



Dancesport

Constitution

of the

Dancing Association of South Australia Incorporated

Revised 2006

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PART I - PRELIMINARY

1. Name

The name of the association shall be the *Dancing Association of South Australia Incorporated* (DASA).

2. Objects and Powers

The objects and powers of the association shall be:

- 2.1 To promote and foster dancing, competitions, examinations and medal test, either alone or jointly, or amalgamated as per section 22 of the Act.
- 2.2 To ensure that members follow the rules and any code of ethics as established by the governing body of competitive ballroom dancing (“the governing body”).
- 2.3 To secure government support and recognition of dancing, and the qualifications issued by the governing body.
- 2.4 To carry on any business or activity the object of which is to advance or effect the fulfilment of sub-articles 2.1 – 2.3.
- 2.5 To accept any grant, subsidy, gift of real or personal property, whether subject to any trust or not.
- 2.6 To undertake and execute any trusts the undertaking of which may be incidental to the attainment of the objects of the association.
- 2.7 To invest the funds of the association or under its charge and not immediately required upon such securities or investments as the Committee may from time to time determine.
- 2.8 To enter into such contracts or arrangements as the Committee shall think fit.
- 2.9 To acquire, hold and dispose of any forms of property real and personal for the purposes of the association and to exercise all powers given to an incorporated association by Section 25 of the Act.

3. Definitions and Interpretations

3.1 In this Constitution, except in so far as the context or subject-matter otherwise indicates or requires:

‘Act’ means the *Associations Incorporation Act (SA) 1985*.

‘DASA’ means the Dancing Association of South Australia Incorporated.

‘article’ means an article of this Constitution.

‘appendix’ means an appendix to this Constitution.

‘association’ means DASA.

‘Committee’ means the committee of the association for the purpose of Section 29 of the Act.

‘Committee member’ means a member of the Committee including office-bearers of the association as referred to in sub-article 20.1.

‘a member’ means either a full, ordinary or life member of the association.

‘Regulations’ means the *Associations Incorporation Regulations (SA) 1993*.

‘secretary’ means:

- (a) the person holding office under this Constitution as secretary of the association or
- (b) where no such person holds that office, the public officer of the association.

‘special general meeting’ means a general meeting of the association other than an annual general meeting.

‘sub-article’ means a sub-article of this Constitution.

3.2 In this Constitution:

- (a) a reference to a function includes a reference to a power, authority and duty;
- (b) a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty; and
- (c) except where the context otherwise requires, words importing only singular number shall include the plural and vice-versa

and words importing only the masculine gender shall include the feminine gender;

- (d) a reference to legislation includes a reference to any amendments to that legislation and where such legislation is repealed or replaced, it includes the legislation in force from time to time governing such matters as the repealed or replaced legislation governed when it was in force.

4. Income or Property of the Association

The income and property of the association wherever derived shall be applied solely towards the objects of the association.

PART II - MEMBERSHIP

5. Types of Membership

- 5.1 The association shall have three types of members, namely:
- (a) full members;
 - (b) ordinary members and
 - (c) life members.
- 5.2 The Committee reserves the right to refuse membership and not to give reasons.
- 5.3 All members will receive a membership card.

6. Register of Members

- 6.1 The secretary shall establish and maintain a register of members of the association.
- 6.2 The register of members shall specify, in the case of each member:
- (a) the member's name and address (including email address, if applicable);
 - (b) the date on which the person became a member;
 - (c) whether the member is an ordinary, full or life member;
 - (d) whether the member is a financial member or an unfinancial member and
 - (e) the date upon which the person ceases to be a member.
- 6.3 The register of members shall be open for inspection, free of charge, by any member of the association at any reasonable hour.

