

Parkour New South Wales Association Incorporated

AGM MINUTES – 12 OCTOBER 2019

The Annual General Meeting held on 12 October 2019 commenced at 2.13pm at Pirrama Park, Pyrmont NSW Australia.

Present

Richard Alley (chairman), Rhys James, Michaela Smith, Filip Stempien, Lukah Bain, Nicholas Faulks, David Reilly

Apologies

Itamar Steigrad, Jared Abbott

Absent / No Apologies Given

Shaun Wood, Alexander Robinson

1. Previous AGM minutes

Tabled and accepted.

Previous AGM minutes attached to these minutes.

2. Treasurer Reports

FY18/19 Balance Sheet tabled by Michaela Smith and accepted.

FY18/19 Cash Flow Report tabled by Michaela Smith and accepted.

FY18/19 Profit and Loss Statement tabled by Michaela Smith and accepted.

All treasurer reports attached to these minutes

3. New Committee

Congratulations to new committee voted in uncontested:

President:	Michaela Smith
Secretary:	Michaela Smith
Treasurer:	Richard Alley
General:	Rhys James, Nicholas Faulks, Shaun Wood, Jared Abbott, Lukah Bain

Members vote for new vice president; by majority, Filip Stempien voted in as vice president.

Updates to relevant facebook groups, pages and committee group chat to be updated in coming days.

4. New Constitution

New proposed constitution tabled (and attached to these minutes).

Proposed constitution was circulated with notice of AGM.

All members present confirmed they had reviewed the proposed constitution.

Unanimous resolution to adopt proposed constitution.

Secretary to update NSW Fair Trading.

Meeting closed at 2.33pm

Parkour New South Wales Association Incorporated

AGM MINUTES - 23 November 2018

The Annual General Meeting held on 23 November 2018 commenced at 6:50pm at Pirrama Park, Pyrmont NSW, Australia.

Present

JP Gauntlett, Carl Luiker, Oliver Lister, Richard Alley, Nicholas Faulks, David Reilly, Jared Abbott, Alexander Robinson, Michaela Smith, Lukah Bain, Hiro Yoneyama, Michael Zhang (in part)

Absent / No Apologies Given

Monique McDonald, Alex Reco, Sarah Moran

1. Minutes of previous meeting

Unavailable.

2. Finance Report FY18

Financial statement tabled by Oliver Lister and accepted

3. FY18 Committee Activities Report

Chairman summarised committee activities for FY18, including actions taken to prepare official PKNSW qualifications, discussed steps to be taken for implementation by incoming committee.

4. New Committee

Chairman presented description of all committee positions

Floor open to questions.

Discussed future direction of Parkour NSW

Nominees gave reasons for nominations

Blind votes taken by chairman.

New committee voted in:

President: Richard Alley

Vice President: Rhys James

Secretary: Michaela Smith

Treasurer: Michaela Smith

General: Alexander Robinson, Filip Stempien, Itamar Steigrad, Jared Abbott, Lukah Bain, Nicholas Faulks

Previous committee to add new committee to relevant facebook groups, pages and committee group chats in coming days.

4. Meeting closed at 7:40pm

Balance Sheet

NSW Parkour Association

As of Jul 01, 2019

ACCOUNTS	Jul 01, 2019
Assets	
Total Cash and Bank	\$17,573.94
Total Other Current Assets	\$0.00
Total Long-term Assets	\$0.00
Total Assets	\$17,573.94
Liabilities	
Total Current Liabilities	\$0.00
Total Long-term Liabilities	\$0.00
Total Liabilities	\$0.00
Equity	
Total Other Equity	\$0.00
Total Retained Earnings	\$17,573.94
Total Equity	\$17,573.94

