly or in part any delegation under this clause;
 - 7) A sub-committee may meet and adjourn as it thinks proper in accord with the recorded minutes.

29. CASUAL VACANCIES - BOARD OF DIRECTORS

- 1) In the event of a casual vacancy occurring in the membership of the Board, the Board may appoint a member of the association to fill the vacancy and the member so appointed is to hold office in an acting capacity, subject to this constitution, until the annual general meeting next following the date of the appointment.
- 2) A casual vacancy in the office of a member of the Board occurs if the member:
 - a) dies, or
 - b) ceases to be a member of Southern Inland Rugby, or
 - c) becomes insolvent under administration within the meaning of the Companies (NSW) Code, or
 - d) resigns office by notice in writing to the Executive Officer or the Competitions and Rugby Services Manager, or
 - e) is removed from office under Rule 31, or
 - f) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health, a mentally incapacitated person, or
 - g) is absent without the consent of the Board from 3 consecutive meetings of the Board, or
 - h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months.

30. SIRU COMMITTEES

1) EXECUTIVE COMMITTEE

The Executive Committee shall comprise the President, Vice-Presidents and any two directors as decided by the Board. The Executive Committee may act as a delegated authority on behalf of the Board in dealing with matters that arise from time to time which relate to the successful and efficient and effective fulfillment of the Objects of Southern Inland Rugby and which must be dealt with expediently. Decisions made by the Executive must be ratified at the next Board Meeting after the decision has been made.

2) SELECTIONS COMMITTEE REPRESENTATIVE

The Board, at its first meeting following the annual general meeting, shall appoint a Selections Committee. The Coaches and Assistant Coaches of Representative teams shall automatically be members of this committee for their sides only. The number of selectors shall not exceed the number of first grade teams in the Southern Inland Rugby competition. The Chairman of Selectors is to be appointed by the Board.

3) MATCH COMMITTEE

The Board at its discretion may appoint a Match Committee comprising a minimum of three (3) Board members including the President and/or Vice-President (Seniors) or a Vice-President (Juniors) as appropriate to the particular match, another Director and/or the Competitions & Rugby Services Manager, for the purpose of reviewing issues raised with SIRU about the application of the Rules of the game or SIRU Competition Rules in a particular match, and referring these for the determination of the Board in accordance with these Rules and the SIRU Competition Rules.

4) JUDICIARY PANEL

- 1) There shall be a Southern Inland Rugby Judiciary Panel which shall consist of a Chairman and two or more Judiciary Officers. The Chairman shall be appointed by the Board and shall thereupon become an officer of Southern Inland Rugby. The remaining Judiciary Officers shall be appointed by the President of SIRU and the Chairman of the Southern Inland Rugby Judiciary Panel. Members of the Judiciary Panel shall not hold any other office within Southern Inland Rugby but shall have a sound knowledge of the SIRU Inc. Constitution, Competition Rules as relate to senior and junior competitions, Rugby Australia Disciplinary guidelines and Code of Conduct and the spirit in which the game should be played;
- 2) The Board shall be empowered to adopt from time to time Competition Rules that deal with the disciplining of members who partake or are actively associated with the game of Rugby union. When applying such Competition Rules the judiciary shall at all times take care to ensure that members are dealt with fairly and according to natural justice;

- 3) Any other Judiciary Panel which may be formed outside SIRU to review a decision can only make a judgement based on World Rugby Laws of the Game and Rugby Australia policies and SIRU Constitution and Competition Rules. An independent panel cannot make judgements that contravene the SIRU Constitution and SIRU Competition Rules as adopted by Council.

5) SIRU COUNCIL

The SIRU Council comprises representatives from across the Zone who attend the AGM, or a Special General Meeting, for the primary purpose of electing Officer-Bearers, ratifying previous minutes, and voting on any resolutions or special resolutions. All delegates must be financial and registered members of SIRU:

- a) Board of Directors
- b) two financial delegates from each financial Senior Club in the Zone
- c) one financial delegate from each financial Junior Club in the Zone
- d) two appointed officers of the SIRU Judiciary
- e) two representatives from SIRRA
- f) Life Members
- g) appointed officers

6) SENIOR COUNCIL

The role of the Senior Council is to discuss business relating to the conduct of the Senior Competition, and comprises representatives from across the Zone.