PART III - FULL MEMBERS AND ORDINARY MEMBERS

7. Full Members and Ordinary Members

- 7.1 A full member is required to hold the qualification of an Associate Diploma or higher in any style.
- 7.2 The full members and ordinary members of the association shall be those natural persons over the age of 18 who:
- (a) fill out, sign and deliver to the organisation a membership application form in the form set out in Appendix 1 and
 - (b) pay to the association such membership fees as shall from time to time be determined by the Committee and payable annually on 1st January of each year and must be paid by 31st January of that year.
- 7.3 Any full or ordinary member whose membership fees are outstanding as at the 31st January of that year shall be called an unfinancial member and shall:
- (a) not be counted in the membership to determine the quorum at any meeting of the association;
 - (b) have no voting rights;
 - (c) not advertise they are a member;
 - (d) be restored to membership, with full voting rights 28 days after the date of payment of the due fees;
 - (e) cease to be a member after three months from 1st January when the membership fees are due to be paid.

8. Rights and Obligations of Full Members and Ordinary Members

A full member and an ordinary member of the association shall subject to sub-article 7.2:

- 8.1 be entitled to nominate a candidate for election to the Committee and to have one deliberate vote in that election;
- 8.2 be entitled to attend, take part in and vote at annual general meetings and special general meetings;
- 8.3 be entitled to receive notice of the association's activities as shall be determined by the Committee;

- 8.4 be entitled to such other benefits as the Committee from time to time may determine;
- 8.5 be obliged to enter into a confidential undertaking with the association and
- 8.6 incur no liability by virtue of his or her membership of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association.

9. Full Membership and Ordinary Membership Entitlements not Transferable

A right, privilege or obligation which a person has by reason of being a full member or an ordinary member of the association:

- 9.1 is not capable of being assigned, transferred or transmitted to another person and
- 9.2 terminates upon cessation of membership.

10. Cessation of Full Membership and Ordinary Membership

A person shall cease to be a full member or an ordinary member of the association if the person:

- 10.1 fails to pay the annual membership fee in accordance with sub-articles 7.2(b) and 7.3(e);
- 10.2 resigns from that membership;
- 10.3 is expelled from the association pursuant to article 12 or
- 10.4 dies.

11. Resignation of Full Membership and Ordinary Membership

- 11.1 A full member or an ordinary member of the association is able to resign that membership only in accordance with this article.
- 11.2 A full member or an ordinary member of the association may resign from membership of the association by first giving one month's notice (or less than one month as the Committee may determine) in writing to the secretary of the member's intention to resign and, upon the expiration of the period of notice, the member shall cease to be a member.
- 11.3 Where a full member or an ordinary member of the association ceases to be a member pursuant to sub-article 11.2 above, and in every other

case where a full member or an ordinary member ceases to hold membership, the secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

12. Disciplining of Full Members and Ordinary Members

12.1 Where the Committee is of the opinion that a full member or an ordinary member of the association:

- (a) has persistently refused or neglected to comply with a provision or provisions of this Constitution or
- (b) has persistently and wilfully acted in a manner prejudicial to the interests of the association.

The Committee may, by resolution:

- (a) expel the member from the association or
- (c) suspend the member from membership of the association for a specified period.

12.2 A resolution of the Committee under sub-article 12.1 is of no effect unless the Committee, at a meeting held not earlier than 14 days and not later than the next scheduled Committee meeting after service on the member of a notice under sub-article 12.3, confirms the resolution in accordance with this article.

12.3 Where the Committee passes a resolution under sub-article 12.1, the secretary shall, 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 the next scheduled Committee meeting 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.

- 12.4 At a meeting of the Committee held as referred to in sub-article 12.3, the Committee shall:
- (a) give to the member an opportunity to make oral representations;
 - (b) give due consideration to any written representations submitted to the Committee by the member at or prior to the meeting;
 - (c) by resolution determine whether to confirm or to revoke the resolution.
- 12.5 Where the Committee confirms a resolution under sub-article 12.4, the secretary shall, within seven days after that confirmation, by notice in writing inform the member of the fact and of the member's right of appeal under article 13.
- 12.6 A resolution confirmed by the Committee under sub-article 12.5 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 pursuant to sub-article 12.5.

