

STG Governance - Constitution and Regulations Summary

This document provides a summary of the key points in the Constitution and Regulations that all Members should be aware of.

A. What is a Constitution and why do we need it?

- By law, to operate as a Club in NSW, we need to be an incorporated association. The Constitution is the document that establishes the Club as a legal entity. The law requires the Constitution to include certain things - the majority of the Constitution is therefore mandatory and full of legal jargon (it is 20+ pages long!).
- The Constitution is actually a contract between the Club and its Members so it is legally binding. It can only be changed by a Special Resolution (¾ Member vote), so it is important to get it right from the outset.
- We also have a separate document called the Regulations. The Regulations set out more detail of some parts of the Constitution. The Regulations can be more easily adjusted (just by a Resolution (½ Member vote)) and have a more operational tone to them. Our Regulations include the Mission Statement and detail about the election process for Committee Members.

B. The Mission Statement

- The Mission Statement is referred to in the Constitution, but the whole statement is only set out in the Regulations - this will make it easier to amend if necessary.
- For ease of reference, the Mission Statement is:

STG is a triathlon club based in Sydney's eastern suburbs and CBD.

Our members are people who want to improve their athletic potential by training for sporting goals, mainly in triathlon but also in standalone cycling, swimming and running events.

We have a wide range of abilities - from first time triathletes to highly experienced Ironmen and Kona competitors.

Our ages range from 20s through to 60s and we're roughly an equal gender split. In our club newbies train side by side with 10+ year veterans.

STG has a welcoming culture and a strong social aspect. We take our sport seriously, but we also pride ourselves on a relaxed club vibe and love of coffee.

And, sorry, no dickheads.

C. Members

- There are three membership categories:

- Life Member - The Committee can recommend at the AGM that someone can be made a Life Member - don't have to pay, can vote (eg Shaun!)
 - Individual Member - over 18, pay annual fee, can vote
 - Junior Member - under 18, pay annual fee, can't vote
- To become a Member, a person must apply in writing and pay a fee - at the moment this is done via registering online with Tri NSW. The Committee will review this method in due course.
 - The Committee decides what the Membership fee is (the current fee is \$70) AND also any other fees that will be paid, such as the monthly training fee.
 - We are required by law to have a Register which includes Member details - this is automatically provided to the Treasurer when someone applies to become a Member of Tri NSW. Privacy laws apply.

D. The Committee

- The Committee is the body that manages the Club, made up of Committee Members (further detail below).
- The Committee's role is to determine the Club's strategic direction, core values and ethical framework, as well as key objectives and performance measures. A critical component of this role is the Committee's ultimate authority and responsibility for financial operations and budgeting to ensure the achievement of the Club's strategic objectives.
- The numbers on a Committee can vary, though given the current size of the Club, we will have 5 Elected Committee Members. We can also have Appointed Committee Members which the Committee can appoint if additional skills are required - eg the Committee might want to appoint a coach as a Committee Member, if not initially, at a later stage.
- Please note that a Committee Member must be a Member (definition of a Member is set out below).
- The process for electing and appointing Committee Members is set out in the Regulations (basically nomination, seconded, acceptance of nomination, Member vote).

E. Titles and Portfolios

- The trend in sporting organisations is not to entrench titles and portfolios in the Constitution but to let the Committee decide, just in case a title or portfolio needs to be changed.
- Each Committee Member will be responsible for a Portfolio, and that Committee Member can appoint a Subcommittee of other Members to assist - the Subcommittee Members will just liaise/report to the relevant Committee Member. For the Club to run smoothly, all Members will need to volunteer to assist!

F. Term of Committee Members

- The term of a Committee Member is one year.
- A Committee Member can resign - if they do, the Committee can choose someone to replace that person for the rest of the term (don't need to be elected).

G. Committee Meetings

- The Committee needs to appoint a Chair - they can decide if that person is also the President or it can be another Committee Member.
- It is recommended by the Australian Sport Commission that the Committee for a Club our size should meet every two months as a minimum to conduct business re strategy. Meetings don't need to be in person, they can be electronic.
- A record/minutes should be kept.
- A Committee decision is made by a majority vote, and if the voting is equal, the Chair has a casting vote.

H. Member Meetings - AGM and GM

- One Annual General Meeting must be held each year (!) and any other meeting is called a General Meeting. The Committee is required to give notice to Members before the AGM and must include the agenda.
- We do not have proxy voting. It is not required under the Act and this is line with best governance practice.
- There must be a quorum to hold an AGM or a GM - ours is 51% of members ie need at least half present

I. Finance Matters

- We are not required to have an audit because of the Club size and potential profit but it is good governance to do it. The Committee can make a decision about this in due course.
- The law provides that Members can't be paid unless they are a Committee Member, but under our Constitution, Committee Members will not be paid, though a gift in kind may be considered in due course. This will be communicated to the Members.
- If the Club is wound up, the money is supposed to go to another Club with similar Objects, not the Members. There are probably ways this could be dealt with if required.