

# By-Laws of Canberra Runners Incorporated

*As amended to December 2023*

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*These By-Laws are established in accordance with the powers of the Committee of Canberra Runners Incorporated to establish By-Laws to assist the proper conduct, control and management of the Association (clause 20 of the Constitution).*

## DEFINITIONS

In these By-Laws hereunder unless the context provides otherwise:

“**Act**” means the *Associations Incorporation Act 1991* (Australian Capital Territory);

“**Annual General Meeting**” means the annual general meeting of the Association;

“**Association**” means Canberra Runners Incorporated;

“**Committee**” means the Committee of the Association;

“**Constitution**” means the Constitution of the Association.

“**General Meeting**” means a general meeting of the Association;

“**Member**” means a person or Corporation admitted to membership of the Association;

“**Young people**” means persons aged under 18 years.

## **BY-LAW 1: MEMBERSHIP**

Promulgated 15 December 2023

This By-Law should be read in conjunction with the Constitution, with particular reference to clause 6, clause 7 and clause 11.

### **Part 1: Form of Application**

- (1) A person applying for membership with the Association under clause 6 of the Constitution shall complete the current application form available through the Association's website. In so applying, the prospective Member must agree to uphold the objects of the Association and comply with the requirements of the Association's Constitution and By-Laws. The categories of membership a person may apply for are laid out in Part 2 below.
- (2) Consistent with clause 6(f) of the Constitution, each application for membership will be considered by the Committee within 40 days of receipt of the application and the associated application fee and membership fee. A decision to refuse an application will be communicated to the prospective Member as soon as practicable after that. Where the prospective member's application is refused, any prepaid membership fee will be repaid by the Association.

### **Part 2: Membership Categories**

- (3) There are four categories of membership, namely:

#### *Category 1: Adult membership*

- (4) The adult membership category is open to persons aged 18 years and over.

#### *Category 2: Junior membership*

- (5) The junior membership category is open to persons under 18 years of age as at 1 January of the relevant membership year.

#### *Category 3: Family membership*

- (6) The family membership category includes all family members residing at the same address and attracts the same entitlements as the Adult membership (for those aged 18 and over) and Junior membership (for those aged under 18).

#### *Category 4: Volunteer membership*

- (7) The Committee may approve a person becoming a 'Volunteer Member' if a person applies for this category of membership and is considered in the opinion of the Committee a genuine volunteer. This category of membership does not permit the Member to participate in training groups, and the Member must pay the single event entry fee for participation in races.

### Part 3: Schedule of Fees

(8) The Schedule of Fees is reviewed by the Committee at regular intervals (usually annually), with fees set as follows:

Application fee (see clause 6(a)(ii) of the Constitution)	\$0
Adult membership (new/renewal)	\$85
Junior membership (new/renewal)	\$40
Family membership (new/renewal)	\$125
Volunteer membership (new/renewal)	\$0
Adult membership (existing/renewal before 31 December 2023, see clause 11))	\$65
Junior membership (existing/renewal before 31 December 2023, see clause 11)	\$30
Family membership (existing/renewal before 31 December 2023, see clause 11)	\$95

### Part 4: Register of Members

(9) In respect of each member of the Association, the Secretary shall keep in the 'Register of Members' (see clause 11 of the Constitution):

- (a) The full name of the Member
- (b) The gender of the Member
- (c) The date of birth of the Member;
- (d) An email address for the electronic service of notices
- (e) A contact number for the Member;
- (f) The date of admission to membership;
- (g) The date when the Member ceased to be a Member; and,

(10) The category of membership.

(11) Membership shall be for a period of a year commencing from the date full payment for the relevant category of membership is received by the Association. However, if the renewal of membership occurs within five days of the date of expiry of the prior year's membership, then the membership year shall commence from the expiry date.

(12) The membership year for Members renewing before 31 December 2023, shall end on 31 December 2024.

## **BY-LAW 2: FUNCTIONS OF OFFICE-BEARERS**

Promulgated 4 March 2021

This By-Law should be read in conjunction with the Constitution, with particular reference to clause 16.