13. Right of Appeal of Disciplined Full Members and Ordinary Members

- 13.1 A full member or an ordinary member may appeal to the association at a special general meeting against a resolution of the Committee which is confirmed under sub-article 12.5, within seven days after notice of the resolution is served on that member by lodging with the secretary a notice of appeal.
- 13.2 Upon receipt of a notice from a member under sub-article 13.1, the secretary shall notify the Committee which shall convene a special general meeting of the association to be held within 21 days after the date on which the secretary received the notice.
- 13.3 At the special general meeting of the association convened under sub-article 13.2:
- (a) no business other than the question of the appeal shall be transacted;
 - (b) the Committee and the member shall be given the opportunity to state their respective cases orally, in writing or both and

(c) the members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

13.4 If at the special general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART IV - LIFE MEMBERS

14. Rights and Obligations of Life Members

A life member of the association shall:

- 14.1 receive invitations to events and information of the association as the Committee sees fit.
- 14.2 incur no liability by virtue of his or her life membership of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association.
- 14.3 be eligible to vote at any meeting.
- 14.4 be eligible to be a Committee Member.
- 14.5 not be obliged to pay any membership fees for their life membership.
- 14.6 be obliged to enter into a confidential undertaking with the association.

15. Qualifications for Life Membership

The Committee may take into account acknowledgement of service to the association as well as such matters as it deems fit to determine the eligibility of a full member or an ordinary member for life membership of the association.

16. Nominating a Life Member

- 16.1 The Committee may upon nomination and at its discretion invite any full member or ordinary member to become a life member.
- 16.2 A nomination for life membership of the association:
 - (a) shall be made by a full member or an ordinary member of the association in writing in the form set out in Appendix 2 and
 - (b) shall be lodged with the secretary.
- 16.3 At the next scheduled Committee meeting after receiving a nomination for life membership, the secretary shall refer the nomination to the Committee which shall determine by way of a resolution of the majority of the Committee present whether to approve or to reject the nomination.

- 16.4 The Committee shall take into account the nominee's contribution to the association in assessing the nomination.
- 16.5 Where the Committee approves a nomination for life membership, the secretary shall, as soon as practicable after the determination, send to the nominee a letter of invitation for life membership and request confirmation of acceptance in writing within 28 days.
- 16.6 Upon receipt of written acceptance, the secretary shall enter the nominee's name in the register of members, identifying the nominee as a life member as distinct from the ordinary members of the association, and, upon the name being so entered, the nominee shall be a life member of the association.
- 16.7 The Committee may grant a maximum of two Life Memberships per year.

17. Conditions of Life Membership

- 17.1 A right, privilege or obligation which a person has by reason of being a life member of the association is not capable of being assigned, transferred or transmitted to another person.
- 17.2 A person shall cease to be a life member of the association at the discretion of the Committee or if he or she dies.

PART V - THE COMMITTEE

18. Constitution

- 18.1 Subject in the case of the first members of the Committee to Section 21 of the Act, the Committee shall consist of a president and 12 Committee members, each of whom shall be elected at the annual general meeting of the association pursuant to article 19.
- 18.2 The 12 Committee members shall consists of:
- (a) Eight full members;
 - (b) Four ordinary members.
- 18.3 For the purpose of the constitution of the Committee, a life member will be counted in accordance with their previous membership.
- 18.4 No more than four life members can serve as a Committee Member at the same time.
- 18.5 A member may be nominated for position of president or Committee member, but may fill only one position.
- 18.6 If at his or her time of election to the Committee a person is not a member of the association, the person shall be required to become a member of the association within fourteen (14) days of his or her election to the Committee.

19. Election of Committee Members

- 19.1 Nomination of a candidate for election as a Committee member:
- (a) shall be made in writing, signed by two members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination) in the form set out in Appendix 3 and
 - (b) shall be delivered to the secretary not less than 28 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- 19.2 If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nomination shall be received at the annual general meeting.
- 19.3 If insufficient further nominations are received any vacant positions remaining on the Committee shall be deemed to be casual vacancies.

