

# **BY-LAWS OF CARLILE SWIMMING TEAM LIMITED.**

## **INTRODUCTION**

### **1. STATUS OF BY-LAWS**

#### **1.1 Statement of By-Laws**

The By-Laws listed below should be read in conjunction with the current constitution of the Carlile Swimming Team Limited.

#### **1.2 Power to Make By-Laws**

These By-Laws are made by the Carlile Swimming Team Limited under Clause(s) 7.2, 20.1(a) and 20.1(b). They are binding on all Members. In the event of a conflict between these By-Laws and the Constitution, the Constitution will prevail.

#### **1.3 Definitions and Interpretation**

The definitions in the Constitution apply to these By-Laws. In addition, the following definitions apply:

**“Clause”** means a clause of the Constitution.

**“Competitions”** means and includes:

- (a) any championship organised or conducted by the Club;
- (b) any championship, competition, series or meeting sponsored by or conducted by or on behalf of the Club.

**“Disciplinary Tribunal”** means the disciplinary tribunal of the Company constituted under By-Law 3.

**“Swimmer”** means an Individual or Junior Member who competes at Club or higher level.

# MEMBER BY-LAWS

## 2. FEES DUE TO THE COMPANY

- (a) Fees payable in accordance with Clause 9 will be payable by all Members as defined in By-Law 2(b), provided that fees will not be payable in respect of a Life Member;
- (b) The annual registration fees payable to the Company in respect of each Individual Member will consist of a SAL and SNSW component which includes registration and insurance cover and a Company administration fee as determined by the Directors from time to time.
- (c) All registration fees are due on the first day of October in each year.
- (d) The Directors may refund any fee which, in its opinion is warranted.

## 3. DISCIPLINARY BY-LAW

### 3.1 Establishment of Disciplinary Tribunal

The Directors shall establish a Disciplinary Tribunal to deal with all disciplinary actions and matters under Clause 7. A disciplinary action and matter must be solely and exclusively resolved by the Disciplinary Tribunal

### 3.2 Composition of Disciplinary Tribunal

- (a) A Disciplinary Tribunal of three (3) persons shall be appointed by the Directors for the purpose of hearing disciplinary actions and matters under Clause 7.2. The Directors shall also appoint a member of the Disciplinary Tribunal as chair who in the opinion of the Directors is competent in dealing with disciplinary matters.
- (b) The Directors may call for applications to the Disciplinary Tribunal.
- (c) No Director member or a family member dealing with a matter relating to a member of that family shall be a member of the Disciplinary Tribunal.
- (d) Three (3) members of the Disciplinary Tribunal shall constitute a quorum.

### 3.3 Notice of Alleged Breach

- (a) Where the Committee is advised or considers that a Member has allegedly:
  - (i) breached, failed, refused or neglected to comply with a provision of the Constitution, the By-Laws, the Policies and the rules or any resolution or determination of the Committee; or
  - (ii) acted in a manner unbecoming of a Member or prejudicial to the Objects and interests of the Club and/or swimming; or
  - (iii) brought the Club or swimming into disrepute,

the Committee shall notify the chair of the Disciplinary Tribunal.

- (b) The chair of the Disciplinary Tribunal shall, as soon as practicable upon receipt of notice in accordance with By-Law 3.3(a), serve on the Member a notice in writing:
  - (i) setting out the alleged breach of the Member and the grounds on which it is based;
  - (ii) stating that the Member may address the Disciplinary Tribunal at a hearing to be held not earlier than fourteen (14) and not later than twenty eight (28) days after service of the notice;
  - (iii) stating the date, place and time of that hearing;
  - (iv) informing the Member that he do one or more of the following:
    - (A) attend that hearing;
    - (B) give the Disciplinary Tribunal, before the date of the hearing a written statement regarding the alleged breach.

