

RULES  
OF THE  
AUSTRALIAN SPORTS MEDICINE FEDERATION  
(S.A. BRANCH) INCORPORATED

## 1. INTERPERTATION

1.01 The following shall have the meanings respectively assigned to them unless there be something in the subject or context inconsistent therewith:-

“the Federation” means the Australian Sports Medicine Federation (SA Branch) Incorporated.

“these Rules” means these Rules of the Federation as altered or added to from time to time and any reference to any Rule by number is a reference to the Rule of that number in these Rules.

“the Council” means the Council for the time being of the Federation as constituted under these Rules.

“member” means an ordinary member of the Federation in accordance with and subject to the provisions of these Rules and subject to the provisions of these Rules and subject to the By-Laws includes an honorary member, life member, associate member and student member.

“general member” includes both annual and special general meetings.

“month” means calendar month.

“the Act” means the Associations Incorporation Act, 1956 (as amended).

“the State” means the State of South Australia

1.02 Except to the extent that such interpretation shall be excluded by or be repugnant to the context, in these Rules words imputing the masculine gender shall extend to and include the feminine gender and words imputing the singular number or plural number shall extend to and include the plural number and singular number respectively.

1.03 The headings shall not affect the construction of these Rules.

(end of Rule)

**2. NAME**

2.01 The name of the organisation is Australian Sports Medicine Federation (S.A. Branch) Incorporate.

### **3. OBJECTS**

3.01 The objects for which the federation is established are:-

- (a) To act as an advisory body in matters pertaining to Sports Medicine, and in matters related to National Health and Fitness with a view to safeguarding and improving the physical and mental health of the community.
- (b) To undertake, promote and foster scientific study of and research into the physiological and mental effects (normal, abnormal & untoward) of physical activities
- (c) To prepare, promulgate and disseminate information of use to sporting bodies and person engaged in sport.
- (d) To establish a clinic for the medical and therapeutic treatment of injuries, and disorders arising from or incidental to sporting, recreational and other physical activities, and to assist and advise other bodies that conduct and promote such activities.
- (e) To assist and support the Australian Journal of Sports Medicine
- (f) To co-operate and liaise and if deemed appropriate gain membership of or affiliate with other organisations (whether State, National or International) with similar aims.
- (g) To do all such other things as the Federation may consider are for the benefit and in the interests of the Federation and it's members.
- (h) To engage in all such other activities as are incidental or conducive to the attainment of the above objects.
- (i) To raise funds to promote the objects of the Federation.

(end of Rule)

#### **4. POWERS**

4.01 The Federation shall have the following powers in addition to and without limitation on any powers conferred by law:-

- (a) To purchase, take on lease or in exchange, hire, otherwise acquire and maintain any real or personal property and any rights or privileges in relation thereto.
- (b) To construct, maintain and alter any building or works necessary or convenient for the purposes of the Federation
- (c) To sell, exchange, lease, mortgage, hire, dispose or turn into account or otherwise deal with all or any part of the real and personal property of the Federation.
- (d) To borrow or raise or secure the payment of money in such manner as the Federation thinks fit, with power to issue debentures, grant mortgages, charges or any other class of security upon or charging all or any of the property real or personal (both present or future) of the Federation, and to redeem or pay off any existing or future security.
- (e) To invest and deal with the moneys of the Federation not immediately required for its purposes in such manner as may from time to time be determined.
- (f) To amalgamate, co-operate, affiliate and enter into reciprocal arrangements with any other association having objects wholly or in part similar to those of the Federation.
- (g) To appoint, employ and pay officers and servants, and to dismiss or suspend any officer or servant.
- (h) To do all such other things as are necessary for the attainment of the objects of the Federation.

(end of Rule)

## **5. INCOME AND PROPERTY**

- 5.01 The income and property of the Federation shall be applied solely to the promotion of its objects and no part thereof shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise by way of pecuniary profit to the members.
- 5.02 The provisions of Rule 5.01 shall not prevent the payment of remuneration in good faith to officers and servants of the Federation or other persons in return for services actually rendered to the Federation or the reimbursement of expenses actually incurred on behalf of the Federation

(end of Rule).

