

**ADELAIDE UNIVERSITY BOAT CLUB**  
**INCORPORATED CONSTITUTION**

2019

**CHAPTER I**

1. The name of the Club shall be The Adelaide University Boat Club Incorporated (herein called the "Club").
2. The objects of the Club shall be:
  - (a) the promotion of the sport of rowing within the University of Adelaide by the establishment and maintenance of such facilities as may be conducive to the sport;
  - (b) to compete and do its utmost to boat winning crews in the Australian University Rowing Championships (hereinafter called the "I.V.") rowing contests;
  - (c) to do its utmost to boat winning crews in major Australian and South Australian regattas and to foster the continued development of all its rowing members.
  - (d) to organise and stage rowing contests and;
  - (e) to promote social intercourse between members of the Club.

**CHAPTER II**

1. The Club is and shall always remain a constituent Club of the Adelaide University Sports Association Incorporated (Trading as "Adelaide University Sport") in whose name its property is to be vested.
2. The Club may affiliate itself with Rowing South Australia Incorporated or with any other body concerned with competitive rowing provided always that the Club may not become affiliated with any association or society whose objects are contrary to those stated above.
3. The Club shall have the powers conferred by the Associations Incorporations Act 1985 (SA) and, having considered the best interests of the Club, the Committee or Board may, by ordinary resolution at a meeting of the Committee or Board resolve to:

- (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 bank 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 Club; and
- (e) borrow money upon such terms and conditions as the Club thinks fit; and
- (f) give such security for the discharge of liabilities incurred by the Club as the Club thinks fit; and
- (g) appoint agents to transact any business of the Club on its behalf; and
- (h) enter into any other contract it considers necessary or desirable.
- (i) Any resolution of the Committee or Board shall not violate or be inconsistent with anything in this Constitution.

### **CHAPTER III**

#### **ORDINARY MEMBERSHIP**

1. The Club shall consist of an unlimited number of members who shall be full members of Adelaide University Sport, and who enrol as members of the Club.
  - (a) The club shall have a membership profile that conforms with the guidelines as set out and updated from time to time in the Constitution and Regulations of Adelaide University Sport.
2. Membership shall remain operative until the resignation of the member, or until terminated as provided for below.

## CHAPTER IV

### THE OFFICERS OF THE CLUB

1. The Officers of the Club shall consist of:
  - (a) A PATRON who may be appointed each year and who need not be a member of the Club.
  - (b) A PRESIDENT who shall be a member of the Club and who shall preside at all meetings and functions of the Club. The President shall have a deliberative as well as a casting vote. The President shall not serve for more than 5 years consecutively.
  - (c) An unlimited number of VICE-PRESIDENTS who need not be members of the Club. The position of Vice-President will be an honorary only and will have no voting rights on the Committee.
  - (d) A CAPTAIN who shall be a member of the Club of not less than twelve (12) months standing. The Captain shall be responsible for the general management of all affairs of the Club and shall present a report to the Club at the Annual General Meeting. The report shall be preserved in the minutes of the meeting. The Captain shall not serve for more than 5 years consecutively.
  - (e) An HONORARY SECRETARY who shall: conduct the correspondence of the Club; shall call meetings prepare agenda and fulfil the functions conferred upon him/her elsewhere in this Constitution; shall keep a proper record of the minutes of any general meeting of the Club in a book kept for the purpose and shall keep a register of the names and addresses of all members of the Club.
  - (f) An ASSISTANT SECRETARY who shall assist the Honorary Secretary in the performance of his/her duties; shall keep proper record of the minutes of Committee meetings, a record of the performances of the crews of the Club in any competitions, and a record of the eligibility and status of all active members of the Club.
  - (g) An HONORARY TREASURER who shall be responsible for authorising from Club funds; shall prepare members accounts within fourteen (14) day of the completion of each rowing season; a brief financial statement for presentation at each committee meeting and shall present in written form a detailed audited statement and report of the financial state of the Club at the Annual General Meeting.
  - (h) An HONORARY ASSISTANT TREASURER whose duty it shall be to assist the Treasurer.

- (i) Two VICE CAPTAINS, one male and one female, whose duty it shall be to assist the Captain.
2. All Officers of the Club shall be elected by the financial members of the Club at the Annual General Meeting and shall hold office until their successors are elected at the next ensuing Annual General Meeting, provided that the Committee must fill any vacancy within the time prescribed and the Secretary shall convene a Special General Meeting for the purpose of holding an election for the office vacant.