### **Part 1: President**

- (1) The President must—
  - (a) provide a leadership role in the association and on the Committee; and
  - (b) represent the association at public events and activities; and
  - (c) perform any duty or function imposed on the President by the Constitution.

#### *Example*

Under sub-clause 18 (a), the President or in the President's absence the Vice-President, shall preside at all meetings of the Committee.

### **Part 2: Vice-President**

- (1) The Vice-President must perform—
  - (a) the role of the President when that person is unavailable;
  - (b) any duty or function imposed on the Vice-President by the Constitution.

#### *Example*

Under clause 38, the President, or in the absence of the President, the Vice-President, shall preside as Chair at each General Meeting of the association.

### **Part 3: Secretary**

- (1) The Secretary must, as soon as practicable after being appointed as Secretary, notify the association of the electronic mail address of the Secretary.
- (2) The Secretary must keep minutes of—
  - (a) all elections and appointments of office-bearers and ordinary committee members; and
  - (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.
- (3) Minutes of proceedings at a meeting must be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

(4) The Secretary must perform any duty or function imposed on the Secretary by the Constitution.

*Example*

Under sub-clause 11 (a), the Secretary shall establish and maintain a Register of Members.

**Part 4: Treasurer**

(1) The Treasurer must—

(a) receive all moneys paid to or received by the Association and issue receipts for those moneys in the name of the Association; and

(b) make any payments authorised by the Committee or by a general meeting of the Association from the Association's funds; and

(c) ensure that at least two committee members sign cheques; and

(d) ensure that at least one other committee member has access to the accounts and financial records of the Association.

(2) The Treasurer must—

(a) ensure that the financial records of the Association are kept in accordance with the Act; and

(b) coordinate the preparation of the financial statements of the Association and their certification by the Committee prior to their submission to the annual general meeting of the Association.

(3) The Treasurer must perform any duty or function imposed on the Treasurer by the Constitution.

**Part 5: Youth Officer**

(1) The Youth Officer shall—

(a) represent the interests of junior members on the Committee.

(b) develop strategies to promote junior membership and the participation of young people

(c) keep the Committee informed about junior membership and the participation of young people; and

(d) advise on and oversee arrangements for safeguarding young people participating in the events and activities of the Association.

(2) The Youth Officer must have a current Working with Vulnerable People registration.

## **BY-LAW 3: MEMBER DISCIPLINE PROCEDURE**

Promulgated 15 December 2023

This By-Law should be read in conjunction with the Constitution, with particular reference to clause 9 and clause 20 (which provides for the Committee determining disciplinary procedures through the Association's By-Laws).

### **Part 1: Scope of this Procedure**

- (1) The Constitution provides for a procedure to expel a member under clause 9. The procedure in clause 9 was formed consistent with requirements under section 65C of the Act and this By-Law doesn't seek to amend or supplement this procedure.
- (2) The procedure set out in this By-Law applies where the Committee is proposing to apply a penalty other than expulsion against a Member where the Member has:
  - (a) refused or neglected to comply with the rules of the Association (including the Code of Conduct); or.
  - (b) is found to have acted in a manner unbecoming a Member or in a manner prejudicial to the interests of the Association.

### **Part 2: Procedure**

- (3) The Committee may consider applying a penalty to a Member where the Committee considers the Member has:
  - (a) refused or neglected to comply with the rules of the Association (including the Code of Conduct); or.
  - (b) is found to have acted in a manner unbecoming a Member or in a manner prejudicial to the interests of the Association.
- (4) For Members who are also members of the Committee, acting in a manner prejudicial to the interests of the Association includes the following unless a majority of the Committee considers exceptional circumstances exist:
  - (i) being directly or indirectly interested in any contract or proposed contract with the Association and failing to declare the nature of that interest;
  - (ii) in the reasonable opinion of the Committee (but subject always to the Constitution):
    1. having acted in a manner unbecoming or prejudicial to the objectives and interests of the Association; and/or
    2. having brought themselves or the Association into disrepute.