Cash Flow

NSW Parkour Association

Date Range: Jul 01, 2018 to Jun 30, 2019

CASH INFLOW AND OUTFLOW		Jul 01, 2018 to Jun 30, 2019
Operating Activities		
Sales		
Investments – Interest		\$68.23
Total Sales		\$68.23
Purchases		
Fees incurred		-\$124.50
Office Supplies		-\$20.00
Sponsorship Expense		-\$2,531.88
Total Purchases		-\$2,676.38
Inventory		
Total Inventory		\$0.00
Payroll		
Total Payroll		\$0.00
Sales Taxes		
Total Sales Taxes		\$0.00
Other		
Transfer for Westpac Business Cash Reserve Bonus		-\$705.19
Transfer for Westpac Community Solutions One		\$705.19
Total Other		\$0.00
Net Cash from Operating Activities		-\$2,608.15

Investing Activities	
Property, Plant, Equipment	
Total Property, Plant, Equipment	\$0.00
Other	
Total Other	\$0.00
Net Cash from Investing Activities	\$0.00

Financing Activities	
Loans and Lines of Credit	
Total Loans and Lines of Credit	\$0.00
Owners and Shareholders	
Total Owners and Shareholders	\$0.00
Other	
Total Other	\$0.00
Net Cash from Financing Activities	\$0.00

OVERVIEW

Starting Balance	
Westpac Business Cash Reserve Bonus	\$15,416.86
Westpac Community Solutions One	\$1,205.10
Westpac Community Solutions One	\$3,560.13
Total Starting Balance	\$20,182.09 As of 2018-07-01
Cash Inflow	\$773.42
Cash Outflow	\$3,381.57
Net Cash Change	-\$2,608.15
Ending Balance	

OVERVIEW

Westpac Business Cash Reserve Bonus	\$16,188.87
Westpac Community Solutions One	\$223.77
Westpac Community Solutions One	\$1,161.30
Total Ending Balance	\$17,573.94

As of 2019-06-30

Profit and Loss

NSW Parkour Association

Date Range: Jul 01, 2018 to Jun 30, 2019

ACCOUNTS	Jul 01, 2018 to Jun 30, 2019
Income	\$68.23
Cost of Goods Sold	\$0.00
Gross Profit As a percentage of Total Income	\$68.23 100.00%
Operating Expenses	\$2,676.38
Net Profit As a percentage of Total Income	-\$2,608.15 -3,822.59%

CONSTITUTION

Parkour New South Wales Inc (Parkour NSW)

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PART 1 – NAME

- (1) The name of the Association shall be Parkour New South Wales Inc, otherwise known as “Parkour NSW”.

PART 2 - PRELIMINARY

(2) **Definitions**

In this constitution:

Ordinary Committee Member means a member of the committee who is not an office-bearer of the association.

Secretary means:

- (a) the person holding office under this constitution as secretary of the association; or
- (b) if 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.

the Act means the *Associations Incorporation Act 2009*.

the Regulation means the *Associations Incorporation Regulation 2010*.

(3) In this constitution:

- (a) a reference to a function includes a reference to a power, authority and duty, and
- (b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

- (4) The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

PART 3 – OBJECTS

(5) The objects of Parkour NSW shall be to:

- (a) encourage and facilitate the participation of parkour and freerunning;
- (b) support all forms of parkour and freerunning within New South Wales;
- (c) raise awareness of parkour and freerunning as a recreational and competitive sport; and
- (d) develop resources and services to assist in the facilitation of participation in parkour in New South Wales.

PART 4 - MEMBERSHIP

(6) Membership generally

- 6.1. A person is eligible to be a member of Parkour NSW if:
 - (a) the person is a natural person; and
 - (b) the person has been nominated and approved for membership of the association in accordance with clause 7.
- 6.2. A person is taken to be a member of Parkour NSW if they are on the Register of Members, and have paid the Annual Subscription Fee.

(7) Nomination for membership

- 7.1. A nomination of a person for membership of Parkour NSW:
 - (a) must be made by a member of the association in writing in the form set out in Appendix 1 to this Constitution, and
 - (b) must be lodged with the Secretary.
- 7.2. As soon as practicable after receiving a nomination for membership, the Secretary must refer the nomination to the committee which is to determine whether to approve or to reject the nomination.
- 7.3. As soon as practicable after the committee makes that determination, the Secretary must:
 - (a) notify the nominee, in writing, that the committee approved or rejected the nomination (whichever is applicable); and
 - (b) if the committee approved the nomination, request the nominee to pay (within 7 days after receipt by the nominee of the notification) the Entrance Fee (if applicable) and Annual Membership Fee.
- 7.4. The Secretary must, on payment by the nominee of the amounts referred to in clause 7.3(b), enter or cause to be entered the nominee's name in the register of members.