## **CHAPTER V**

### THE COMMITTEE

1. There shall be a Committee consisting of the President, Captain, Vice-Captains, Honorary Secretary, Honorary Treasurer, Assistant Secretary, Assistant Treasurer and a maximum of six general committee members whose duties are to be determined by the Committee in order to serve the best interests of the club.
  - (a) Any financial member of the Club may be elected to the committee excepting that:
    - (i) the Captain shall always be a Student, or have been a Student no more than 5 years previous to their election, of the University of Adelaide;
    - (ii) that greater than 50 percent of the members of the Committee shall always be students of Adelaide University;
    - (iii) they have been a financial member of the Club for no less than seven (7) days prior to their election, excepting the positions of Captain and Vice-Presidents of the Club.
2. The powers of the Committee shall be:
  - (a) To direct the policy and operations of the Club in all matters other than those delegated to the Board.
  - (b) To appoint a Board subject to the prescriptions of Chapter VI.
  - (c) To make rules and regulations as are necessary for the proper conduct of the Board, provided always that such rules and regulations are not contrary to, or inconsistent with, anything contained in this Constitution. This shall include, but not limited to, establishing the term length of new Board members.
  - (d) To make rules and regulations as are necessary for the proper conduct of the

Club, provided always that such rules and regulations are not contrary to, or inconsistent with, anything contained in this Constitution.

- (e) To create funds by raising of money for the purpose of the Club by other legitimate means.
  - (f) To determine the affiliation of the Club as provided for in Chapter II of the constitution.
  - (g) To co-opt members to be responsible for the proper maintenance of the boats and other equipment of the Club.
  - (h) To co-opt members to serve on sub-committees to undertake specific tasks on its behalf
  - (i) To terminate the membership of any person who:
    - (i) is guilty of any flagrant disregard of the valid rules and regulations of the Club;
    - (ii) fails to settle his/her outstanding account with the Club within 30 days of receiving written notice of his/her indebtedness to the Club, or fails to furnish an acceptable explanation regarding his/her failure to do so, or;
    - (iii) is guilty of other unsporting or unbecoming behaviour.
  - (j) To admit to membership of the Club Affiliate Members of Adelaide University Sport subject always to the provisions of Chapter III Section 1(a).
  - (k) To determine from time to time the subscriptions payable by ordinary, associate and affiliate members of the Club.
  - (l) To appoint a Club Blues Committee pursuant to the rules of Adelaide University Sport.
  - (m) To appoint an Honorary Auditor.
3. Any member of the Committee who shall absent him/herself without satisfactory apology from three consecutive meetings of the Committee shall cease to be a member of the Committee.
- (a) The Committee may in its absolute discretion refuse to accept an apology which it considers unsatisfactory.

## CHAPTER VI

### THE BOARD

1. There shall be a Board consisting of no fewer than three and up to seven Board members who need not be current members of the Club.
2. The responsibilities of the Board shall include, but not limited to:
  - (a) The collection, oversight and allocation of any donation or endowment income received or held by the Club;
  - (b) Acting on the committee's advice to hire or dismiss any coach or other employee of the Club, and representing the Club in any employment-related litigation.
    - (i) The Committee shall be allowed to employ any casual coaching staff provided that their total remuneration does not exceed \$9,000 per year.
  - (c) Ensuring that the Committee's actions are financially responsible and sustainable. This shall include but is not limited to:
    - (i) Approving any grant or loan the Committee wishes to make with Adelaide University Sport, the University of Adelaide, or any other party before they are submitted; and
    - (ii) Approving any other expenditure or sale over \$15,000.
    - (iii) The ability to observe the Club's bank accounts and financial statements, and any of the Committee's accounting, reports or minutes.
3. The Board shall present a report of its activities to the Club at the Annual General Meeting which shall be preserved in the minutes of the meeting.
  - (a) The Board shall be able to present a report on the financial and long-term health of the Club at any point to all members of the Club.
4. Once appointed a Board member may be removed from office at any point before the conclusion of their term by majority vote of members of the Club at a duly convened General Meeting of the Club or by resigning in writing to the Committee.