- (5) The Committee may impose a penalty which is either monetary (for example, a fine) or non-monetary (for example, suspension of rights and privileges) or a combination of both.
- (6) The decision to impose a penalty shall be taken at a Committee meeting where notice has been given to the Member concerned and they have been provided an opportunity to be heard at the meeting.
  - (a) Notice of the Committee's consideration of imposing a penalty shall be given in writing to the Member at least 7 days prior to the Committee meeting and forwarded to their email address as recorded on the Register of Members.
  - (b) Any Member who has a penalty applied shall have a right to appeal to a General Meeting against the penalty. Such appeal shall be lodged by them in writing to the Secretary within 14 days from the date of the meeting of the Committee at which the penalty was decided. Within 7 days from the receipt of the notice of appeal the Secretary shall forward to all Members notification of a General Meeting to be called within 14 days for the consideration of the appeal.
  - (c) A decision to rescind the penalty will only be taken on a four-fifths majority of Members present, eligible to vote and voting.
  - (d) All Members are deemed to be conversant with this Constitution and the By-Laws and ignorance shall not be considered as a ground of appeal.



## **BY-LAW 4: SPONSORSHIP AND AFFILIATION AGREEMENTS**

Promulgated 4 March 2021

This By-Law should be read in conjunction with the Constitution, with particular reference to clause 20.

- (1) All government grants, sponsorship and partnership agreements and other funding agreements will only be sought and entered into with the express written approval of the Committee of the Association.
- (2) When considering granting approval for such agreements, the Committee will have regard to:
  - (a) Ensuring the agreement is entered into mindful of upholding the objectives of the Association; and,
  - (b) That the relevant parties are reputable, well regarded organisations whose operations and activities will improve and add to the Association's reputation rather than detract from it.

## **BY-LAW 5: MEMBER CODE OF CONDUCT**

Promulgated 4 March 2021

This By-Law should be read in conjunction with the Constitution, with particular reference to clause 20.

- (1) Always show respect to your fellow members at all times.
- (2) Always show respect and appreciation for the volunteers who give their time to help the Association and/or event(s).
- (3) Never yell, taunt, or threaten physical violence upon another Member of the club, a volunteer or event spectator.
- (4) Never use abusive or vulgar language, or make racial, ethnic, religious or gender-related slurs or derogatory comments at Association events.
- (5) Never make unwanted sexual or physical contact with other Members.
- (6) Follow all rules of the road. Abide by intersection signs and use footpaths when available.
- (7) Respect pedestrians, cyclists, and other path/road users. Give way to others when necessary.
- (8) Look after the other runners within your training group; if someone is struggling, inform your run leader and make sure that they are not left on their own.
- (9) Use of headphones during group runs is discouraged for the safety of you and those around you; if you feel compelled to wear headphones during a group run, either use them at a low volume or only use in one ear to be able to hear what is going on around you. Please be courteous to your fellow runners and group leader by being alert and involved.
- (10) Each Member is a representative of the Association; be mindful of your actions in public places, at events, and during training runs, as they may reflect on, and have negative consequences for, the Association.
- (11) Show your appreciation to event organizers. Thank the race management, timers, volunteers, fans, etc.
- (12) Report violations of the Member Code of Conduct policy to an Office-bearer or the Public Officer of the Association.

*This By-Law was drafted with reference to the Steel City Road Runners Club (a running club in Pittsburgh).*

## **BY-LAW 6: MEMBER GRIEVANCE PROCEDURE**

Promulgated 4 March 2021

This By-Law should be read in conjunction with the Constitution, with particular reference to clause 12 and clause 20.

### **Part 1: Application**

- (1) The grievance procedure set out below applies to disputes between—
  - a. a member and another member;
  - b. a member and the Committee; and,
  - c. a member and the Association.
- (2) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

### **Part 2: Parties must attempt to resolve the dispute**

- (3) The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

### **Part 3: Appointment of mediator**

- (4) If the parties to a dispute are unable to resolve the dispute between themselves within the time required under section 2, the parties must within 14 days notify the Committee of the dispute; and
  - a. agree to or request the appointment of a mediator; and,
  - b. attempt in good faith to settle the dispute by mediation.
- (5) The mediator must be:
  - a. a person chosen by agreement between the parties; or
  - b. in the absence of agreement:
    - i. if the dispute is between a member and another member a person appointed by the Committee; or
    - ii. if the dispute is between a member and the Committee or the Association, a person appointed or employed by the Conflict Resolution Service.
- (6) A mediator appointed by the Committee may be a member or former member of the Association but in any case must not be a person who:
  - a. has a personal interest in the dispute; or
  - b. is biased in favour of or against any party.