(8) Cessation of membership

A person ceases to be a member of the association if the person:

- (a) dies;
- (b) resigns membership;
- (c) is expelled from the association; or
- (d) fails to pay the Annual Subscription Fee in accordance with clause 12.

(9) Membership entitlements not transferable

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

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

(10) Resignation of membership

10.1. A member of Parkour NSW may resign from membership by giving to the Secretary one month's written notice of the member's intention to resign. On the expiration of the notice period, the member ceases to be a member.

(11) Register of members

11.1. The Secretary of Parkour NSW must establish and maintain a register of members of Parkour NSW which specifies the name, postal or residential address, and email address of each member of Parkour NSW, together with the date on which the person became a member.

11.2. A member of Parkour NSW must not use information about a person obtained from the register to contact or send material to the person, other than for:

- (a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or
- (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

11.3. If a member of Parkour NSW ceases to be a member for any reason, the Secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

(12) Fees and subscriptions

12.1 A member of Parkour NSW must, on first admission to membership, pay to Parkour NSW a fee of \$1 (**Entrance Fee**);

12.2 In addition to the Entrance Fee, a member of Parkour NSW must pay an Annual (Financial Year) Membership Fee of \$2:

- (a) before 31 July each calendar year; or
- (b) if the member becomes a member on or after 31 July in any calendar year - on becoming a member and before 31 July in each succeeding calendar year.

12.3 The Committee may vary the amount of the Entrance Fee and/or the Annual Membership Fee, to be determined by a majority of the votes of members of the committee present at the meeting.

(13) Members' liabilities

The liability of a member of Parkour NSW to contribute towards the payment of the debts and liabilities of Parkour NSW, or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by clause 12.

PART 5 – DISCIPLINARY PROCEDURES

(14) Disciplining of members

- 14.1 Any person may make a complaint to the committee that a member of Parkour NSW:
- (a) has refused or neglected to comply with a provision or provisions of this constitution; or
 - (b) has wilfully acted in a manner prejudicial to the interests of Parkour NSW.
- 14.2 Any complaint made pursuant to clause 14.1 shall specify the matter complained of in sufficient detail, and shall be supported by material, as appropriate.
- 14.3 The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- 14.4 If the complaint is not trivial or vexatious in nature, the committee:
- (a) must cause notice of the complaint to be served on the member concerned; and
 - (b) must give the member at least 28 days from the time the notice is served to make written submissions to the committee in relation to the complaint; and
 - (c) must take into consideration any submissions made by the member in connection with the complaint.
- 14.5 The committee may, by resolution at an Ordinary General Meeting, expel the member from Parkour NSW or suspend the member from membership of Parkour NSW if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- 14.6 If the committee expels or suspends a member, the Secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under clause 15.
- 14.7 The expulsion or suspension does not take effect:
- (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned; or
 - (b) if the member exercises their right of appeal, unless and until the association confirms the resolution under clause 15, whichever is the later.

(15) Right of appeal of disciplined member

- 15.1 A member may appeal to the association in general meeting against a resolution of the committee under clause 14, within 14 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.

- 15.2 The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal
- 15.3 On receipt of a notice of appeal, the Secretary must notify the committee which is to convene a general meeting of the association to be held within 28 days after the date on which the Secretary received the notice.
- 15.4 At a general meeting of the association convened under clause 15:
- (a) no business other than the question of the appeal is to be transacted;
 - (b) the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both; and
 - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 15.5 The appeal is to be determined by a simple majority of votes cast by members of the association.

(16) Resolution of internal disputes

- 16.1 Disputes between members of Parkour NSW (in their capacity as members), or a dispute between a member and the association which cannot otherwise be resolved shall be referred to mediation. The mediator shall be agreed between the parties.