### **3.4 Disciplinary Tribunal Procedures**

- (a) At a hearing of the Disciplinary Tribunal held in accordance with By-Law 3.3(b)(ii), the Disciplinary Tribunal shall:
  - (i) give to the Member every opportunity to be heard;
  - (ii) give due consideration to any written statement submitted by the Member; and
  - (iii) by resolution determine whether the alleged breach occurred.
- (b) The Club and the Member shall not be entitled to legal representation at the hearing of the Disciplinary Tribunal.
- (c) The Disciplinary Tribunal shall hear and determine the alleged breach in whatever manner it considers appropriate in the circumstances (including by way of teleconference, video conference or otherwise) provided that it does so in accordance with the principles of natural justice. The purpose of the hearing shall be to determine whether the alleged breach occurred.
- (d) If the Disciplinary Tribunal considers that the alleged breach occurred, it may impose any one or more of the penalties set out in By-Law 3.5.
- (e) If the Disciplinary Tribunal considers that the alleged breach did not occur, the matter shall be dismissed.
- (f) Each party shall be responsible for their own costs associated with the Disciplinary Tribunal hearing. The Disciplinary Tribunal has no power to award costs to a party.

### **3.5 Penalties**

If the Disciplinary Tribunal considers that the alleged breach occurred, the Disciplinary Tribunal may impose any one or more of the following penalties:

- (a) impose a warning;
- (b) where there has been damage to property, direct that the Member pay compensation to the relevant organisation which controls or has possession of the property;
- (c) cease funding granted or given to them by the Club from a specified date;
- (d) suspend for a specified period and/or terminate any rights, privileges and benefits provided to that Member by the Club;
- (e) reprimand the Member;
- (f) suspend the Member from membership of the Club for a specified period;
- (g) expel the Member from the Club;
- (h) any other such penalty as the Disciplinary Tribunal considers appropriate.

### **3.6 Appeal from Decision of Disciplinary Tribunal**

- (a) Any Member, the subject of an adverse finding in proceedings in accordance with By-Law 3 may appeal to The Association committee in relation to that adverse finding.
- (b) Such appeal shall be dealt with in accordance with the disciplinary procedure set out in Association by-laws, policies or rules.

# DIRECTORS BY-LAWS

## 4. COMPOSITION OF THE DIRECTORS

The composition of the Directors as required by Clause 13 may consist of the following:

- (a) Chairperson and four (4) other Directors
- (b) At least two of the Directors must be Life Members as required by Clause 13.1(c)

- (c) Other members;

Carlile Swimming Competitive Programs Manager acting as company secretary

## 5. DIRECTOR RESPONSIBILITIES

### 5.1 Directors shall:

- (a) guide any standing committees to which they may be assigned on all matters affecting the Constitution, By-Laws, Policies and rules or any previous decision of the General Meeting or the Directors;
- (b) act honestly, independently and with due diligence in all decision making;
- (c) ensure that the resources of the Company are effectively and efficiently managed to fulfil the Objects;
- (d) contribute to the development of the Company's strategic and business plans;
- (e) attend any assigned committee and act as the Committee adviser in the formulation of committee work plans;
- (f) present recommendations and reports of any assigned standing committee to the Directors.

### 5.2 Chairperson

The Chairperson shall:

- (a) promote the image of the Company at all times and lead the pursuit of the Objects and carry out such duties as requested by a General Meeting and the Directors;
- (b) be responsible for the leadership and overall administration of the Company;
- (c) represent the Company on external bodies as determined by the Directors; and

- (d) coordinate the Directors activities and ensure that the Directors properly undertake their governance role.

### **6.3 Secretary**

- (a) The Secretary of the Company must, as soon as practicable after being appointed as secretary, lodge notice with the Association secretary and SNSW of his address and contact details.
- (b) The Secretary must ensure full and accurate minutes of all members in attendance, questions, matters, resolutions and other proceedings of each Directors meeting and General Meeting are entered in the Company minute book.

