

**Statement of Purposes**  
**Willison Park Tennis Club Incorporated**

The purposes of the Association are:

- a) to control and regulate tennis on courts located in Murdoch Street, Camberwell, Victoria;
- b) to arrange and manage tennis events and social activities for the benefit of Members of the Association as may from time to time be decided on;
- c) to participate in inter-club competition organised by associations of tennis clubs or other similar bodies; and
- d) to develop and encourage a social spirit under the auspices of the game of tennis.

Solely for the purpose of furthering the purposes set out above, the Association shall have the power:

1. To take over the funds and other assets and liabilities of the present unincorporated association known as Willison Park Tennis Club and to take over any and all of the contracts, leases and agreements made on behalf of the said unincorporated association by its Trustees and/or its Executive Committee.
2. To indemnify any person for any loss or damage incurred as a result of having on behalf of the unincorporated association become liable to pay any amount by way of damages or otherwise.
3. To subscribe to, become a member of and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its fund any club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as that imposed on the Association under or by virtue of the Rules.
4. To buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the Members of the Association or persons frequenting the Association's premises.
5. To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association. Provided that in case the Association shall take or hold any property which may be subject to any trusts, the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts.
6. To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privileges, and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
7. To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association.

8. To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interest, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.
9. To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit.
10. To take or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.
11. To lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate.
12. To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or pay-off any such securities.
13. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
14. To sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association.
15. To take or hold mortgages, liens, or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchasers and others.
16. To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Association but subject always to the proviso in paragraph 5.
17. To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise.
18. To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects.
19. To amalgamate with any one or more incorporate associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of the Rules.
20. To purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate.

21. To transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate.
22. To make donations for patriotic, charitable or community purposes.
23. To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged.
24. To do all such other things as are incidental or conducive to the attainment of the objectives and the exercise of the powers of the Association.

## **Constitution of Willison Park Tennis Club Incorporated**

### 1. Name

The name of the incorporated association is Willison Park Tennis Club Incorporated.

### 2. Interpretation

In this Constitution, unless the contrary intention appears:-

**“Club”** means the Willison Park Tennis Club Incorporated also called the **“Association”**.

**“Executive Committee”** or **“Executive”** means the Committee of Management of the Association.

**“Financial Year”** means the year ending 31<sup>st</sup> July.

**“General Meeting”** means a general meeting of Members convened in accordance with clauses 21 and 22.

**“Member”** means a Member of the Association.

**“Ordinary Member of the Committee”** means a Committee Member who is not an officer of the Association under clause 13.

**“The Act”** means the Associations Incorporation Act 1981.

**“The Regulations”** mean regulations under the Act.

**“Rules”**, where mentioned in this Constitution, shall be regulatory instructions formed from time to time by either the Executive or General Meetings, in accordance with Clause 19, to facilitate the running of the Club. They do not form part of this Constitution and are not the Rules as defined by the Act.

In this Constitution a reference to the Secretary of the Association is a reference:-

- a) where a person holds office under this Constitution as Secretary of the Association to that person; and
- b) in any other case to the Public Officer of the Association.

### 3. Objects

The objects of the club shall be: -

- a) with the sanction of the controlling body of the Park, to lay out, construct, maintain and control tennis courts on the Willison Park, Camberwell, together with any buildings or any other works necessary or desirable for the purpose of the Club.
- b) to acquire (by purchase, lease or otherwise) any real or personal property and any rights or privileges which the Club may think necessary or convenient.
- c) to affiliate with, and arrange for representation of the Club on the Victorian Tennis Association or anybody of a similar nature formed for the purpose of promoting or controlling the game of tennis.
- d) to arrange and manage tennis tournaments, inter-club matches and provide for social play.

### 4. Membership

The Club shall consist of:-

- a) Honorary Life Members;
- b) Full Members;
- c) Associate Members;
- d) Full Junior Members;

- e) Associate Junior Members; and
- f) Non-Playing Members.