PART 6 - THE COMMITTEE

(17) Powers of the committee

- 17.1 Subject to the Act, the Regulation and this constitution and to any resolution passed by an Ordinary General Meeting, the committee:
- (a) is to 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 members of the association; and
 - (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.

(18) Composition and membership of committee

- 18.1 The committee is to consist of:
- (a) the office-bearers of the association; and
 - (b) at least 3 ordinary committee members, each of whom is to be elected at the annual general meeting of the association under clause 28.

- 18.2 There is to be a minimum of 7, and a maximum of 9 committee members.
- 18.3 The office-bearers of the association are as follows:
- (a) president;
 - (b) vice-president;
 - (c) treasurer; and
 - (d) secretary.
- 18.4 A committee member may hold up to 2 offices at one time except that one person may not hold both president and vice-president offices.
- 18.5 There is no maximum number of consecutive terms for which a committee member may hold office.
- 18.6 Each member of the committee is to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.

(19) Election of committee members

- 19.1 Nominations of candidates for election as office-bearers of Parkour NSW or as ordinary committee members:
- (a) must be made in writing, signed by 2 members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination);
 - (b) must be delivered to the secretary of the association at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place; and
 - (c) a person nominated as a candidate for election as a committee member must be a member of Parkour NSW.
- 19.2 If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- 19.3 If insufficient further nominations are received, any vacant positions remaining on the committee are taken 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 are taken to be elected.
- 19.5 If the number of nominations received exceeds the number of vacancies to be filled, a secret ballot is to be held, in which valid votes must state preferences for all candidates nominated.
- 19.6 The Committee shall appoint one person to be the Voting Officer, and conduct the

election of the Committee.

- 19.7 The secret ballot for the election of office-bearers and ordinary committee members of the committee is to be conducted at the annual general meeting.
- 19.8 Where more than one nomination is received for any office, a secret ballot shall be held in which valid votes must state preferences for all candidates nominated. The Voting Officer shall count the votes and where one candidate receives more than 50% of the primary votes cast that candidate shall be declared elected. If no candidate receives 50% of the primary votes on the first count then the candidate receiving the least number of primary votes shall be eliminated and that candidate's second preference votes distributed among the remaining candidates. This process shall be repeated as necessary until one candidate receives, by such distribution, more than 50% of the available votes whereupon that candidate shall be declared elected.
- 19.9 Where a ballot will be required the Secretary shall circulate to all Parkour NSW members not less than 5 days prior to the Annual General Meeting, the names and profiles of all nominated candidates.

(20) Secretary

- 20.1 The Secretary of the association must, as soon as practicable after being appointed as Secretary, lodge notice with Parkour NSW of his or her address.
- 20.2 It is the duty of the Secretary to keep minutes of:
- (a) all appointments of office-bearers and members of the committee;
 - (b) the names of members of the committee present at a committee meeting or a general meeting; and
 - (c) all proceedings at committee meetings and general meetings.

(21) Treasurer

- 21.1 It is the duty of the treasurer of the association to ensure:
- (a) that all money due to the association is collected and received and that all payments authorised by the association are made; and
 - (b) that 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.

(22) Casual vacancies

- 22.1 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 is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
- 22.2 A casual vacancy in the office of a member of the committee occurs if the member:

- (a) dies;
- (b) ceases to be a member of the association;
- (c) resigns office by notice in writing given to the secretary;
- (d) is removed from office under clause 23;
- (e) becomes a mentally incapacitated person;
- (f) is absent without the consent of the committee from 3 consecutive meetings of the committee;
- (g) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months;
or
- (h) is prohibited from being a director of a company under Part 2D.6 of the *Corporations Act 2001* (Cth).

(23) Removal of committee members

- 23.1 The association in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- 23.2 If a member of the committee to whom a proposed resolution referred to in subclause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the president may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

(24) Committee meetings and quorum

- 24.1 The committee must meet at least 2 times in each period of 12 months at such place and time as the committee may determine.
- 24.2 Additional meetings of the committee may be convened by the president or by any member of the committee.
- 24.3 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 on by the members of the committee) before the time appointed for the holding of the meeting.
- 24.4 Notice of a meeting given under clause 24.3 must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- 24.5 Any members of the committee making up 50% of the total members constitute a quorum for the transaction of the business of a meeting of the committee.
- 24.6 No business is to 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 is to stand adjourned to the same place and at the same hour of the same day in the following week.