## **6. MANAGEMENT COMMITTEES**

- (a) Standing committees specified in Clause 19 shall be determined by the Directors for a one year term.
- (b) Every person appointed, unless ceasing to hold office in consequence of death, resignation or removal from office, will continue to hold office until the completion of their respective term or the appointment of the new management committee.
- (c) Nominations shall be invited for the positions on standing committees specified in By-Law 6(l) at least forty five (45) days prior to the date of the Annual General Meeting and the closing date for nominations shall be at least thirty (30) days prior to the date of the Annual General Meeting. A list of nominees shall be included on the agenda paper for the Annual General Meeting.
- (d) Nominations for positions on standing committees may include a précis submitted by the nominee, of their background, experience and qualifications pertinent to the position.
- (e) The Directors may at any time terminate the appointment of any standing committee and any such person may resign from a standing committee by letter delivered to the Secretary.
- (f) A member of any standing committee who is absent from three consecutive meetings without explanation acceptable to the Directors shall be declared to have vacated such standing committee membership and the Directors shall appoint another member in his place.
- (g) A quorum for a meeting shall be fifty percent plus one (50% + 1) of the voting members on each standing committee.
- (h) The Chairperson shall be ex-officio member of all standing committees.
- (i) Each standing committee shall receive and consider all matters, correspondence and proposals which are referred to it by the Directors and which fall within the scope of the functions of the standing committee as stated in these By-Laws.
- (j) All standing committees shall:

- (i) identify and minimise areas of risk within the standing committee's area of responsibility;
  - (ii) contribute to the administration of all phases of their particular facet of the sport within the rules and policy limits, delegated to the standing committee;
  - (iii) refer any undecided policy items to the Directors for determination;
  - (iv) where necessary work in conjunction with other standing committees within the Company;
  - (v) if so decided by the standing committee invite a person to attend a meeting to speak on a specific matter;
  - (vi) subject to the approval of the Directors, have the power to co-opt additional members as deemed necessary; those members will be entitled to voice without vote;
- (k) The standing committee secretary shall:
- (i) in consultation with the standing committee chairman issue, through the Secretary, notices convening meetings;
  - (ii) cause accurate minutes to be kept of all meetings;
  - (iii) deliver to the Secretary within seven days, in the format approved by the Committee, a copy of all minutes, reports and recommendations arising from standing committee meetings for reference to and consideration by the Committee; and
  - (iv) cause all standing committee correspondence to be directed through the Secretary.
- (l) Subject to the Constitution there shall be a standing committee for the following:
- (i) a Liaison committee
  - (ii) a Swimming committee
- (m) The composition of each standing committee and the duties and terms of reference relating to each standing committee are set out in By-Laws 7 to 8.

## **7. LIAISON COMMITTEE**

- (a) The functions of the liaison committee shall be to:
- (i) Actively seek involvement from parents, swimmers and other members of the club
  - (ii) Ensure effective communication of all club activities to athletes, parents, non-swimmers

- (iii) generally comply with the provisions of By-Law 6.
- (b) The membership of the competition committee shall be:
  - (i) The Carlile Swimming Competitive Programs Manager
  - (ii) Two (2) Carlile Swimming Head Coaches
  - (iii) Three (3) suitably qualified non-swimmer member representative
  - (iv) One (1) suitably qualified swimmer member representative
  - (v) One (1) Director who shall be Board liaison and the Chairperson;
- (c) The operation of the liaison committee shall be as agreed by the committee members from time to time.

## **8. SWIMMING COMMITTEE**

- (a) The functions of the liaison committee shall be to:
  - (i) Provide support for all company competition activities
  - (ii) Provide support for all company training and swimmer/coach development activities
  - (iii) Review and deliver recommendations to the Directors in relation to:
    - i) Sport Science and Technology innovations
    - ii) Facility opportunities and priorities
- (b) The membership of the competition committee shall be:
  - (i) The Carlile Swimming Competitive Programs Manager
  - (ii) Two (2) Carlile Swimming Head Coaches
  - (iii) One (1) Director who shall be Board liaison and the Chairperson;
- (c) The operation of the Swimming committee shall be as agreed by the committee members from time to time.



# **SWIMMING BY-LAWS**

## **9. LAWS AND RULES GOVERNING CARLILE SWIMMING TEAM LIMITED**

The technical laws of FINA as set out in the handbook of FINA with regard to swimming shall (where practicable) be applicable and binding on all competitions held in the Company.