## **6. MEMBERSHIP**

- 6.01 The Federation shall be comprised of such persons as have made application, and are admitted as members in accordance with the By-Laws of the Federation.
- 6.02 There shall be the following classes of members:-
- (a) Honorary Members.
  - (b) Life Members.
  - (c) Ordinary Members.
  - (d) Associate Members.
  - (e) Student Members.

(end of Rule).

## **7. SUBSCRIPTIONS**

- 7.01 An annual subscription shall be payable by members and shall be such sum as may from time to time be determined by the National Council of the Australian Sports Medicine Federation.
- 7.02 The annual subscription shall be payable to the National Office, in advance on or before the 1<sup>st</sup> July each year.
- 7.03 A member whose subscription is in arrears for more than 24 months, shall not be entitled to exercise any of the rights and privileges of a member until such subscription is paid in full.

(end of Rule).

## **8. GENERAL MEETINGS**

- 8.01 An annual general meeting of the Federation shall be held by the 31<sup>st</sup> day of March each year.
- 8.02 All general meetings other than the annual general meeting, shall be called special general meetings and shall be convened by the Secretary:-
- (a) At the request of the President or any three (3) members of the Council
  - (b) On written requisition by not less than ten (10) members, stating the objects for which the meeting is desired.

Such a meeting shall be convened not less than twenty eight (28) days, nor more than forty two (42) days after receipt by the Secretary of such request, and if in the case of a requisition by members the meeting is not convened within the time specified above, the requisitionists may by resolution appoint one of their member to convene such meeting.

- 8.03 Twenty eight (28) day's notice in writing of every general meeting shall be given to every member at his address appearing in the Register of Members by prepaid post, stating the time of the meeting and the nature of the business to be transacted. No business other than that set out in the notice convening the meeting shall be transacted at any general meeting.
- 8.04 Any member desiring to bring forward any business may give notice thereof in writing to the Secretary who shall include same in the notice calling the next general meeting to be called after the receipt of such notice from a member.

(end of Rule).

## **9. PROCEEDINGS AT GENERAL MEETINGS**

- 9.01 No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.  
Save as herein otherwise provided fifteen (15) ordinary members present in person or by proxy shall be a quorum.
- 9.02 The President of the Council shall preside as chairman at every general meeting, but if he is unwilling to act, the members present shall elect one of their number to be Chairman of the meeting.
- 9.03 The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than business left unfinished at the meeting from which the adjournment took place.
- 9.04 Subject to any specific provision in these Rules to the contrary, resolutions of a general meeting must be carried by a majority of votes, and in the case of an equality of votes, the Chairman of the meeting (who shall otherwise not be entitled to vote) shall in such event be entitled to a casting vote.
- 9.05 Each ordinary member shall be entitled to one vote at every general meeting, and may vote either in person or by appointing any other member by proxy which shall be deposited with the Secretary before the time appointed for the meeting in respect of which the proxy is appointed.
- 9.06 At any general meeting, a resolution put to the vote of the meeting shall be decided on a show of hands and a declaration by the Chairman that a resolution has been carried and an entry to that effect in the Minute Book of the proceedings of the Federation shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolutions; provided that the Chairman of the meeting or any three members present in person may call for a division which shall thereupon be taken without further debate.
- 9.07 No member shall be entitled to vote at any general meeting unless all subscriptions or other sums presently payable by him to the Federation have been paid.

## **10. PROCEEDINGS AT GENERAL MEETINGS (CONT.)**

9.08 The following shall be the order of business at every general meeting:-

- (a) Confirmation of the Minutes of the last annual general meeting, and of any special general meeting held since the preceding annual general meeting.
- (b) Receipt of the annual balance sheet, profit and loss and accompanying accounts and reports of the Council and the Auditor in relation to these and the adoption of same or otherwise.
- (c) Receipt of the reports of the Council and other committees.
- (d) The election of member of the Council, other committees and an Auditor.
- (e) The election of delegates to other bodies
- (f) Any special business of which notice has been given or which is brought forward by the Council
- (g) General business

(end of Rule)