- a) Board of Directors
- b) two financial delegates from each financial Senior Club in the Zone
- c) two appointed officers of the SIRU Judiciary
- d) two representatives from SIRRA
- e) appointed officers

All delegates must be financial members of SIRU.

7) JUNIOR COUNCIL

The role of the Senior Council is to discuss business relating to the conduct of the Junior Competition, and comprises representatives from across the Zone:

- a) Board of Directors
- b) two financial delegates from each financial Junior Club in the Zone
- c) two appointed officers of the SIRU Judiciary
- d) two representatives from SIRRA
- e) appointed officers

All delegates must be financial members of SIRU.

31. REMOVAL OF MEMBER

- 1) Southern Inland Rugby in a general meeting of the SIRU Council may, by resolution, remove any member of the Board before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed;
- 2) If a member of the Board to whom a proposed resolution referred to in subclause 1) relates, makes representations in writing to the Executive Officer or Competitions and Rugby Services Manager or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the SIRU Council, the Executive Officer or Competitions and Rugby Services Manager or the president may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.
- 3) Vacation of Office
Without limiting the operation of Rule 1 & 2 the office of a member shall become vacant if:
 - a) the member holds an office of profit in Southern Inland Rugby,
 - b) the member is directly or indirectly interested in any contract or proposed contract with Southern Inland Rugby.

32. PAYMENT TO OFFICE-BEARERS, OFFICERS OR MEMBERS

A member of the Board shall not be appointed to any salaried office of Southern Inland Rugby or any office of Southern Inland Rugby paid by fees, and no remuneration or other benefit in money or money's worth shall be given by Southern Inland Rugby to any member of the board except:

- 1) reimbursement of out-of-pocket expenses or honoraria agreed by special resolution of the Council;
- 2) interest at a rate not exceeding interest at the rate for the time being which is or would be charged by Southern Inland Rugby's bankers for money lent to Southern Inland Rugby; and
- 3) reasonable and proper rent for premises let to Southern Inland Rugby.

33. USE OF TECHNOLOGY AT MEETINGS

- 1) A Board or other committee meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate;
- 2) A member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person

PART 4 GENERAL MEETINGS

34. ANNUAL GENERAL MEETINGS (AGM) – PROCEDURE

- 1) Southern Inland Rugby shall convene once in each calendar year an Annual General Meeting of its members;
- 2) The association must hold its annual general meetings:
 - a) within 6 months after the close of the association's financial year on 31 October, or
 - b) within any later time that may be allowed or prescribed under the Act.
- 3) The AGM will be held on such date that the Board determines and at least 14 days written notice shall be given by the Executive Officer or Competitions & Rugby Services Manager to eligible members as defined in Part 2 of these Rules;
- 4) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the Executive Officer or Competitions and Rugby Services Manager must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under Rule 34 3), the intention to propose the resolution as a special resolution, in accordance with Clause 39 of the Act;
- 5) The notice shall specify that the purpose is to conduct the AGM:
 - a) shall state the date, time and place of the meeting and list the business to be conducted or the special resolution,
 - b) is deemed to have been served by or on behalf of Southern Inland Rugby:
 - i) by written advice to Club Presidents and Secretaries,
 - ii) by placing of an advertisement in the local media, or through social media or in print media, or
 - iii) by email to all registered ordinary members, Individual members and Life Members.
- 6) Delivery of Notices

Where a document is sent to a person by properly addressing, pre-paying and posting to a person a letter containing a document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.
- 7) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under Rule 34 7);

- 8) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
- a) Confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - b) Receive from the Board reports on the activities of the association during the last preceding financial year,
 - c) Receive and consider any financial statement or report required to be submitted under the Act,
 - d) Elect the Board of SIRU in accordance with Rule 23, which states;
 - i) If insufficient nominations are received to fill all vacancies on the Board, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting;
 - ii) If insufficient further nominations are received, any vacant positions remaining on the Board are taken to be casual vacancies;
 - iii) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected;
 - iv) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held;
 - v) The ballot for the election of office-bearers and Board members of the committee is to be conducted at the annual general meeting according to such commonly adopted Rules of meeting procedures that the Board directs.
- 9) A member desiring to bring any business before a general meeting of the SIRU Council may give notice in writing of that business to the Executive Officer or Competitions and Rugby Services Manager who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

35. SPECIAL GENERAL MEETING

A special general meeting may be called by the Board, or on the requisition of eligible members.