24.7 If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.

24.8 At a meeting of the committee:

- (a) the president or, in the president's absence, the vice-president is to preside;
- (b) if the president and the vice-president are absent or unwilling to act, the committee members present at the meeting are to choose a remaining member of the committee to preside.

(25) Delegation by committee to sub-committee

25.1 The committee may, by resolution, delegate to one or more sub-committees (consisting of such member or members of the association as is resolved) 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.

25.2 A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.

25.3 A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.

25.4 Despite any delegation under this clause, the committee may continue to exercise any function delegated.

25.5 Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.

25.6 The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.

25.7 A sub-committee may meet and adjourn as it thinks proper.

(26) Voting and decisions

26.1 Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.

26.2 Each member present at a meeting of the committee or of any sub-committee

appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

- 26.3 Subject to clause 24.5, the committee may act despite any vacancy on the committee.
- 26.4 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 despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

PART 7 - GENERAL MEETINGS

(27) Types of Meetings

- 27.1 There shall be 3 types of General Meetings of Parkour NSW:
 - (a) Annual General Meetings;
 - (b) Ordinary General Meetings; and
 - (c) Special General Meetings.

(28) Holding of Annual General Meetings

- 28.1 The association must hold its first annual general meeting within 18 months after its registration under the Act.
- 28.2 The association must hold its annual general meetings within 6 months after the close of the Australian financial year.

(29) Annual general meetings - calling of and business at

- 29.1 The annual general meeting of Parkour NSW is, subject to the Act and to clause 28, to be convened on such date and at such place and time as the committee thinks 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 is to include the following:
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;
 - (b) to receive from the committee reports on the activities of the association during the last preceding financial year;
 - (c) to elect office-bearers of the association and ordinary committee members; and
 - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
- 29.3 An annual general meeting must be specified as such in the notice convening it.

(30) Calling of Special General Meetings

- 30.1 The committee may, whenever it thinks fit, convene a special general meeting of the association.
- 30.2 The committee must, on the requisition in writing of at least 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) must state the purpose or purposes of the meeting;
 - (b) must be signed by the members making the requisition;
 - (c) must 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 1 month after that 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 not later than 3 months after that date.
- 30.5 A special general meeting convened by a member or members as referred to in clause 30.4 must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.

(31) Notice

- 31.1 At least 14 days before the date fixed for the holding of a general meeting, the Secretary must give a notice to each Parkour NSW member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting (except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association).
- 31.2 If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the Secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member of Parkour NSW specifying, in addition to the matter required under clause 31.1, the intention to propose the resolution as a special resolution.
- 31.3 No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 29.2
- 31.4 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 given after receipt of the notice from the member.

(32) Quorum for general meetings

- 32.1 No item of business is to be transacted at a 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 50% of committee members present (being members entitled under this constitution to vote at a 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 a general meeting a quorum is not present, the meeting:
 - (a) if convened on the requisition of members, is to be dissolved, and
 - (b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of 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.
- (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 meeting will be adjourned as above.

(33) Presiding member

- 33.1 The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the association.
- 33.2 If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

(34) Adjournment

- 34.1 The chairperson of a 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 is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 34.2 If a general meeting is adjourned for 14 days or more, the Secretary must 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 subclauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

(35) Making of decisions

- 35.1 A question arising at a general meeting of the association is to be determined by either:
- (a) a show of hands, or
 - (b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot— a written ballot.
- 35.2 If the question is to be determined by a show of hands, 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 minutes of the meeting, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- 35.3 If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

(36) Special resolutions

A special resolution may only be passed by the association in accordance with section 39 of the Act.

(37) Voting

- 37.1 On any question arising at a general meeting of the association a member has one vote only.
- 37.2 In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- 37.3 A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid.
- 37.4 A member is not entitled to vote at any general meeting of the association if the

member is under 18 years of age.