- 19.4 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- 19.5 If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- 19.6 If the number of candidates exceeds the number of vacancies other than casual vacancies, an election ballot shall be conducted as follows:
- (a) each individual member present and entitled to vote shall receive one ballot paper (that is, one vote);
 - (b) members voting shall place a cross in each square opposite the name of each candidate for whom they wish to vote and may vote for no more than the number of vacancies including casual vacancies to be filled but may vote for a lesser number if they so desire;
 - (c) the candidates receiving the greatest number of votes shall be elected and in the case of an equality of votes, the chairperson of the annual general meeting shall have the casting vote.
- 19.7 The term of office of Members of the Committee shall be as follows:
- (a) Members elected at an annual general meeting to fill any vacancy other than a casual vacancy shall serve until the end of the second annual general meeting from the date of their election (i.e. a term of two (2) years).
 - (b) Members elected at an annual general meeting to fill a casual vacancy shall serve until the following annual general meeting (i.e. for a term of one (1) year).

20. Office-Bearers

- 20.1 The Committee shall elect officer-bearers from the association being:
- (a) vice president;
 - (b) secretary and
 - (c) treasurer,
- 20.2 The Executive Committee shall consist of the president, vice president, secretary and treasurer. The president may also use the title of chairperson if so desired.
- 20.3 The Executive Committee may not hold an executive position in any other dancing society or association

- 20.4 It is the duty of the secretary:
- (a) to lodge notice with the association their address as soon as practicable after being appointed as secretary.
 - (b) to keep minutes of:
 - (i) all appointments of office-bearers and Committee members;
 - (ii) the names of Committee members present at Committee meetings, annual general meetings and special general meetings and
 - (iii) all proceedings at Committee meetings, annual general meetings and special general meetings.
 - (c) to ensure that minutes of proceedings at a meeting shall be signed by the president of the meeting.

20.5 It is the duty of the treasurer of the association to ensure that:

- (a) all money due to the association is collected and received and that all payments authorised by the association are made and
- (b) correct books and accounts are kept showing the financial affairs of the association including full details of all receipts and expenditure connected with the activities of the association.

21. Powers, etc, of Committee

21.1 Subject to the Act, the Regulations and this Constitution and to any resolution passed by the association in general meeting, the Committee:

- (a) shall control and manage the affairs of the association;
- (b) may exercise all such functions as may be exercised by the association other than those functions that are required by this Constitution to be exercised by a general meeting of the members of the association;
- (c) has power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the association;
- (d) shall appoint and remove and pay such staff, whether permanent or temporary, as may be necessary or desirable to fulfil the objects of the association and to determine their duties and the terms of their employment, to fix their salaries

or other remuneration, and to make superannuation provision for them or any of them;

- (e) shall pay all expenses and outgoings which may be incurred in fulfilling the objects of the association;
- (f) shall do all such other acts and things as are or may be incidental to or conducive to the attainment of the objects of the association of any other of them;
- (g) may promulgate from time to time standing orders for the regulation of its business;
- (h) may affix the common seal of the association.

21.2 The Committee may delegate its powers referred to in sub-article 21.1 to any person as it sees fit.

22. Meetings and Quorum

- 22.1 The Committee shall conduct Committee meetings at least six times in each period of 12 months at such place and time as the Committee may determine.
- 22.2 Additional Committee meetings may be convened by the president or by any Committee member.
- 22.3 Oral or written notice of a Committee meeting shall be given by the secretary to each Committee member at least 48 hours (or such other period as may be unanimously agreed upon by the Committee members) before the time appointed for the holding of the meeting.
- 22.4 Notice of a meeting given under sub-article 22.3 shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the Committee members present at the Committee meeting unanimously agree to treat as urgent business.
- 22.5 Any seven Committee members constitute a quorum for the transaction of the business of a Committee meeting.
- 22.6 No business shall be transacted by the Committee 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 stands adjourned to the same hour of the same day in the following week.
- 22.7 If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.