- 1) The Board may, whenever it determines, convene a special general meeting of the Southern Inland Rugby Councils;
- 2) If the nature of the business proposed requires a special resolution of the association, the Executive Officer or Competitions and Rugby Services Manager must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to members specifying the intention to propose the resolution as a special resolution, in accordance with Clause 39 of the Act;

- 3) The Board must, on the requisition of at least 25% of the total number of eligible voting members, convene a special general meeting of the association. A requisition of members for a special general meeting must:
 - a) be in writing, and
 - b) state the purpose or purposes of the meeting, and
 - c) be signed by the members making the requisition, and
 - d) be lodged with the Executive Officer or Competitions and Rugby Services Manager, and
 - e) may consist of several documents in a similar form, each signed by one or more of the members making the requisition;
- 4) If the Board fails to convene a special general meeting to be held within 1 month after the date on which a requisition of members for the meeting is lodged with the Executive Officer or Competitions and Rugby Services Manager, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date;
- 5) A special general meeting convened by a member or members as referred to in Rule 35. 4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the Board;
- 6) For the purposes of Rule 35 (3):
 - a) a requisition may be in electronic form, and
 - b) a signature may be transmitted, and a requisition may be lodged, by electronic means.

36. SPECIAL RESOLUTIONS

- 1) A special resolution may only be passed by the Association in accordance with Section 39 of the Act in a postal or electronic ballot conducted by the association, or
- 2) A resolution of Southern Inland Rugby Union is a special resolution if it is passed by a majority which comprises not less than three quarters of such members of Southern Inland Rugby as being entitled under these Rules so to do, vote in person or by proxy at a general meeting of which not less than 21 days written notice specifying the intention to the purpose the resolution as a special resolution was given in accordance with these Rules.
- 3) A postal or electronic ballot may be conducted in respect to a special resolution, the terms of which shall be communicated to members not less than 21 days written notice specifying the method of such postal or electronic ballot.

37. PRESIDING MEMBER

- 1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the association;
- 2) If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

38. QUORUMS FOR ANNUAL GENERAL & SPECIAL GENERAL MEETINGS

- 1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item;
- 2) A quorum comprises 50% plus one of eligible voting members present (being members entitled under this constitution to vote at a general meeting) for the transaction of the business of a general meeting;
- 3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - a) if convened on the requisition of members, is to be dissolved, and
 - b) in any other case, is to stand adjourned to the same day in the following week at the same time and at the same place, unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned;
- 4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 4) are to constitute a quorum.

39. ADJOURNMENT

- 1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place;
- 2) If a general meeting is adjourned for 14 days or more, the Executive Officer or Competitions and Rugby Services Manager must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 3) Except as provided in subclauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

40. CONDUCT OF ELECTIONS AT AGM AND SPECIAL GENERAL MEETING

- 1) A question arising at a annual general meeting shall be determined:
 - a) on a show of hands, and
 - b) if on the motion of the chairperson, or if 50% plus one or more eligible voting members present at the meeting decide that the question should be determined by a written ballot, a written ballot shall occur;
- 2) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously, or carried by a particular majority or lost, and an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution;
- 3) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.
- 4) On any question arising at a general meeting of the association a delegate or elected office-bearer or officer has one vote only,
- 5) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote,
- 6) A delegate or officer is not entitled to vote at any general meeting of the association unless all money due and payable by the member Club or member to the association has been paid,
- 7) A delegate or officer is not entitled to vote at any general meeting of the association if the member is under 18 years of age,
- 8) All votes shall be given personally or by proxy.
- 9) Each delegate member or board member shall be entitled to appoint another member as proxy by notice given to the Executive Officer or Competitions & Rugby Services Manager or Director of Administration no later than 24 hours before the time of the meeting in respect of which the proxy is appointed. The notice appointing the proxy shall be in the form set out in Annex B to these Rules. No member may hold more than 5 proxies.
- 10) Election of the Board of Directors:
 - a) President,
 - b) two Vice-Presidents,
 - c) four (4) Directors.
- 11) Voting Rights of the SIRU Council
 - g) elected or appointed officers of the Zone
 - h) two financial delegates from each financial Senior Club in the Zone
 - i) one financial delegate from each financial Junior Club in the Zone
 - j) two appointed officers of the SIRU Judiciary, and
 - k) two representatives from SIRRA