### **Part 4: Mediation process**

- (7) The mediator to the dispute, in conducting the mediation, must:
  - a. give each party every opportunity to be heard; and
  - b. allow due consideration by all parties of any written statement submitted by any party; and

- c. ensure that natural justice is accorded to the parties throughout the mediation process.
- (8) The mediator must not determine the dispute.

**Part 5: Failure to resolve dispute by mediation**

If the dispute is not resolved the Committee may take whatever steps it considers appropriate in regard to the dispute in the best interests of the Association and the member or members concerned.

## **BY-LAW 7: FINANCIAL CONTROLS (DEBIT CARDS)**

Promulgated 20 May 2021

This By-Law should be read in conjunction with the Constitution, with particular reference to clause 9.

### **Part 1: Application**

- (1) The Treasurer is authorised to apply for debit cards in the name of the Association to support the ordinary conduct of its operations. Association debit cards are subject to the restrictions and controls set out below.

### **Part 2: Restrictions on Use of Association Debit Cards**

- (2) Only Members formally endorsed by the Committee as having a demonstrated need to hold a debit card are permitted to be issued one. A decision to issue a card must be formally recorded in the Committee meeting minutes.
- (3) Use of the debit card to charge any personal purchases is strictly prohibited, regardless of whether the Member intends to reimburse the Association for the purchase.
- (4) Individual card holders shall be held personally liable for any unauthorised charges incurred by the Association. A decision that a transaction is unauthorised is made by the Committee having regard to the circumstances and the Committee may choose to cancel the card and/or enact Disciplinary Procedures under the Constitution as appropriate.
- (5) Any Member authorised to use a debit card shall submit to the Treasurer original receipts for all purchases made with the card as soon as practical after the purchase is made and a receipt issued. At the discretion of the Committee, failure to provide a receipt in a timely manner may lead to a transaction being regarded as a personal expense and prompt repayment being sought.

### **Part 3: Governance Controls on Association Debit Cards**

- (6) The Treasurer will reconcile receipts submitted by individual card holders with the Association's account statement on a regular basis and identify discrepancies to the Committee.
- (7) The Committee will review the list of cardholders on an annual basis to ensure that cards are only held by Members with a demonstrated need to hold them.
- (8) The Committee will have regard to keeping the number of card holders to the minimum necessary noting the financial and fraud risk associated with having large numbers of card holders. This means that card holders with very low transaction volumes (as determined by the Committee) may be asked to seek reimbursement through the Association for costs incurred rather than be provided with a debit card.
- (9) Following each Annual General Meeting, the Committee should review whether any cards issued need to be cancelled.

## **BY-LAW 8: ACCESS TO THE REGISTER OF MEMBERS**

Promulgated 20 May 2021

This By-Law should be read in conjunction with the Constitution, with particular reference to clause 11.

- (1) A Member seeking access to the Register of Members is required to apply in writing to the Secretary for access stating:
  - (a) The purposes for which the person wishes to obtain access to the Register;
  - (b) The specific information the Member is seeking, and why this information is necessary to fulfill their intended purposes; and,
  - (c) Proposed arrangements for receipt and handling of the information to avoid unintended further disclosure or create privacy and security risks.
- (2) In deciding whether to provide access to the information sought by the applicant, the Secretary is required to take into account:
  - (a) whether the purposes for which the applicant is seeking the information are consistent with the objectives of the Association (clause 2 of the Constitution);
  - (b) whether in their view the application is being made for proper purposes;
  - (c) the privacy risks introduced through the application;
  - (d) the applicant's proposed arrangements for receipt and handling of information with a focus on whether these arrangements will reduce the risk of unintended further disclosure to an acceptable level;
  - (e) whether the application has a sound legislative basis; and,
  - (f) the views of Members they elect to consult on the application.
- (3) The Secretary is required to keep the applicant informed on the status of their application, and must decide whether to provide the information within 60 calendar days of receiving a valid application with all required information. Extensions of time beyond the 60 days may only be granted by agreement between the applicant and the Secretary or by the Committee on application from the Secretary setting out what exceptional circumstances exist which merit an extension of time.
- (4) In circumstances where the Secretary considers consultation would be appropriate to inform their deliberations on the application, they must write to the applicant advising that they will undertake this consultation to inform their decision on the access request.
- (5) The Secretary must advise the applicant of their access decision in writing. They may decide to release the requested information in full or in part, and make determinations on the access arrangements which they consider most appropriate in the circumstances.
- (6) Where an applicant does not agree with the Secretary's decision, they may appeal to the Committee who will consider the grounds of the appeal as presented by the applicant and decide whether to uphold or vary the Secretary's decision.
- (7) The Committee's decision on any access request appeal is final and may not be appealed through the grievance procedure.

