

# **Females in Training Inc (FIT)**

## **RULES**

(adopted at AGM 20 November 2010, amended at General Meeting 23 May 2015)

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## FEMALES IN TRAINING (FIT)

# RULES

(Adopted at AGM 20 November 2010, amended at General Meeting 23 May 2015)

## PART 1 - PRELIMINARY

### 1. Name

- (1) The name of the association is *Females in Training Inc.*
- (2) The association is also called *Females in Training*, or *FIT*.

### 2. Definitions

In these Rules, unless the contrary intention appears:

**association** means Females in Training Inc (FIT);

**financial year** means the year ending on 30 June;

**member** means a member of FIT, and includes an honorary member and a life member;

**ordinary Committee member** means a member of the Committee who is not an office-bearer of FIT under subrule 18(2);

**Secretary** means the person holding office under these Rules as Secretary of FIT, or if no person holds that office, the public officer of FIT;

**the Act** means the *Associations Incorporation Act 1991*;

**the Regulation** means the *Associations Incorporation Regulation 1991*.

### 3. Application of Legislation Act 2001

The *Legislation Act 2001* applies to these Rules in the same way as it would apply if they were an instrument made under the Act.

## **PART 2 - OBJECTIVES**

### **4. Objectives**

The objectives of FIT are:

- (a) to offer a training environment which encourages and promotes a positive and active role for women's participation in physical activity, with a particular focus on the 3 triathlon disciplines of swimming, cycling and running;
- (b) to create a training environment that is physically, emotionally and psychologically safe for women so as to encourage and support participation in a variety of physical activities;
- (c) to guide women of any age, from 18 years, and of any level, to explore their physical potential in order to develop appropriate and achievable goals;
- (d) to promote the use of training programs based on individual needs and capabilities, including programs specifically designed for women;
- (e) to provide opportunities for and foster the development of coaching knowledge and skills within the membership; and
- (f) to provide networking opportunities for women seeking training partners and to prepare them for entry/participation in events.

### **5. Vision**

FIT's vision is:

To enable women to enrich their lives through their pursuit of active lifestyles and attainment of personal goals.

## **PART 3 - MEMBERSHIP**

### **6. Membership qualifications**

Membership of FIT is open to females aged 18 years and over.

## **7. Application for membership**

- (1) Membership of FIT is available on an annual basis, with membership years running from 1 July of each year to the following 30 June.
- (2) A person may apply to become a member of FIT by:
  - (a) completing an application for membership form; and
  - (b) paying a joining fee and an annual membership fee.
- (3) A person may apply to renew their membership of FIT by:
  - (a) completing an application for membership form; and
  - (b) paying an annual membership fee.
- (4) An application for membership or an application for renewal of membership may be made for 1, 2 or 3 membership years and must be accompanied by the applicable number of annual membership fees.
- (5) Membership takes effect when the applicable membership fee has been received and recorded in the books of FIT.
- (6) The Committee may refuse membership to any applicant.

## **8. Honorary membership**

- (1) Two persons who made significant contributions to the early development of FIT, and FIT's patron are honorary members of FIT at the commencement of these Rules. Their membership is on-going. The identity of the patron may change from time to time.
- (2) A person who has made a significant contribution to the early development of FIT may be admitted as an honorary member of FIT either for a fixed period, or indefinitely, by resolution passed by FIT in general meeting.
- (3) Honorary membership entitles the member to all the rights, privileges and obligations of membership of FIT, without the payment of a joining fee or annual membership fees.

## **9. Life membership**

- (1) The Committee may make a recommendation for consideration by FIT in annual general meeting that any member who has rendered distinguished service to FIT through the promotion of the interests and objectives of the association be appointed as a life member.
- (2) If the Committee has made a recommendation under subrule (1), a resolution passed by FIT in annual general meeting may confer life membership on the person.
- (3) The conferring of life membership must accord with the Life Membership Policy and Procedures document adopted by FIT in annual general meeting on 21 November 2009, and varied from time to time by FIT in general meeting.
- (4) Life membership entitles the member to all the rights, privileges and obligations of membership of FIT, without the payment of annual membership fees.

## **10. Membership entitlements not transferable**

A right, privilege or obligation which a person has by reason of being a member of FIT:

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates upon cessation of the person's membership.

## **11. Cessation of membership**

- (1) A person ceases to be a member of FIT if the person:
  - (a) dies;
  - (b) resigns from membership of FIT in accordance with rule 12;
  - (c) is expelled from FIT in accordance with rules 15 and 16; or
  - (d) fails to renew their membership of FIT within 3 months of the expiry of their membership.
- (2) Where a person ceases to be a member under subrule (1)(a), (b) or (c), the Secretary must cause an appropriate entry to be made in the register of members recording the date on which the member ceased to be a member.