l) Life Members

12) For meetings of Senior Council the following voting rights apply:

The procedures for the conduct of meetings in these Rules apply to the conduct of Senior Council meetings.

A quorum comprises 50% plus one of eligible voting members present (being members entitled under this constitution to vote at a general meeting) for the transaction of the business of a meeting.

Those eligible to vote:

- a) Board of Directors
- b) two financial delegates from each financial Senior Club in the Zone
- c) appointed officers of the SIRU Judiciary, and
- d) two representatives from SIRRA
- e) appointed officers

13) For meetings of Junior Council the following voting rights apply:

The procedures for the conduct of meetings in these Rules apply to the conduct of Junior Council meetings.

A quorum comprises 50% plus one of eligible voting members present (being members entitled under this constitution to vote at a general meeting) for the transaction of the business of a meeting.

Those eligible to vote:

- a) Board of Directors
- b) two financial delegates from each financial Junior Club in the Zone
- c) appointed officers of the SIRU Judiciary, and
- d) two representatives from SIRRA
- e) appointed officers

PART 5 FINANCES

41. FUNDS - SOURCE

- 1) The funds of the association are to be derived from entrance fees and annual subscriptions of members, donations and sponsorship, subject to any resolution passed by the SIRU in general meeting, any other sources that the Board determines.
- 2) All money received by the association must be deposited as soon as practicable and without deduction to the credit of the SIRU bank or other authorised deposit-taking institution account.
- 3) The Executive Officer or Competitions and Rugby Services Manager or a nominated Director must, as soon as practicable after receiving any money, issue an appropriate receipt.

42. FUNDS - MANAGEMENT AND REPORTING

- 1) Subject to any resolution passed by Southern Inland Rugby in a meeting of the Council, the funds of the association are to be used solely in pursuance of the Objects of the association in the manner that the Board determines.
- 2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 authorised signatories, whom must be the President, and the Director nominated to have financial responsibilities or the Executive Officer or Competitions and Rugby Services Manager other such Director nominated by the Board;
- 3) The Board must keep records that correctly record and explain its financial transactions and financial position and must keep minutes of proceedings and income and expenditure of Board meetings and at general meetings;
- 4) The Board may delegate to the President or Director nominated by the Board or Executive Officer or the Competitions and Rugby Services Manager to have electronic access to bank accounts held by Southern Inland Rugby for the purpose of the electronic payment of accounts subject to the authority of the Board, or may transfer monies electronically from one account to another subject to approval of nominated signatories;
- 5) The assets and income of Southern Inland Rugby shall be applied solely in the furtherance of stated Objects and no portion shall be distributed directly or indirectly to the members of the organisation except as 'bona fide' compensation for services/reimbursement of out of pocket expenses incurred in carrying out fiduciary duties or voluntary services on behalf of SIRU as approved by the Board and minuted;
- 6) The financial year of the association is:
 - a) the period of time commencing on the date of incorporation of the association and ending on the 31 October, and
 - b) each period of 12 months after the expiration of the previous financial year of the association, and ending on the following 31 October.

PART 6 MISCELLANEOUS

43. INSURANCE

- 1) The Board shall effect and maintain insurance for Southern Inland Rugby as is required under the Act;
- 2) In addition to the insurance required under the Act, Southern Inland Rugby may effect and maintain other insurance;
- 3) Member Clubs and other members must be registered to ensure compulsory insurance in accordance with Rugby Australia policies. Failure to affect this type of insurance is grounds for expulsion from the Zone.