## 10 COUNCIL

- 10.01 The Federation shall have a Council comprised of the following Members:-
- (a) President
  - (b) Immediate Past President
  - (c) Vice-President, being the President Elect.
  - (d) Secretary/Treasurer or Secretary and Treasurer
  - (e) Four or Five Ordinary Members to make a total of nine elected members on Council.
  - (f) Any South Australian member of the Australian Sports Medicine Federation National Executive who is not otherwise a member of the South Australian Branch Council shall be ex officio a member of the South Australian Branch Council with full voting rights.
- 10.02 The following shall apply in relation to the term of office.
- (a) Elected members of Council shall each hold office for one year.
  - (b) The President shall hold office for no longer than two years but may be elected President for a further two year term (s) provided such terms are not consecutive.
  - (c) A retiring member of the Council shall be eligible for re-election of for election to another office, and shall hold office until his successor is elected.
- 10.03 At every annual general meeting, elections shall be held for those positions on the Council vacated by retiring members. The following shall apply in relation to such elections:-
- (a) The Secretary shall include with the notice of the annual general meeting a notice listing those positions on the Council that are due to fall vacant, and calling for nominations to fill the vacancy or vacancies.
  - (b) No member shall be elected to office unless he shall have been nominated by a member, and such nomination shall have been seconded by another member, and he shall have agreed to accept such nomination in accordance with this Rule.

## 10. COUNCIL

- (c) All nominations for positions on the Council shall be in writing, signed by the nominator and the seconder, and by the nominee to verify his acceptance of the nomination, and shall be delivered to the Secretary not less than seven (7) days before the day upon which the annual general meeting is to be held.
  - (d) Upon receipt of each nomination, the Secretary shall forthwith cause the same, or particulars thereof, to be displayed in a prominent position in the office of the Federation.
  - (e) In case no more than the required number of candidates are nominated for any position on the Council, those so nominated shall be declared elected. In the event of there being more than the required number of candidates for any office, a secret ballot shall be taken at the annual general meeting, in such manner as may be prescribed by the by-laws for the time being in force or if no such manner is so prescribed, in such manner as the meeting may then determine.
- 10.04 Any casual vacancy occurring in the Council may be filled by the Council, but any person chosen shall hold office until the expiration of the term of the original appointee.
- 10.05 The office of a member of the Council shall be vacated if the person filling it:-
- (a) Ceases to be a member of the Federation
  - (b) Becomes bankrupt or assigns his estate in pursuance of any Act relating to bankruptcy or insolvency for the time being in force in the State.
- 10.06 The members of the Council may act notwithstanding a vacancy in their body, but if and so long as their number is reduced below the number necessary to constitute a quorum of the Council the continuing members may act for the purpose of increasing the number of members of the Council or of summoning a general meeting of the Association, but for no other purpose.

(end of Rule)

## **11. POWERS AND DUTIES OF THE COUNCIL**

- 11.01 The business and affairs of the Federation shall be conducted by the Council
- 11.02 The Council may exercise all powers of the Federation as are not by these Rules required to be exercised by the Federation in general meeting subject however to these Rules and to such directions and regulations not inconsistent with these Rules as maybe prescribed by the Federation in general meeting but no direction or regulation made by the Federation in general meeting shall invalidate any prior act of the Council which would have been valid if such direction or regulation had not been made.
- 11.03 Without prejudice to the powers herein elsewhere conferred, the Council shall have power to do any one or all of the following things:-
- (a) To appoint any other officials or servants of the Federation as may be necessary to properly conduct it's business and affairs and to remove them as the occasion may require in it's discretion.
  - (b) To delegate (subject to such conditions as it thinks fit) any of it's powers to subcommittees consisting of such members of the Council and other members of the Federation co-opted for that purpose as it may determine and to make such regulations as to the proceedings of such sub-committees as maybe be thought desirable.
  - (c) Subject to these Rules to regulate and control it's own meetings and the transaction of business thereat.
  - (d) In accordance with the provisions of these Rules to expel any member.
  - (e) Subject to these Rules to draw, make, accept, endorse and issue negotiable securities or instruments of whatsoever kind or nature and to determine by what officers of the Federation such negotiable securities or instruments shall be signed or endorsed.
  - (f) To take and defend all legal proceedings by or on behalf of the Federation, and to appoint all necessary attorneys for any such purpose.
  - (g) To borrow, raise or secure the payment of money, and sell and dispose of the assets of the Federation.