## **12. Resignation of membership**

- (1) A member is not entitled to resign from membership of FIT except in accordance with this rule.
- (2) A member who has paid all amounts payable by the member to FIT may resign from membership of FIT by first giving notice (being not less than 1 month or, if the Committee has determined a shorter period, that shorter period) in writing to the Secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.

## **13. Membership Fees**

- (1) The joining fee for a person joining FIT for the first time is:
  - (a) \$5; or
  - (b) if another amount has been determined by resolution of FIT in general meeting, that other amount.
- (2) The annual membership fee for members of FIT is:
  - (a) \$35; or
  - (b) if another amount has been determined by resolution of FIT in general meeting, that other amount.
- (3) If a new member joins FIT on or after 1 January in a membership year, the first annual membership fee paid by the member may be pro-rated for the remainder of that membership year. Pro-rata amount to be determined by the committee.

## **14. Members' liabilities**

The liability of a member to contribute towards the payment of debts and liabilities of FIT or the costs, charges and expenses of the winding up of FIT is limited to the amount, if any, of unpaid membership fees required under rule 13 and any other monies owing to FIT.

## **15. Disciplining of members**

- (1) If the Committee is of the opinion that a member:
  - (a) has persistently refused or neglected to comply with a provision of these Rules; or

(b) has persistently and wilfully acted in a manner prejudicial to the interests of FIT ;

the Committee may, by resolution:

(c) expel the member from FIT ; or

(d) suspend the member from such rights and privileges of membership of FIT as the Committee may determine for a specified period.

(2) A resolution of the Committee under subrule (1) is of no effect unless the Committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under subrule (3), confirms the resolution in accordance with this rule.

(3) Where the Committee passes a resolution under subrule (1), the Secretary must, as soon as practicable, cause a notice in writing to be served on the member:

(a) setting out the resolution of the Committee and the grounds on which it is based;

(b) stating that the member may address the Committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;

(c) stating the date, place and time of that meeting; and

(d) informing the member that the member may do either or both of the following:

(i) attend and speak at that meeting;

(ii) submit to the Committee at or prior to the date of that meeting written representations relating to the resolution.

(4) Subject to section 50 of the Act, at a meeting of the Committee mentioned in subrule (2), the Committee must:

(a) give to the member mentioned in subrule (1) an opportunity to make oral representations;

(b) give due consideration to any written representations submitted to the Committee by that member at or before the meeting; and

(c) by resolution decide whether to confirm or to revoke the resolution of the Committee made under subrule (1).

- (5) Where the Committee confirms a resolution under subrule (4), the Secretary must, within 7 days after that confirmation, by notice in writing inform the member of that confirmation and of the member's right of appeal under rule 16.
- (6) A resolution confirmed by the Committee under subrule (4) does not take effect:
  - (a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
  - (b) where within that period the member exercises the right of appeal, unless and until the association confirms the resolution in accordance with subrule 16(4).

## **16. Right of appeal of disciplined member**

- (1) A member may appeal to FIT in general meeting against a resolution of the Committee which is confirmed under subrule 15(4), within 7 days after notice of the resolution is served on the member, by lodging with the Secretary a notice to that effect.
- (2) Upon receipt of a notice under subrule (1), the Secretary shall notify the Committee which must convene a general meeting of FIT to be held within 21 days after the date on which the Secretary received the notice or as soon as possible after that date.
- (3) Subject to section 50 of the Act, at a general meeting of FIT convened under subrule (2):
  - (a) no business other than the question of the appeal must be transacted;
  - (b) the Committee and the member must be given the opportunity to make representations in relation to the appeal orally, or in writing, or both; and
  - (c) the members present must vote by secret ballot on the question of whether the resolution made under subrule 15(4) should be confirmed or revoked.
- (4) If the meeting passes a special resolution in favour of the confirmation of the resolution made under subrule 15(4), that resolution is confirmed.

## **PART 4 - THE COMMITTEE**

### **17. Powers of the Committee**

- (1) The Committee, subject to the Act, the Regulation, these Rules, and any resolution passed by FIT in general meeting:
  - (a) controls and manages the affairs of FIT;



(b) may exercise all functions that may be exercised by FIT other than those functions that are required by these Rules to be exercised by FIT in general meeting;

(c) may decide to affiliate FIT with any other organisation whose activities are compatible with the objectives of FIT; and

(d) has power to perform all acts and do all things that appear to the Committee to be necessary or desirable for the proper management of the affairs of FIT.

(2) The Committee may appoint a member of FIT to one or more of the following voluntary positions within FIT:

(a) Web Mistress;

(b) Membership Officer;

(c) Newsflash Editor;

(d) Newsletter Editor;

(e) Outfit Co-ordinator, and

(f) any other position that the Committee creates.

A person who holds one of these positions is not a member of the Committee by virtue of the holding of that position. However, the person may be an office-bearer of FIT or an ordinary Committee member, if elected under rule 19.