## **10. ELIGIBILITY**

- (a) A person who is not an Individual Member or Life Member shall not nominate for, nor hold office except the office of patron, vice patron and auditor.
- (b) A person elected patron or vice patron who is not an Individual Member or Life Member, shall be deemed to be a Member whilst holding such office. The holding of office shall not entitle a person to compete in a meet unless such person is otherwise duly eligible to compete.

## **11. FORFEIT OF FEES AND PRIZES FOLLOWING DISQUALIFICATION**

Where a Swimmer is disqualified or suspended in respect of an event, all fees paid and prizes won by such Swimmer shall be forfeited. The Directors will have full power to confiscate any prize and redistribute or deal with the matter at its discretion.

## MISCELLANEOUS BY-LAWS

### 12. PATRONS

Such persons as shall be invited annually by the Directors to grant their patronage and subject to their concurrence, the Directors will submit the names to the Annual General Meeting for endorsement.

### 13. SERVICE EXCELLENCE AWARD

- (a) The Company shall recognise outstanding service to the Company by an Individual Member who shall be eligible to receive the service excellence award provided that the nominated member has given at least ten years outstanding service to swimming.
- (b) Candidates for the award may be nominated by any Member.
- (c) The criteria is not based on length of service alone but shall also include the scope of the nominee's contribution beyond the norm of ordinary duties of office.
- (d) Nominations shall be submitted in writing to the Secretary by 31 March each year on the approved nomination form and shall include swimming specific qualifications.
- (e) The Directors will determine from the nominations the recipients of the service excellence award. No more than five service excellence awards will be awarded in any one year.
- (f) The service excellence award will be presented to the recipient at an Annual General Meeting.

### 14. COLOURS & BADGE

- (a) The colours and badge of the Company shall be as determined at a General Meeting.
- (b) The colours of the Company will be Orange and Blue.
- (c) The badge of the Company shall be



The badge shall not be made or worn without written permission of the Directors.

**15. AVAILABILITY OF AMENDED PAGES**

Where an addition to, amendment or rescission, wholly or in part, is made to the Constitution, By-Laws, Policies or rules, updated copies of the relevant pages shall be available on request to the Members within two calendar months of any such addition to, amendment or rescission of, whether wholly or in part or otherwise shall be posted on the Company website.

## **COMPETITION BY-LAWS**

### **16. CHAMPIONSHIPS AND OTHER SWIM MEETS**

The Directors shall determine the order of events and the duration of the Championships and such other swim meets as it determines from time to time, giving as much notice as possible to Members. The Directors shall also determine annually the format for the conduct of the Championships Meet for the ensuing year. PROVIDED THAT, the format so determined shall be advertised at the time of calling entries for the Meet.

### **17. CHAMPIONSHIP CONDITIONS OF ENTRY**

- (a) The Directors may approve qualifying times (if any) for entry to championship events and other conditions of entry as appropriate to the meet.
- (b) All entrants in the Company Championship shall abide by and be subject to the By-Laws and the SNSW general rules, swimming rules, by-laws, policies, and published procedures as applicable.

### **18. CHAMPIONSHIP ENTRY FORM, AGE DETERMINATION**

- (a) The Company Championship entry and age determination shall require:
  - (i) an entry for a Championship event shall be made at the direction of the Directors either electronically or on the official Club form or card provided which shall include the entrant's best time for the distance, in accordance with the conditions of entry, showing the meet and date when the time was established, being equal to or better than the qualifying time approved for this event (if any), current registration number, and in the case of an age event, date of birth; and
  - (ii) an entrant in an Age Championship shall be of the specific age on the first day of the meet series and if the Directors so desires, shall produce a certificate of registration of birth or other satisfactory evidence of date of birth signed by the parent or guardian of the entrant.

### **19. THESE BY-LAWS MAY BE ALTERED AT ANY TIME BY RESOLUTION OF THE DIRECTORS OF CARLILE SWIMMING TEAM.**

### **20. EMERGENCY POWERS**

Under special circumstances the Directors may cancel or suspend all or any Championships as set out in By-Law 18.