#### 5. Entitlements of Membership

##### a) Honorary Life Members, Full Members and Full Junior Members:-

- i) shall be entitled to admission to the Club premises at all times when use is permitted;
- ii) shall be entitled to use the courts in accordance with the by-laws laid down by the Club;
- iii) shall be entitled to attend and vote at all General Meetings of the Club; and
- iv) shall be entitled to be a member of the Executive Committee.

##### b) Associate Members and Associate Junior Members:-

- i) shall be entitled to admission to the Club premises at all times when use is permitted;
- ii) shall be entitled to use the courts in accordance with the by-laws laid down by the Club;
- iii) shall be entitled to attend and vote at all General Meetings of the Club; and
- iv) shall not be entitled to be a member of the Executive Committee.

##### c) Non-Playing Members:-

- i) shall be entitled to admission to the Club premises at all times when use is permitted;
- ii) shall not be entitled to have use of the courts;
- iii) shall be entitled to attend but not entitled to vote at all General Meetings of the Club; and
- iv) shall not be entitled to be a Member of the Executive Committee.

#### 6. Election of Members

Persons wishing to become a member of the Club will be required to submit an Application Form, in line with current by-laws, to the Executive Committee for approval. Elected Members shall in addition to their first annual subscription pay an entrance fee, the amount of which shall be determined by a majority of Members at the Annual General Meeting.

#### 7. Subscriptions in Arrears

- a) Any Member whose subscription is more than 21 days in arrears of the due payment date, namely 30<sup>th</sup> September, at the direction of the Executive, may be excluded from the entitlements of membership until the same shall have been paid or may have his or her membership cancelled.
- b) No Member whose subscription is more than 21 days in arrears shall be eligible for office or be permitted to nominate an office bearer, vote at any meeting, sign a requisition for a meeting, discuss a motion or vote thereon.

#### 8. Resignation of Members.

Any Member may resign membership by notice in writing to the Secretary.

#### 9. V.T.A. Rules

Except whereinafter provided the Rules of the Victorian Tennis Association shall apply.

#### 10. Register of Members

A register of Members, in which shall be entered the full name, address and date of entry of each Member, shall be maintained and be available for inspection by Members.

#### 11. Rates of Subscription

- a) Subscriptions shall be payable in advance and at such rates for each class of member as decided by a majority of members of the General Meeting, provided that a quorum of members entitled to vote are present at such meeting.
- b) The financial year shall be deemed to have commenced on the first day of August in each year.
- c) Upon election to membership a member shall pay a full years subscription dating from the first day of the quarter in which the member is elected. Subsequent subscription shall be paid to terminate with the Club's financial year.

#### 12. Selection Committee/Sub-Committees

All Selection Committees and Sub-Committees are to be ratified by the Executive Committee. A majority will form a quorum.

#### 13. Executive Committee

- a) The general management of the Club shall be vested in an Executive Committee. The Executive Committee shall comprise these officers of the Club:-
  - i) a President;
  - ii) two (2) Vice-Presidents;
  - iii) a Secretary;
  - iv) a Treasurer; and
  - v) a Membership Secretary

and seven (7) other Members, one of whom shall represent Associate Members and one of whom shall represent Juniors.

- b) Each officer of the Club and Member of the Executive shall hold office until the Annual General Meeting after the date of his or her election, but is eligible for re-election.
- c) The Executive, in addition to any other powers otherwise conferred by these Rules, shall have power to refuse admission to Membership of any person, suspend or expel any Member, authorise expenditure, receive all moneys and subscriptions, impose and collect reasonable charges for participation by Members and visitors in the social tournament, competitive and similar activities of the Club, appoint sub-committees and generally to act for the Club between General Meetings.

#### 14. Meetings of the Executive

- a) The Executive shall meet not less than ten (10) times per annum. A special meeting may be called at any time, if deemed necessary by either the President, Secretary or three (3) Members of the Executive.
- b) Notice shall be given to Members of the Committee of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.