- 22.8 At a meeting of the Committee:
- (a) the president or, in the president's absence, the vice president shall preside; or
 - (b) if the president and the vice president are absent or unwilling to act as such one of the remaining Committee members as may be chosen by a majority of the Committee members present at the meeting shall preside.

23. Voting and Decisions

- 23.1 Questions arising at a Committee meeting or any meeting of a sub-committee appointed by the Committee shall be determined by a majority of the votes of Committee members or sub-committee present at the meeting.
- 23.2 Each member present at a Committee meeting or of any meeting of a sub-committee appointed by the Committee excluding the person presiding at the meeting is entitled to one vote. In the event of an equality of votes on any question, the person presiding may exercise a casting vote.
- 23.3 Subject to sub-article 22.5, the Committee may act notwithstanding any vacancy on the Committee.
- 23.4 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 notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any Committee member or sub-committee.

24. Delegation by the Committee to Sub-Committee

- 24.1 The Committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the association as the Committee sees fit) the exercise of such of the functions of the Committee as 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.
- 24.2 A function the exercise of which has been delegated to a sub-committee under this article may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.

- 24.3 A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- 24.4 Notwithstanding any delegation under this article, the Committee may continue to exercise any function delegated.
- 24.5 Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this article has the same force and effect as it would have if it had been done or suffered by the Committee.
- 24.6 The Committee may, by instrument in writing, revoke wholly or in part any delegation under this article.
- 24.7 A sub-committee may meet and adjourn as it sees fit.

25. Duration of Office

Each Committee member shall, subject to this Constitution, hold office until the conclusion of the second annual general meeting following the date of the member's election, but is eligible for re-nomination and re-election.

26. Vacating Office

- 26.1 A person shall cease to be a Committee member if the person:
- (a) resigns in accordance with sub-article 26.2;
 - (b) is removed from office by the Committee in accordance with sub-article 26.3;
 - (c) becomes a bankrupt;
 - (d) ceases to be a member of the association;
 - (e) 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;
 - (f) is absent without the consent of the Committee from all meetings of the Committee held during a period of six (6) months or
 - (g) dies.
- 26.2 A Committee member may resign from the Committee only by giving one month's notice (or less than one month as the Committee may determine) in writing to the secretary of the Committee member's intention to resign. Upon the expiration of the period of notice, the Committee member shall cease to be a Committee member.

- 26.3 Where a Committee member:
- (a) fails to attend three (3) consecutive Committee meetings apart from reasons of ill health, leave of absence granted in advance by the Committee or extraordinary circumstances;
 - (b) has persistently refused or neglected to comply with a provision or provisions of this Constitution;
 - (c) has persistently and wilfully acted in a manner prejudicial to the interests of the association or
 - (d) has a conflict of interest that prevents or is likely to prevent the Committee member from acting in the best interests of the association or from actively participating with the other Committee members in carrying on the business of the Committee,

the Committee may, by resolution passed by at least a two-thirds majority of the Committee:

- (i) remove the Committee member from office or
 - (ii) suspend the Committee member for a specified period.
- 26.4 A resolution of the Committee to remove a Committee member from office under sub-article 26.3 is of no effect unless the Committee, at a meeting held not earlier than 14 days and not later than the next scheduled Committee meeting after service on the Committee member of a notice under sub-article 26.5, confirms the resolution in accordance with this article.
- 26.5 Where the Committee passes a resolution under sub-article 26.3(i), the secretary shall, as soon as practicable, cause a notice in writing to be served on the Committee member:
- (a) setting out the resolution of the Committee and the grounds on which it is based;
 - (b) stating that the Committee member may address the Committee at a meeting to be held not earlier than 14 days and not later than the next scheduled Committee meeting after service of the notice;
 - (c) stating the date, place and time of that meeting and
 - (d) informing the Committee member that he or she 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.