## **BY-LAW 9: AWARDS AND RECOGNITION OF MEMBERS**

Promulgated 20 May 2021

- (1) The Association seeks to recognise individuals contributing in an outstanding manner to the Association with awards.
- (2) The Committee shall determine the awards, the frequency in which they will be awarded and the process to receive and consider nominations for awards (including criteria for selection of recipients).
- (3) Awards may be given to current Members, and in exceptional circumstances, posthumously to former Members (noting membership ceases when a Member dies).
- (4) The Committee shall determine if any award should also attract an honorarium or prize. They may also work with sponsors of the Association to secure a prize for an award at no or minimal cost to the Association.
- (5) A listing of awards and their recipients shall be published on the Association's website and otherwise promoted to Members.

## **BY-LAW 10: OUT OF SESSION DECISIONS BY THE COMMITTEE**

Promulgated 13 February 2023

1. Consistent with the Constitution of the Association, the purpose of By-Laws is to assist the proper conduct, control and management of the Association.
2. The Constitution expressly deals with decisions taken at Committee meetings, however, the operations of the Association require that, from time to time, decisions which need to be dealt with between meetings are dealt with by vote outside of a meeting. These votes are conducted over email to each Committee member's email address as recorded by the Secretary of the Association.
3. The same requirements laid out in the Constitution which apply to decisions taken in Committee meetings apply to decisions taken by vote outside of a meeting. This means that:
  - a. All members of the Committee are invited to respond to the vote.  
*NOTE:* The time permitted to respond to the vote should be set according to the urgency of the matter. Except in genuine emergencies necessitating a shorter timeframe, this means a minimum of two business days for votes to be returned.
  - b. A quorum (meaning a majority of the Committee including at least one office bearer) must be achieved for a vote to be valid. A member is taken to be part of the quorum where they have provided a valid response to a vote within the specified timeframe for voting.
  - c. Votes will be determined by a simple majority of those voting. In the event of an equality of votes, the Chairperson of the meeting (meaning, in the case of votes outside of a meeting, the President, or the Vice-President if the President does not provide a valid return in the timeframe specified) may exercise a second or casting vote.
4. Generally, unless expressly authorised at a meeting of the Committee, only the President, Vice-President or Secretary of the Association may seek a vote of the Committee outside of a meeting. On each occasion when a vote is being sought outside of a meeting:
  - a. The notice must clearly identify that it is a vote outside of a meeting (meaning it comes within scope of this By-Law), note the window during which votes will be accepted, and give instructions on how to return a valid vote (e.g., by lodging a Microsoft Form).
  - b. Clearly specify each decision being sought and why it is necessary for the matters in the notice to be dealt with as a vote outside of a meeting (e.g., due to the urgency of the matter).
  - c. Remind members that they are welcome to discuss the matters identified in the email, including by replying to all members.
  - d. Identify any conflicts of interest which might apply, and remind members to declare any conflicts they may have in their vote return.
  - e. Confirm when the outcome of the vote will be communicated.
5. An accidental failure to meet all the requirements laid out at (4) above shall not invalidate any decisions taken by a vote outside of a meeting.
6. Decisions taken by vote outside of a meeting are treated as if they were decisions taken at a meeting. This means the decisions do not require ratification at a future meeting. Decisions taken by vote are, however, to be recorded by the Secretary in the minutes of the next meeting for ease of reference.