

**MASTERS SWIMMING IN AUSTRALIA
SOUTH AUSTRALIAN BRANCH INCORPORATED**

CONSTITUTION

Adopted at Annual General Meeting

Dated 19th May 2010

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CLAUSE 1 NAME

The name of the Association is Masters Swimming in Australia South Australian Branch Incorporated.

CLAUSE 2 CONDUCT

In the event of any inconsistency between the provisions of this Constitution and the provisions of the Constitutions of affiliated clubs of Masters Swimming in Australia South Australian Branch Inc., the provisions of this Constitution shall prevail.

CLAUSE 3 INTERPRETATION

In this Constitution, unless the context otherwise requires;

- 3.1 "Masters Swimming in Australia Inc." means the national association of Masters Swimming in Australia (MSA).
- 3.2 "Masters Swimming in Australia South Australian Branch Inc" means Masters Swimming South Australia (Masters Swimming SA).
- 3.3 "Executive" means the Executive Committee of Masters Swimming SA as defined in By-Law 11.
- 3.4 "Council" means the Council of Clubs as defined in By-Law 3.3
- 3.5 "Clubs" means clubs affiliated with the Masters Swimming SA in accordance with By-Law 30.
- 3.6 "Members" mean those adults who are registered members of affiliated clubs.

3.7 Words importing the singular number only include the plural number and vice-versa; words importing the masculine gender include the feminine gender; and words importing persons include corporations.

CLAUSE 4 **PURPOSE**

To encourage adults, regardless of age or ability, to swim regularly in order to promote fitness, friendship and fun to improve their general health.

CLAUSE 5 **OBJECTIVES**

- 5.1 To coordinate the activities of individuals through clubs so that they may meet together for competition and social interaction at interclub, national and international levels.
- 5.2 To publish results of swimming competitions to provide stimulus to others to take part in Masters Swimming activities and to measure their own performance against those of a similar age.
- 5.3 To initiate, promote and assist in research into the benefits derived from swimming and to publicise the results of that research.

CLAUSE 6 **POWERS**

The powers of the Masters Swimming SA are:

- 6.1 To form clubs and committees, to organise classes and lectures, to publish and sell or distribute papers, books of instructions, pamphlets and information, for the purpose of stimulating interest in and promoting the objectives of Masters Swimming SA and to take all other measures which may seem necessary for providing and maintaining an efficient organisation.
- 6.2 To receive and accept donations, endowments, gifts of money and any other special trusts or conditions.
- 6.3 To borrow, raise, or secure the payment of money as an incorporated body, with or without security for any of the purposes of the Masters Swimming SA provided no money is raised by mortgage of any of its property without approval of three-quarters of eligible voters present and voting at an Annual General Meeting or Extraordinary General Meeting called for this purpose.
- 6.4 To make and carry out any arrangements for joint working or co-operation by affiliation or otherwise with any organisation or body, whether incorporated or not, carrying on work

similar to any work carried out by Masters Swimming SA and paying any monies incidental thereto.

- 6.5 To undertake, execute and perform any trusts and conditions affecting any real or personal property of any description that it acquires.
- 6.6 To enter into any arrangements with any authority or department of national, state or local governments.
- 6.7 To apply for and exercise any powers obtained under any Charter or Act of national or state governments which may be deemed expedient for any of its purposes.
- 6.8 To accumulate, sell, improve, manage, develop, exchange, lease, mortgage or otherwise dispose of or deal with or turn to account all or any property or rights of the Masters Swimming SA provided that no disposition of any real or leasehold property is made without such consent or approval if any, as may be required by law.
- 6.9 To invest all its monies and funds which are not immediately required to be expended in authorised investments as approved by the Council.
- 6.10 To employ, hire, appoint, engage, remove or suspend such managers, secretaries, officers, clerks, agents or other servants from time to time as it thinks fit; and to determine their duties; and to grant, continue and pay such salaries, pensions, gratuities or other forms of emoluments in recognition of services as it may from time to time sanction.
- 6.11 To arrange for the importation and/or manufacture and distribution of Masters Swimming SA awards, badges, clothing etc.
- 6.12 To do all such other acts and things as are or may be deemed incidental or conducive to the attainment of its purposes.
- 6.13 To promote, organise and conduct entertainment and other functions, raffles and lotteries when legally permitted to do so for the raising of funds for the purpose of furthering its purpose and objectives.
- 6.14 To promote, conduct and organise swimming competitions.

CLAUSE 7 MANAGEMENT

The affairs of the Masters Swimming SA are directed by the Council and regulated in accordance with the Masters Swimming SA and Masters Swimming in Australia_Constitutions, By-Laws and Rules.

CLAUSE 8 AMENDMENTS TO CONSTITUTION

This Constitution may be amended at the Annual General Meeting or any Extraordinary General Meeting called for this purpose. No amendment resolved may be adopted unless agreed to by a three-quarters majority of the eligible voters present and voting at an Annual General Meeting or Extraordinary General Meeting called for this purpose.

CLAUSE 9 COMMON SEAL

- 10.1 The Common Seal of the Masters Swimming SA must be in the custody of the Secretary.
- 10.2 It must only be used on the authority of the Executive.
- 10.3 Every instrument to which the Seal is affixed must be countersigned by the President (or in their absence, the Vice-President) and the Secretary.

CLAUSE 10 INCOME & PROPERTY

The income and property of the Masters Swimming SA must be applied solely towards the promotion of its objectives and no part is to be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to its members, provided that nothing herein shall prevent the payment in good faith of reasonable remuneration to any of its members for services actually rendered by that member, or reasonable and proper rental for premises let by any member.

CLAUSE 11 DISSOLUTION

- 12.1 Masters Swimming SA may be dissolved or wound up by a resolution at any Annual General Meeting or Extraordinary General Meeting called for such purpose .
- 12.2 At least sixty (60) days notice to Club secretaries must be given for the holding of such Extraordinary General Meeting. The reasons must be set out in the notice calling the meeting and no other business must be transacted at the meeting.
- 12.3 If the existence of the Masters Swimming SA is terminated, all monies and equipment it holds will, no later than 6 months after termination, pass to:-
 - a. Masters Swimming in Australia or, if non existent,
 - b. Swimming SA Inc. or, if non existent,
 - c. some other institution, society or body whose objects are similar to the purposes and objects of Masters Swimming SA and whose constitution or rules prohibit the distribution of its income and property among its members.

12.4 No surplus assets of the Masters Swimming SA may be distributed to its members in the event of termination.