## **18. Constitution and membership of Committee**

(1) The Committee consists of:

(a) the office-bearers of FIT; and

(b) up to 6 ordinary Committee members.

(2) The office-bearers of FIT are:

(a) the President;

(b) the Vice-President;

(c) the Treasurer;

(d) the Secretary; and

(e) the Coaching Co-ordinator.

- (3) The office-bearers other than the Coaching Co-ordinator, and the ordinary Committee members of FIT, must be elected under rule 19 or appointed in accordance with subrule (5). The Coaching Co-ordinator must be appointed by the incoming Committee at the annual general meeting from nominations made in accordance with subrules 19(1) and (2).
- (4) Each member of the Committee, subject to these Rules, holds office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.
- (5) If there is a vacancy in the membership of the Committee, the Committee may appoint a member of FIT to fill the vacancy and the member so appointed holds office, subject to these Rules, until the conclusion of the annual general meeting following the date of the appointment.

## **19. Election of Committee members**

- (1) Nomination of candidates for election as office-bearers of FIT or as ordinary Committee members, or for appointment as Coaching Co-ordinator, must be:
  - (a) made in writing, accompanied by the written consent of the candidate; and
  - (b) given to the Secretary of FIT no less than 3 days before the date fixed for the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated are taken to be elected and further nominations must be called for at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the Committee are taken to be vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the people nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot must be held.
- (6) A person is not eligible to simultaneously hold more than one position on the Committee.

## **20. Primary role of office-bearers**

- (1) The President of FIT must:
  - (a) provide leadership for FIT;
  - (b) preside over Committee and general meetings; and
  - (c) in conjunction with the Secretary, prepare and distribute the agenda for Committee and general meetings.
  
- (2) The Vice-President of FIT must:
  - (a) fulfil the responsibilities of the President in her absence.
  
- (3) The Secretary of FIT must:
  - (a) keep minutes of:
    - (i) all elections and appointments of office-bearers and ordinary Committee members;
    - (ii) the names of members of the Committee present at a Committee meeting or a general meeting; and
    - (iii) all proceedings at Committee meetings and general meetings.
  
- (4) The Treasurer of FIT must:
  - (a) collect and receive all moneys owing to FIT and make all payments authorised by FIT;
  - (b) keep correct accounts and books showing the financial affairs of FIT with full details of all receipts and expenditure connected with the activities of FIT; and
  - (c) arrange for the accounts and books of FIT to be audited prior to the annual general meeting.
  
- (5) The Coaching Co-ordinator of FIT must:
  - (a) preside over FIT coaches meetings;
  - (b) plan, monitor and evaluate FIT coached programs; and
  - (c) provide leadership and support to FIT coaches.

## **21. Vacancies**

For the purposes of these Rules, a vacancy in the office of a member of the Committee happens if the member:

- (a) resigns from office;
- (b) is removed from office pursuant to rule 22;
- (c) becomes an insolvent under administration within the meaning of the Corporations Act; or
- (d) is absent without leave of the Committee from 3 consecutive meetings of the Committee.

## **22. Removal of Committee members**

FIT in general meeting may by resolution, subject to section 50 of the Act, remove any member of the Committee from the office of member of the Committee before the end of the member's term of office.

## **23. Committee meetings and quorum**

- (1) The Committee must meet at least six times in each calendar year at such place and time as the Committee may decide.
- (2) Additional meetings of the Committee may be called by any member of the Committee.
- (3) Oral or written notice of a meeting of the Committee must be given by the Secretary to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the Committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subrule (3) must specify the general nature of the business to be transacted at the meeting.
- (5) Any 5 members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- (6) At meetings of the Committee:
  - (a) the President, or in the absence of the President, the Vice-President presides; or
  - (b) if the President and the Vice-President are absent, one of the remaining members of the Committee may be chosen by the members present to preside.

- (7) Any member of FIT may attend a Committee meeting, and may address the Committee as the Committee permits, but may not vote on any matter.

#### **24. Subcommittees**

The Committee may form Subcommittees (consisting of one or more members of the Committee or members of FIT) from time to time to undertake specific tasks allocated by the Committee.

#### **25. Voting and decisions**

- (1) Questions arising at a meeting of the Committee, or of any Subcommittee appointed by the Committee, are determined by a majority of the votes of members of the Committee or Subcommittee present at the meeting.
- (2) Each member of the Committee or any Subcommittee appointed by the Committee present at a meeting of the Committee or the Subcommittee (including the person presiding at the meeting) is entitled to one vote, but if votes on any question are equal, the person presiding may exercise a second or casting vote.
- (3) Subject to subrule 23(5), the Committee may act notwithstanding any vacancy on the Committee.