26.6 At a meeting of the Committee held as referred to in sub-articles 26.4 and 26.5, the Committee shall:

- (a) give to the Committee member an opportunity to make oral representations;
- (b) give due consideration to any written representations submitted to the Committee by the Committee member at or prior to the meeting;
- (c) by resolution of the Committee determine whether to confirm or to revoke the resolution.

26.7 Where the Committee confirms a resolution pursuant to sub-article 26.6 the removal of the Committee member from office shall be effective immediately upon such confirmation of the resolution.

27. Casual Vacancies

27.1 In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a member of the association to fill the vacancy and the member so appointed shall hold office, subject to this Constitution, until the conclusion of the annual general meeting next following the date of the appointment.

27.2 For the purposes of this Constitution, a casual vacancy in the office of a Committee member shall occur either:

- (a) under sub-article 19.3 or
- (b) where a Committee member ceases to be a Committee member pursuant to sub-article 26.1.

PART VI - GENERAL MEETINGS

28. Annual General Meetings – holding of

- 28.1 With the exception of the first annual general meeting of the association held in or about May 1957, the association shall, at least once in each calendar year and within the period of four months after the expiration of each financial year of the association, convene an annual general meeting of its members.
- 28.2 The association shall hold its first annual general meeting:
- (a) within the period of 18 months after its incorporation under the Act and
 - (b) within the period of three months after the expiration of the first financial year of the association.
- 28.3 Sub-articles 28.1 and 28.2 above have effect subject to any extension or permission granted by the Commission under Section 39(4) of the Act.

29. Annual General Meetings – calling of and business at

- 29.1 The annual general meeting of the association shall, subject to the Act and to article 28, be convened on such date and at such place and time as the Committee sees fit.
- 29.2 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be:
- (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;
 - (d) to receive from the Committee a report on the activities of the association during the last preceding financial year;
 - (e) to elect Committee members of the Committee and
 - (f) to receive and consider the accounts which are required to be laid before the members pursuant to Section 35(6) of the Act.
- 29.3 An annual general meeting shall be specified as such in the notice convening it.

30. Special General Meetings – calling of

- 30.1 The Committee may, whenever it sees fit, convene a special general meeting of the association.
- 30.2 The Committee shall, on the requisition in writing of not less than 5 per cent of the total number of members, convene a special general meeting of the association.
- 30.3 A requisition of members for a special general meeting:
- (a) shall state the purpose or purposes of the meeting;
 - (b) shall be signed by the members making the requisition;
 - (c) shall be lodged with the secretary and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- 30.4 If the Committee fails to convene a special general meeting to be held within one month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held no later than three months after that date.
- 30.5 A special general meeting convened by members as referred to in sub-article 30.4 shall be convened as nearly as is practicable in the same manner as special general meetings are convened by the Committee.

31. Notice

- 31.1 Except where the nature of the business proposed to be dealt with at an annual general meeting or special general meeting requires a special resolution of the association, the secretary shall, at least 28 days before the date fixed for the holding of the annual general meeting or special general meeting, cause to be sent by pre-paid post to each ordinary member and full member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 31.2 Where the nature of the business proposed to be dealt with at an annual general meeting or special general meeting requires a special resolution of the association, the secretary shall, at least 21 days before the date fixed for the holding of the meeting, cause notice to be sent to each ordinary member and full member in the manner provided in sub-article 31.1 specifying, in addition to the matter required under sub-article 31.1 above, the intention to propose the resolution as a special resolution.

- 31.3 No business other than that specified in the notice convening an annual general meeting or special general meeting shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to sub-article 29.2.
- 31.4 A member desiring to bring any business before an annual general meeting or special general meeting may give notice in writing of that business to the secretary who shall include that business in the next notice calling an annual general meeting or special general meeting given after receipt of the notice from the member.