- c) At all meetings of the Executive a majority of the Members of the Executive shall form a quorum.
- d) Each Member present at a meeting of the Committee (including the person presiding at the meeting) is entitled to one vote.
- e) In the case of an equality of votes, the Chairman shall have a casting vote, in addition to his deliberate vote, as a Member of the Executive.
- f) At all ordinary and special meetings of the Executive, if a quorum be not present within 30 minutes of the appointed time, such meeting shall be adjourned to such a date as the Members present shall decide. A notice of such adjourned meeting shall be sent to every Member of the Executive by the Secretary.

#### 15. Minutes of the Executive

Minutes of all resolutions and proceedings of General Meetings of the Executive shall be entered by the Secretary in a book, to be provided for that purpose. Correct amounts and books shall be kept, showing the financial affairs of the Club.

#### 16. Members of the Executive Absent From Meetings

Should any member of the Executive fail to attend for two consecutive monthly meetings, without the consent of the Executive, that seat may be declared vacant by resolution of the Executive Committee.

#### 17. Action of the Executive Binding on Members

Every Member of the Club shall be bound by every act of the Executive, *intra vires*.

#### 18. Election of Officers.

- a) the Secretary shall post on the board a list of present office bearers at least two weeks before the date of the Annual General Meeting.
- b) Nominations for offices to be filled shall be received at the Annual General Meeting and any Member not present at the meeting may be nominated for office, providing his or her written consent has been previously obtained.

#### 19. Alterations to Constitution, Rules and Statement of Purposes

- a) The Constitution and Statement of Purposes shall not be repealed or altered, except by resolution of three-quarters of those present (with voting rights) at an Annual General Meeting or a Special General Meeting of Members.
- b) The Rules may be altered by resolution of an Annual General Meeting or Special General Meeting of Members or by resolution of a meeting of the Executive at which a majority of the Executive shall approve of the alteration.

#### 20. Notice of Motion

Notice of motion must be given to the Secretary, not later than thirty (30) days before the day on which a General Meeting is to be held, of any alteration to the Constitution or Rules, or to any resolution passed at the previous General Meeting.

#### 21. Annual General Meeting

- a) An Annual General Meeting of the Club shall be held within sixty (60) days after the end of the financial year. At such Annual General Meeting there shall be elected an Executive Committee and an Auditor, to carry on the activities of the Club.

- b) Notice of every General Meeting including any Notices of Motion, shall be sent to all Members at least seven (7) clear days before the day of holding such meeting and shall also be displayed in the Clubhouse fourteen (14) days before the date of such meeting.
- c) The following business of a General Meeting shall be dealt with:
  - i) The minutes of a preceding General Meeting;
  - ii) The reception of the Secretary's report;
  - iii) The reception of the Treasurer's statement of accounts;
  - iv) The election of office bearers;
  - v) The disposal of any business introduced by the Executive; and
  - vi) The disposal of any motion moved and seconded by Members.
- d) Any position in the Executive not filled at the Annual General Meeting, may be filled by the Executive. In each case the person appointed shall hold office only until the next Annual General Meeting.

## 22. Special General Meeting

A Special General Meeting of Members may be called by the President or Secretary, and shall be called by the President or Secretary on receiving written acquisition from not less than twenty (20) Members, stating the specific objects for which the meeting is to be called. A circular stating the objects of the meeting, and the time and the place at which it is called, shall be sent to all Members entitled to vote not less than seven (7) clear days and shall be displayed in the clubhouse fourteen (14) days before the date of such meeting.

## 23. Quorum

- a) Ten (10) Members entitled to vote shall form a quorum at all General or Special Meetings of Members.
- b) If at any meeting a quorum is not present within thirty (30) minutes of the time specified in the notice of meeting, the meeting shall stand adjourned to the same hour and place fourteen (14) days later, and those persons present at such adjourned meeting shall constitute a quorum. Notice of such adjourned meeting shall be forwarded to all Members entitled to vote not less than seven (7) days before the meeting.

## 24. Chairman

The Presidents for the time being shall, ex-officio, be Chairman of all meetings, whether of Members or of the Executive. In the absence of the President, one of the Vice-Presidents shall be appointed Chairman and, in the absence of the President and Vice-Presidents, the Members present shall elect a Chairman from amongst their number.