- 37.5 Electronic voting is to be conducted by email or other electronic means as determined by the Committee.
- 37.6 Without limiting clause 37.5, the other electronic means of voting may include requiring voters to access a voting website and to vote in accordance with directions contained on that website.
- 37.7 The Voting Officer must ensure that the form for the electronic ballot paper contains:
- (a) instructions for completing the voting paper, and
 - (b) the question to be determined, and
 - (c) the means of indicating the voter's choice on the question to be determined.
- 37.8 The returning officer must, at least 14 days before the date fixed for the closing of the ballot, give each person entitled to vote:
- (a) access to an electronic ballot paper, or to a voting website or electronic application containing an electronic ballot paper, that complies with this clause, and
 - (b) access to information about:
 - (i) how the ballot paper must be completed, and
 - (ii) the closing date of the ballot, and
 - (iii) if voting is by email—the address where the ballot paper is to be returned, and
 - (iv) if voting is by other electronic means, the means of accessing the electronic voting system and how the completed electronic ballot paper is to be sent to the returning officer.
- 37.9 Each person entitled to vote must vote in accordance with the instructions contained in the information.

(38) Proxy votes not permitted

Proxy voting must not be undertaken at or in respect of a general meeting.

(39) Postal or electronic ballots

- 39.1 The association may hold a postal ballot to determine any issue or proposal (other than an appeal under clause 12).
- 39.2 A postal ballot is to be conducted in accordance with Schedule 3 to the Regulation.

(40) Use of technology at general meetings

- 41.1 A general meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the association's members a reasonable opportunity to participate.
- 41.2 A member of an association who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

PART 8 - GENERAL

(41) Insurance

The association may effect and maintain insurance.

(42) Funds - source

- 42.1 The funds of the association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting, such other sources as the committee determines.
- 42.2 All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank or other authorised deposit-taking institution account.
- 42.3 The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

(43) Funds - management

- 43.1 Subject to any resolution passed by the association in general meeting, the funds of the association are to be used in pursuance of the objects of the association in such manner as the committee determines.
- 43.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the committee, being members authorised to do so by the committee.

(44) Custody of books

Except as otherwise provided by this constitution, the Secretary must keep in his or her custody or under his or her control all records, books and other documents relating to the association.

(45) Inspection of books

- 45.1 The following documents shall be open to inspection, free of charge, by any member of Parkour NSW, upon reasonable written notice being given to the Secretary:
 - (a) records, books and other financial documents of the association;
 - (b) this constitution; and
 - (c) minutes of all committee meetings and general meetings of the association.

(46) Affiliations

- 46.1 Parkour NSW may affiliate to any other organisation or body where such affiliation is judged to contribute to fulfilling the Objects of the Society.
- 46.2 All affiliations will be reviewed at the Annual General Meeting where dis-affiliations may be proposed and carried by Ordinary Resolution.

(47) Service of notices

For the purpose of this constitution, a notice may be served on or given to a person:

- (a) by delivering it to the person personally;
- (b) by sending it by pre-paid post to the address of the person as specified by the person; or
- (c) by sending it by electronic transmission to an electronic address specified by the person for giving or serving the notice.

(48) Financial year

The financial year of the association is:

- (a) the period of time commencing on the date of incorporation of the association and ending on the following 30 June, and
- (b) each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 July and ending on the following 30 June.

Appendix 1

Application for membership of association

(Clause 7.1)

APPLICATION FOR MEMBERSHIP OF ASSOCIATION

PARKOUR NEW SOUTH WALES INCORPORATED

[*name of association*]

Incorporated (incorporated under the *Associations Incorporation Act 2009*)

I,

[*full name of applicant*]

of

[*address*]

.....

[*occupation*]

hereby apply to become a member of the abovenamed incorporated association. In the event of my admission as a member, I agree to be bound by the constitution of the association for the time being in force.

.....

Signature of applicant

Date

I,

[*full name*]

a member of the association, nominate the applicant for membership of the association.

.....

Signature of proposer

Date

I,

[*full name*]

a member of the association, second the nomination of the applicant for membership of the association.

.....

Signature of seconder

Date