## **CHAPTER VII**

### **SELECTION COMMITTEE**

1. All crews to represent the Club in any competition shall be selected by the Selection Committee.
2. The Selection Committee shall consist of the Captain, the head coach and at least two Selectors who shall be appointed by the Captain; provided that a two thirds majority of the Committee may veto the appointment of any Selector.
3. The Selection Committee shall be responsible for the allocation of all equipment to crews representing the Club.

## **CHAPTER VIII**

### **MEETINGS OF THE CLUB**

1. The Annual General Meeting shall be held not more than nine weeks after the completion of the South Australian Rowing Association Incorporated premiership season, or in the months of either April or May.
2. The Annual General Meeting shall be convened by the Honorary Secretary by written or email notification of all the members of the Club: provided that at least fourteen days' notice be given.
  - (a) Such written or email notification shall:
  - (b) state the place at which the meeting is to be held
  - (c) state the time at which the meeting is to commence
  - (d) set out a list of the positions of office for which elections are to be held and contain:
  - (e) a list of current financial members:
  - (f) a statement of other business to be conducted thereat; and
  - (g) a call for any member who intends to run for election to any vacant committee position to express their intention to do so in writing to the Honorary Secretary no less than forty eight (48) hours before the commencement of the meeting. The member does not have to declare which position(s) they intend to stand for.

3. Special General Meetings of the Club shall be held when convened by the Honorary Secretary:
  - (a) on instructions from the Committee, or
  - (b) within fourteen days of the receipt of a written resolution of twelve members of the Club, which clearly states the reasons for such a meeting,
  - (c) by written or email notification of all the members of the club: provided that at least seven days' notice be given.
  - (d) Such written or email notification shall:
    - (i) state the place at which the meeting is to be held
    - (ii) state the time at which the meeting is to commence
    - (iii) Contain a list of current financial members
    - (iv) contain a statement of the business to be conducted therein
    - (v) a call for any member who intends to run for election to any vacant committee position to express their intention to do so in writing to the Honorary Secretary no less than forty-eight (48) hours before the commencement of the meeting. The member does not have to declare which position(s) they intend to stand for:
4. The Club in general meeting shall have a power of veto in respect of acts performed or contemplated by the Committee.
5. Any member of the committee may be expelled from office by a majority vote of members of the Club present at a duly convened Special General Meeting of the Club.
6. At all general meetings of the Club the quorum shall be twelve members excluding the Chairman.
7. At all general meetings of the Club voting shall be by secret ballot where three members present at such a meeting so request. All financial members of the Club shall be entitled to one vote at all general meetings of the Club provided that proxy votes shall not be allowed and that they have been a financial member for no less than seven (7) days prior to the meeting.
8. This constitution may be amended by a three quarter majority of the members of the Club at a duly convened General Meeting of the Club; provided that such majority represents at least one third of the members of the Club, and that all members have been given fourteen (14) days' notice of the proposed amendment.

9. At all meetings of the Club strict order of debate shall be followed.
10. Committee meetings shall be called by the Honorary Secretary by giving three days' notice to all members of the Committee.
11. At all Committee Meetings of the Club the quorum shall be five.

## **CHAPTER IX**

### **THE COLOURS OF THE CLUB**

1. The racing uniform of the Club shall be a rowing garment of at least 90% Black or White, with a V on the front and back starting at the shoulders and forming a point approximately 20cm below the shoulders. The Club badge shall be present on the garment.
2. The badge of the Club shall be the crest of the University of Adelaide surmounting crossed oars. A specimen of the badge shall be preserved in the office of Adelaide University Sport.
3. Other uniform shall be as determined by the Committee from time to time, except that all other garments should always primarily conform with the colours of the Club, being black and white, and the badge of the Club as defined in section 2 above.
4. Members of the Club so entitled are permitted to wear insignia denoting an award of colours pursuant to the regulations of Adelaide University Sport.

## **CHAPTER X**

### **DISSOLUTION**

1. The Club may be dissolved by special resolution, passed by three quarters majority of the members at a Special General Meeting, convened pursuant to the Associations Incorporations Act (SA) 1985.
2. At least 21 days written notice specifying the intention to dissolve the Club must be given to all members of the Club.
3. On dissolution and discontinuance of the Club, after payment of all debts and liabilities, all surplus assets shall revert to Adelaide University Sport.