## 25. Votes of Members

- a) At all General Meetings every Full and Associate Member and every Honorary Life Member, shall be entitled to one vote, and no more, provided that the Chairman of such meeting shall have a casting vote in case of an equality of votes, in addition to his or her vote as a Member. Members are not entitled to vote by proxy at General Meetings.
- b) Any Member who is entitled to vote, but whose subscription for the current financial year is unpaid, shall not be entitled to vote at a General Meeting or Special General Meeting.

## 26. Funds of the Club

- a) The funds of the Club shall be derived from joining fees, annual subscriptions, donations and such other sources as the Executive determines.
- b) All moneys of the Club, unless otherwise authorised by the Executive or by Members at a General Meeting, shall be lodged in a financial institution(s) for the time being, in the name of the Club. All moneys received shall be duly banked and payments as authorised by the Executive shall be withdrawn by cheques signed jointly by any two of the President, Secretary or Treasurer.

## 27. Auditor

An Auditor shall be elected at the Annual General Meeting of the Club, and shall examine and certify to the next Annual General Meeting the correctness of the statement of accounts submitted by the Treasurer and any Sub-Committee(s).

## 28. Duties of the Secretary

The Secretary shall keep a faithful record of the business transacted at all Executive Committee Meetings and General Meetings of Members. The Secretary shall –

- a) Keep a copy of the Constitution and all Rules posted in the Minute Book;
  - i) Keep a Register of Members setting forth the name and address of each Member of the Club;
  - ii) Call all meetings in accordance with the Rules; and
  - iii) Generally carry out the directions of Executive and General Meetings.
- b) Except as otherwise provided in this Constitution, the Secretary shall keep his/her custody or under his/her control all books, documents and securities of the Club.
- c) All books and documents of the Club shall be made available, upon request, for inspection by Members at the next scheduled Executive Meeting.

## 29. Colours

The colours of the Club shall be green and gold.

## 30. Trustees

Trustees shall be appointed at an Annual General Meeting, or at a Special General Meeting, from the Members of the Club and shall have office during the pleasure of the Members, or until they or any one of them shall die, retire or resign as a Member of the Club, and the Trustees shall have control of the property of the Club under the direction of the Executive Committee.

## 31. Working Bee Levy

A working bee levy of an amount determined at the Annual General Meeting shall be payable by all Full and Associate Members with their Annual Subscriptions.

## 32. Seal

- a) The Common Seal of the Club shall be kept in the custody of the Secretary.
- b) The Common Seal shall not be affixed to any instrument except by authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two Members of the Executive, or of one Member of the Executive and of the Public Officer of the Club.

### 33. Winding Up Or Cancellation

In the event of the winding up of the Association, the remaining assets shall, subject to any trusts affecting those assets or any of them, be dealt with or disposed of in accordance with a special resolution of the Members, or in the absence of such a resolution, by dividing the assets amongst the Members of the Association in equal shares.

### 34. Discipline Of Members

- a) The Executive Committee may by resolution:-
  - i) Expel a Member from the Club;
  - ii) Suspend a Member from membership of the Club for a specified period;
  - iii) Fine a Member in accordance with the Regulations, if the Executive Committee is of the opinion the Member
    - has refused or neglected to comply with this Constitution or the Rules of the Club; or
    - has been guilty of conduct unbecoming a Member or prejudicial to the interests of the Club.
- b) A Notice advising the Member of the resolution shall, as soon as practicable, be served on the Member in writing:-
  - i) Setting out the resolution of the Executive Committee and the grounds on which it is based; and
  - ii) Stating the Member may appeal against the resolution in writing to the Secretary within 28 days of the service of notice of the resolution.
- c) If an appeal is received within the period stated, the Member shall be given the opportunity to be heard at an Executive Committee meeting or alternatively the Committee shall give consideration to any written statement from the Member and shall by resolution determine whether to confirm or revoke the resolution.
- d) The Executive Committee's resolution at this stage shall be final.