**11. POWER AND DUTIES OF THE COUNCIL (CONT.)**

- (h) In accordance with these Rules to adopt a seal for the Federation, and to have the custody thereof and to affix the same to any deed instrument or document.
- (j) To do and perform any other acts, matters and things in connection with or relative to the management of the Federation as shall not by these Rules be required to be done by the Federation in general meeting.

(end of Rule)

## 12. BY-LAWS

- 12.01 The Federation in general meeting shall have power from time to time to make, alter and repeal all such by-laws as it may deem necessary or expedient or convenient for the proper conduct and management of the Federation and in particular, but not exclusively, may by such by-laws regulate the following:-
- (a) The procedure at general meetings and meetings of the Council.
  - (b) The conduct of elections for any offices of the Federation, the Council or any Committee.
  - (c) The establishment of committees to conduct, manage, supervise or advise on specific aspects of the Federation's activities and affairs and the membership functions, duties and procedures of any such committees.
  - (d) The duties of the officers of the Federation.
  - (e) Generally all such matters as are commonly the subject matter of Federation rules and by-laws.
- 12.02 All by-laws so long as they shall be in force shall be binding upon all members of the Federation.
- 12.03 Notwithstanding anything herein elsewhere contained no by-law shall be inconsistent with or shall affect or repeal anything contained in these Rules.

(end of Rule)

### **13. AUDITORS**

- 13.01 An Auditor for the Federation shall be appointed at the annual general meeting in each year, and such Auditor:-
- (a) Shall be an accountant, actively engaged in practice
  - (b) Shall not be a member of the Federation  
and
  - (c) Shall hold office until the next annual general meeting.
- 13.02 The Auditor shall in each year examine the accounts of the Federation and shall certify the correctness thereof.
- 13.03 The Auditor shall make a report to the members upon the accounts to be submitted to every annual general meeting, and in every such report shall state whether in his opinion they are properly drawn up so as to exhibit a true and correct view of the Federation's financial affairs.

(end of Rule)

### **14. COMMON SEAL**

- 14.01 The Federation shall have a Common Seal, the safe custody of which shall be provided for by the Council.
- 14.02 The Seal shall be used only by the authority of the Council, and every instrument to which the Seal is affixed shall be signed by three members of the Council.

(end of Rule)

**15. ALTERATIONS OF RULES**

- 15.01 No object power or rule of the Federation shall be repealed, and no new object power or rule shall be made except upon a resolution carried by a majority of three quarters of the members present (either personally or by proxy) and voting at a general meeting the notice of which shall have set out in extenso the proposed repeal or amendment or new provisions.
- 15.02 Any amendment as aforesaid shall be subject to any approval or requirement as to registration contained in the Act.

(end of Rule)

**16. DISSOLUTION AND DISPOSITION OF ASSETS**

- 16.01 The Federation maybe dissolved or wound up only upon the resolution carried by a majority of three quarters of the members present (either personally or by proxy) and voting at a general meeting called for such purpose.
- 16.02 If upon the dissolution or winding up of the Federation, there remains after the satisfaction of all it's debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the members of the Federation, but shall be given or transferred to an Association or Institution approved under Section 78 (1) a of the Income Assessment Act.

(end of Rule)

## 17. INDEMNITY

- 17.01 Every member of the Council and other officers of the Federation, shall be indemnified by the Federation against, and it shall be the duty of the Council to pay all costs, losses and expenses which any such officer or servant may incur or become liable to by reason of any contract entered into or act or thing done by him as such officer or servant in or in anyway in the discharge of his duties.
- 17.02 No member of the Council or other officer of the Federation shall be liable for the acts, receipts, neglects or defaults of any other member of the Council or officer, or any loss or expense happening to the Federation through the insufficiency of title to any property acquired by order of the Council for or on behalf of the Federation, or for the insufficiency of any security in or upon which any of the moneys of the Federation shall be invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person with whom any moneys, securities or effects shall be deposited, or for any loss occasioned by any error or judgement or oversight on his part or for any other loss, damage or misfortune, whatsoever which shall happen in the execution of the duties of his office, or in relation thereto, unless the same shall happen through his own dishonesty.