32. Procedure

- 32.1 No item of business shall be transacted at an annual general meeting or special general meeting unless a quorum of members entitled under this Constitution to vote is present during the time the meeting is considering that item.
- 32.2 Fifty percent of members present in person (being members entitled under this Constitution to vote at an annual general meeting or special general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 32.3 If within half an hour after the appointed time for the commencement of an annual general meeting or special general meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the time and (unless another place is specified at the time for 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) at the same place.
- 32.4 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 not less than three) shall constitute a quorum.

33. Presiding Member

- 33.1 The president or, in the president's absence, the vice president, shall preside as chairperson at each annual general meeting or special general meeting of the association.
- 33.2 If the president and the vice president are absent from an annual general meeting or special general meeting or unwilling to preside as chairperson of the general meeting, the ordinary members present shall elect one of their number to preside as chairperson at the meeting.

34. Adjournment

- 34.1 The chairperson of an annual general meeting or special 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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 34.2 Where an annual general meeting or special general meeting is adjourned for 14 days or more, the secretary shall 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.
- 34.3 Except as provided in sub-articles 34.1 and 34.2, notice of an adjournment of an annual general meeting or special general meeting or of the business to be transacted at an adjourned general meeting is not required to be given.

35. Making of Decisions

- 35.1 A question arising at an annual general meeting or special general meeting of the association shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, 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, or 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.
- 35.2 At an annual general meeting or special general meeting of the association, a poll may be demanded by the chairperson or by not less than three members present in person at the meeting.
- 35.3 Where a poll is demanded at an annual general meeting or special general meeting, the poll shall be taken:
- (a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

36. Voting

- 36.1 Upon any question arising at an annual general meeting or special general meeting of the association a member excluding the chairperson has one vote only.
- 36.2 All votes shall only be given personally.
- 36.3 In the case of an equality of votes on a question at an annual general meeting or special general meeting, the chairperson of the meeting is entitled to exercise a casting vote.

37. Special Resolution

A resolution of the association is a special resolution if it is passed by a majority which comprises not less than three quarters of such members of the association as, being entitled under these rules so to do, vote in person at a general meeting of which not less than 21 days written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules.

PART VII - MISCELLANEOUS

38. Insurance

The association shall effect and maintain insurance.

39. Funds – source

39.1 The funds of the association shall be derived from the joining fees and membership fees, grants, donations, sponsorship and revenue received from ordinary business activities and, subject to any resolution passed by the association in general meeting, such other sources as the Committee determines.

39.2 All money received by the association shall be deposited as soon as practicable and without deduction to the credit of the association's bank account.

39.3 The association shall, as soon as practicable after receiving any money, issue an appropriate receipt.

40. Funds – management

40.1 Subject to any resolution passed by the association in special general meeting, the funds of the association shall be used for the objects of the association in such a manner as the Committee determines.

40.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments including electronic transactions shall be signed by any two Committee members authorised to do so by the Committee.

41. Auditor

A registered company auditor shall be appointed at the general meeting who shall audit the association's accounts and give a report to the Committee and to the members at the following annual general meeting.

42. Financial Period

The financial period of the association shall end on 31 December in each calendar year.

43. Appointment of Proxies

No proxies are allowed for the purpose of voting at any meeting of the association.

44. Alteration of Constitution

This Constitution may be repealed, altered, rescinded or added to only at a special general meeting of the association by a special resolution of the association. Notice of any proposed alteration shall be given pursuant to article 31.

45. Public Officer

The Committee shall appoint a public officer of the association as it sees fit.

46. Common Seal

46.1 The common seal of the association shall be kept in the custody of the public officer.

46.2 The common seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal shall be attested by the signatures either of two Committee members or the president and the public officer.

47. Keeping of Records

Except as otherwise provided by this Constitution, the association shall keep all records in accordance with Section 39C of the Act.

48. Inspection of Records

The records shall be available for inspection in accordance with Section 39D of the Act.