### **PART 5 - GENERAL MEETINGS**

#### **26. Annual general meetings - holding of**

- (1) An annual general meeting of FIT must be held each year within five months after the end of the financial year.
- (2) Subrule (1) has effect subject to the powers of the registrar-general under section 120 of the Act in relation to extensions of time.

#### **27. Annual general meetings - calling of and business at**

- (1) An annual general meeting of FIT must, subject to the Act, be called on the date and at the place and time that the Committee considers appropriate.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is:

- (a) to confirm the minutes of the last annual general meeting and of any general meeting held since that meeting;
  - (b) to receive from the Committee reports on the activities of FIT during the last financial year;
  - (c) to elect members of the Committee, including office-bearers; and
  - (d) to receive and consider the statement of accounts and the reports that are required to be submitted to members under subsection 73(1 ) of the Act.
- (3) An annual general meeting must be specified as such in the notice calling it in accordance with rule 29.

## **28. General meetings - calling of**

- (1) The Committee may, whenever it considers appropriate, call a general meeting of FIT.
- (2) The Committee must, on the requisition in writing of not less than 5 per cent of the total number of members, convene a general meeting of FIT.
- (3) A requisition by members for a general meeting must state the business to be dealt with and must be given to the Secretary at least one month prior to the proposed date of the meeting.

## **29. Notice**

- (1) At least 14 days before the date fixed for the holding of a general meeting, a notice specifying the place, date and time of the meeting and the nature of the business to be discussed at the meeting must be forwarded to each FIT member.
- (2) A member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary who must include that business in the next notice calling a general meeting.

## **30. General meetings - procedure and quorum**

- (1) No item of business may be transacted at a general meeting unless a quorum of members entitled under these Rules to vote is present during the time the meeting is considering that item.
- (2) 20 members present in person (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

- (3) If within 30 minutes after the appointed time for the start of a general meeting a quorum is not present, the meeting stands adjourned to the same day in the following week at the same time and place.
- (4) If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the start of the meeting, the members present (being not less than 10) constitute a quorum.

### **31. Presiding member**

- (1) The President, or in the absence of the President, the Vice-President, presides at each general meeting of FIT.
- (2) If the President and the Vice-President are absent from a general meeting, the members present must elect one of their number to preside at the meeting.

### **32. Adjournment**

If the business of the meeting is not completed, the person presiding may with the consent of the majority of members present, adjourn the meeting to a date specified, being a date within one month of the adjourned meeting, in order to complete the business of the meeting.

### **33. Making of decisions**

- (1) A question arising at a general meeting of FIT is to be determined on a show of hands and unless a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of FIT, a poll may be demanded by the person presiding or by not less than 10 members present in person.
- (3) Where a poll is demanded at a general meeting, the poll must be taken:
  - (a) immediately if the poll relates to the election of the person to preside at the meeting or to the question of an adjournment; or
  - (b) in any other case, in the way and at the time before the close of the meeting that the person presiding directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

### **34. Voting**

- (1) Subject to subrule (3), upon any question arising at a general meeting of FIT, a member has 1 vote only.
- (2) All votes must be given personally and not by proxy.
- (3) If the votes on a question at a general meeting are equal, the person presiding is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at any general meeting of FIT unless all money due and payable by the member to FIT has been paid, other than, if the meeting is held in the first three months of a financial year, the amount of the annual membership fee payable in respect of the current year.

## **PART 6 - MISCELLANEOUS**

### **35. Funds - source**

- (1) The funds of FIT must be derived from membership fees, training program fees, event entrance fees, sales of FIT merchandise, grants, sponsorships, donations and, subject to any resolution passed by FIT in general meeting and to section 114 of the Act, such other sources as the Committee decides.
- (2) All money received by FIT must be deposited in FIT's bank account.
- (3) FIT must, as soon as practicable after receiving any money from sponsorships or donations, issue an appropriate receipt.

### **36. Funds – management**

- (1) Subject to any resolution passed by FIT in general meeting, the funds of FIT must be used for the objectives of FIT in the way that the Committee decides.
- (2) All bank accounts of FIT must be operated by the Treasurer and one other Committee member.

### **37. Alteration of objects and Rules**

Neither the objects of FIT referred to in section 29 of the Act nor these Rules may be altered except in accordance with the Act.



### **38. Common seal**

- (1) The common seal of FIT must be kept in the custody of the President.
- (2) The common seal must not be attached to any instrument except by the authority of the Committee and the attachment of the common seal must be attested by the signatures either of 2 members of the Committee or of 1 member of the Committee and of the Secretary.

### **39. Custody of books**

Subject to the Act, the Regulation and these Rules, the President must keep in her custody or under her control all records, books and other documents relating to FIT.

### **40. Inspection of books**

The records, books and other documents of FIT must be open to inspection at a place in the Australian Capital Territory, free of charge, by a member of FIT at any reasonable hour, but inspection may be restricted to protect the privacy of individual members.