44. ASSOCIATION IS NON-PROFIT

Subject to the Act and the Regulation, the association must apply its funds and assets solely in pursuance of the Objects of the association and must not conduct its affairs so as to provide a pecuniary gain for any of its members.

45. DISTRIBUTION OF PROPERTY ON WINDING UP OF ASSOCIATION

- 1) Subject to the Act and the Regulations, in a winding up of the association, any surplus property of the association is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members in accordance with Section 65 of the Act;
- 2) In this clause, a reference to the surplus property of an association is a reference to that property of the association remaining after satisfaction of the debts and liabilities of the association and the costs, charges and expenses of the winding up of the association in accordance with Section 65 of the Act.

46. CUSTODY OF BOOKS

Except as otherwise provided by this constitution, all records, books and other documents relating to the association must be kept in New South Wales:

- a) at the main premises of the association, in the custody of the Public Officer or a member of the Board or as the Board determines, or
- b) if the association has no premises, at the association's official address, in the custody of the Public Officer.

47. INSPECTION OF BOOKS

- 1) The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:
 - a) Records, books and other financial documents of the association,
 - b) This constitution,
 - c) Minutes of all committee meetings and general meetings of the association.
- 2) A member of the association may obtain a copy of any of the documents referred to in subclause 1) on payment of a fee of not more than \$1 for each page copied.
- 3) Despite subclauses (1) and (2), the committee may refuse to permit a member of the association to inspect or obtain a copy of the records of the association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the association.

48. SERVICE OF NOTICES

- 1) For the purpose of this constitution, a notice other than for the purpose of annual general meeting, may be served on or given to a person:
 - a) by delivering it to the person personally, or
 - b) by sending it by pre-paid post to the address of the person, or
 - c) by sending it by electronic transmission to an address specified by the person for giving or serving the notice.

- 2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
 - a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
 - c) in the case of a notice sent by electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

49. SIRU REPRESENTATIVE UNIFORM

The SIRU colours shall include the Southern Inland Rugby Union logo and be in colours of black, red and white with contrasting numbering.

50. RULES APPLICABLE TO CHARITIES

Any fundraising appeal for charitable purposes conducted by Southern Inland Rugby must comply with Charitable Fundraising Act 1991, Charitable Fundraising Regulation 2015 and the Standard Authority Conditions, or other legislation as may be required.

ANNEXES:

A – Membership Nomination Form

B – Nomination of Proxies

SOUTHERN INLAND RUGBY CONSTITUTION - ANNEX A

MEMBERSHIP NOMINATION

I, _____

INSERT NAME, CLUB AND REGISTRATION NUMBER

hereby nominate

_____ (PRINT FULL NAME)

_____ (ADDRESS)

_____ (TOWN & POST CODE)

_____ (CONTACT TELEPHONE)

to be a Individual member of SIRU

PROPOSERS' SIGNATURE

The nomination is seconded by:

SECONDEES' NAME AND CLUB AND REGISTRATION NUMBER

_____ (SIGNATURE)

Forwarded to Board _____ (DATE)

Board Decision: Approved/ Not Approved

_____ **PRESIDENT** _____ **BOARD**
MEMBER

Date Entered in Members Register by the Executive Officer/Competitions & Rugby Services /Officer/Public Officer _____ Date

Member Advised: YES/NO

Fees received: YES/NO Receipt Issued No. _____

SOUTHERN INLAND RUGBY CONSTITUTION - ANNEX B

NOMINATION OF PROXY

I, _____

INSERT NAME, CLUB AND REGISTRATION NUMBER

being a financial Club Delegate or Officer of the Union hereby nominate

_____ (PRINT FULL NAME)

an appointed delegate of my Club eligible to vote in accordance with the Constitution of SIRU,

in the AFFIRMATIVE/ NEGATIVE
(delete as applicable)

at a meeting (delete as applicable)

- 1) General Meeting of SIRU
- 1) Special Meeting of SIRU Council
- 2) Meeting of the Senior Council or Junior Council (delete where not applicable)

_____ (SIGNATURE)