49. Service of Notice

49.1 For the purposes of this Constitution, notice may be served by or on behalf of the association upon any member either personally, electronically or by sending it by post to the member at the member's address shown in the register of members.

49.2 Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of this Constitution to have been served on the person at the

time at which the letter would have been delivered in the ordinary course of post.

- 49.3 In the case of electronic transmission, service is deemed to occur the day after transmission unless the contrary is proved.

50. Dissolution of the Association

- 50.1 If the members pass a special resolution for the dissolution of the association, the Committee shall thereupon or at such future time as shall be directed in such a resolution wind up the association.
- 50.2 If upon the winding up or dissolution of the association there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid or distributed among the members of the association, but shall be given or transferred to some organisation having objects similar to the objects of the association, and whose Constitution shall prohibit the distribution of its income among its members, such organisation to be eligible for tax deductibility of donations under subsection 78 (4) or (5) of the *Income Tax Assessment Act 1936*.

APPENDIX 1

(Article 7)

APPLICATION FOR MEMBERSHIP

Dancing Association of South Australia Incorporated (DASA)

(incorporated under the *Associations Incorporation Act (SA) 1985*)

I,.....
(full name of applicant)

of.....
(address)

and
(email address, if applicable)

whose occupation is.....
(occupation)

HEREBY APPLY to become a full*/ordinary member of DASA. In the event of my admission as a full*/ordinary member, I agree to be bound by this Constitution of the association for the time being in force.

.....
Signature of applicant

Date.....

* Proof of qualifications are required to be attached to an application for full membership.

APPENDIX 2

(Article 16)

NOMINATION FOR LIFE MEMBERSHIP

Dancing Association of South Australia Incorporated (DASA)

(incorporated under the Associations Incorporation Act (SA) 1985)

I,
(full name and position of nominator)

of
(address of nominator)

a full/ordinary member of DASA (“the association”) HEREBY NOMINATE

.....
(full name of candidate)

of
(address of candidate)

to become a life member of the association.

.....
Signature of nominator

Date.....

I,
(full name and position of seconder)

of
(address of seconder)

A full/ordinary member of the association HEREBY SECOND THE ABOVE
NOMINATION

.....
Signature of seconder

Date.....

APPENDIX 3

(Article 19)

NOMINATION FOR ELECTION TO COMMITTEE *Dancing Association of South Australia Incorporated (DASA)* (incorporated under the *Associations Incorporation Act (SA) 1985*)

I,..... a full/ordinary member of
DASA (“the association”)

HEREBY NOMINATE
(full name of nominee)

of.....
(address)

being someone who is personally known to me, as a candidate for election to the Committee of
the association.

.....
Signature of Nominating Member *Date*

I,..... a full/ordinary member of
the association HEREBY SECOND THE ABOVE NOMINATION

.....
Signature of Seconder *Date*

I,..... *(name of nominee)*, hereby accept the nomination as a
candidate for election to the Committee.

I believe that I have the relevant skills, experience and expertise to bring to the association *(please
outline)*:

.....
.....
.....

My brief biography (personal and corporate) is attached.

In the event of my election to the Committee, I agree to be bound by the Constitution and rules of the
association for the time being in force and I further agree that:

1. I am available for and committed to attending Committee meetings and other meetings as may be
called from time to time.
2. I will actively participate in the governance of the association.
3. I will act in the best interests of the association at all times.
4. I will declare to the Committee any potential or actual conflict of interest.
5. I will not, at any time during or at any other time after the termination of my term as a member of
the Committee, make use of or disclose to any person, firm, corporation or organisation any trade
secrets, confidential information or documents (in either print or electronic form) relating to the
business affairs, trade secrets, ‘know-how’, transactions, work processes, operating methods,
dealings, budgets, finances, designs or accounting procedures of the association that may come to
my knowledge during my term as a member of the Committee except as expressly authorised in
writing by the DASA’s president or as may be required by law.

.....
Signature of Nominee *Date*