(end of Rule)

## **BY-LAWS**

**(26<sup>th</sup> August 1992)**

### **1. PROCEEDINGS OF COUNCIL**

- 1.01 The Council may meet together for the dispatch of business, adjourn and otherwise regulate it's meetings as it thinks fit.
- 1.02 Subject to these By-Laws, questions arising at any meeting of the Council shall be decided by a majority of votes, and a determination by a majority of members present at a council meeting, shall for all purposes be deemed a determination of the Council. In the case of an equality of votes, the Chairman of the meeting shall have a second or casting vote.
- 1.03 A quorum for a meeting of the Council shall be five members present in person.
- 1.04 At every meeting of the Council, the President shall preside, and in his/her absence the members present shall choose one of their members to be Chairman of such meetings.
- 1.05 The President may at any time, and the Secretary shall on the requisition of two members of the Council, summon a meeting of the Council. At least two day's notice shall, unless otherwise avoidable in the interests of the Federation, be given to each member of the Council.
- 1.06 All acts done at any meeting of the Council, shall notwithstanding that it is afterwards discovered that there was some defect in the appointment of the Council or any member thereof, or that any member was disqualified, be as valid as if every such member had been properly appointed and was qualified to act as a member of the Council.
- 1.07 The Council shall cause to be kept a minute book, showing the resolutions proposed and passed, and all other proceedings at it's meetings.

## **2. HONORARY SECRETARY**

2.01 The duties of the Honorary Secretary of the Federation shall be as follows:-

- (a) To ensure full and correct minutes of resolutions and proceedings of every general meeting provided for that purpose are kept, together with a record of the names of members present at all such meetings.
- (b) With the assistance of the Executive Secretary attend to all correspondence and other day to day administrative matters.
- (c) To perform such other duties as the Council may prescribe.

## **3. HONORARY TREASURER**

3.01 The duties of the Honorary Treasurer of the Federation shall be as follows:-

- (a) To collect and receive all moneys due to the Federation and make all payments authorised by Council.
- (b) To keep correct accounts and books showing the financial affairs of the Federation with full details of receipts and disbursements and other particulars usually shown in books of account of a like nature, and send periodical financial reports to the Council
- (c) To perform such other duties as the Council may prescribe.

## **4. PUBLIC OFFICER**

4.01 The Federation shall have a Public Officer in accordance with the requirement of the Act.

4.02 The Council is vested with the power of appointment and removal from time to time of the Public Office as it shall deem fit, provided that:-

- (a) The Public Officer shall be a member of the Council  
And
- (b) The requirements of the Act in relation to Public Officers shall be complied with.

## **5. ACCOUNTS**

- 5.01 The financial year of the Federation shall end on the 30<sup>th</sup> JUNE each year.
- 5.02 The Council shall cause to be prepared audited and printed every year, a profit and loss statement, balance sheet and other accompanying accounts. The said balance sheet shall be prepared as at and the other accounts shall cover the year ending on the said 30<sup>th</sup> JUNE in each year.
- 5.03 The aforesaid financial statements shall be submitted to the Federation at the Annual General Meeting immediately following, and a copy of the same shall be sent to every member, together with a notice convening such meeting.

## **6. STANDING SUB COMMITTEES OF COUNCIL**

- 6.01 There shall be a Committee to be known as the Executive Committee, which shall comprise the President, Vice President, immediate Past President and Honorary Secretary. The Council may from time to time delegate all or any of it's powers to the Executive Committee which will report any action undertaken in relation to these delegated powers to the next meeting of the Council.
- 6.02 There will be a Committee to be known as the Education Sub-Committee. This Committee will be responsible to Council for the development of educational programs in order to fulfil the educational aims of the Federation in South Australia. The Sub-Committee shall comprise the following:
  - President (Ex officio)
  - Vice President (Ex officio)
  - At least one Physical Educator
  - At least one Medical Practitioner
  - At least one Physiotherapist
  - Any such other members as Council may from time to time deem fit.
- 6.03 There shall be a Committee to be known as the Ethics Committee. This Committee will be an advisory Committee to Council, in any ethical matters which might arise from time to time.
  - The Committee will comprise the following:
    - President
    - Nominee of the Australian Medical Association
    - Nominee of the Australian Physiotherapy Association.

## **7. APPOINTMENT OF COMMITTEES AND SUB-COMMITTEES**

- 7.01 With the exception of the Ethics Committee, Council will appoint all Committees and Sub-Committees.
- 7.02 All Committees and Sub-Committees will have the power to co-opt.