



Canoe South Australia

Terms of Delegation

Education & Safety Technical Committee

Ratified by the Board on 20 February 2012

Canoe South Australia Incorporated

PO Box 281

PORT ADELAIDE SA 5015

Tel: (08) 8240 3294

Fax: (08) 8240 3295

Email: canoesa1@canoesa.asn.au

Website: www.canoesa.asn.au

ABN: 83 781 880 319

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PART A: PRELIMINARY

Overview

The 'Education & Safety Technical Committee' of Canoe South Australia Incorporated is established under Rule 33.3 of the Constitution of Canoe South Australia Incorporated. The following Terms of Delegation is the governing document for the 'Education & Safety Technical Committee'.

Definitions

All words are to have their ordinary English meaning, unless the context shows otherwise or if the word has a special meaning defined under this section.

The following terms are to have the following meaning:

"AC" means the organisation of Australian Canoeing Incorporated being the National Federation and peak national governing body for canoeing/kayaking in Australia.

"Board" means the Board of Directors of Canoe South Australia as appointed under the Constitution.

"By-Law" means any by-law, policy or regulation established by the Board under Rule 34 of the Constitution.

"Club" means any affiliated canoe club of Canoe South Australia and has the same meaning as in Rule 4.1 of the Constitution.

"Committee Member" means any person appointed as a member of the Technical Committee.

"Constitution" means the Constitution of Canoe South Australia Incorporated as registered and approved under the auspices of the Associations Incorporation Act 1985 (SA).

"CSA" means the organisation of Canoe South Australia Incorporated (also known as Canoe SA) being the State Association of the National Federation and the peak state governing body for canoeing/kayaking in South Australia.

"Director" means any member of the Board who is appointed under the Constitution.

"Discipline" means the discipline of Education & Safety.

"Individual Member" means an individual person holding current financial membership of Canoe South Australia and has the same meaning as in Rule 4.1 of the Constitution.

"Sport" has the same meaning as "Discipline" above.

"Sporting Community" means the people who are directly involved in/with the sport. They include, but are not limited to: players, athletes, family of players or athletes, officials, coaches, volunteers, and other persons who may reasonably be considered to be part of the sporting community.

"Technical Committee" means the Education & Safety Technical Committee of Canoe South Australia.

"Terms of Delegation" means the document establishing and governing the Education & Safety Technical Committee of Canoe South Australia under Rule 33.3 of the Constitution.

PART B: TECHNICAL COMMITTEE RESPONSIBILITIES

The Technical Committee has been established to manage, administer and perform some of the obligations of CSA in relation to the Education & Safety discipline. In particular, the Technical Committee shall have the following duties, functions and powers:

1. Education

- 1.1 Monitor and advise the Board on the educational needs of the canoeing/kayaking industry.
- 1.2 Review and advise the Board on the adequacy of the educational courses provided by CSA or any of their affiliates, agents or partners.

2. Safety and Risk Management

- 2.1 Plan and implement approved safety and risk management policies in all courses.
- 2.2 Liaise and advise the other discipline technical committees on issues regarding the safety and risk management of their respective sporting disciplines.
- 2.3 Assist the other discipline technical committees in developing a suitable safety and risk management policy for their discipline.
- 2.4 Advise the Board on Education & Safety issues and assist the Board in developing any Education, Safety, and/or Risk Management policies.
- 2.5 Report to the Board on any areas of concern with respect to the Discipline, including concerning practices by Government, industry, affiliates, agents or partners.
- 2.6 Where requested by the Board and in conjunction with the Board, monitor the other disciplines to ensure compliance with all safety and risk management policies applicable to their respective discipline.
- 2.7 Where requested by the Board and in conjunction with the Board, review and conduct an audit of the organisation's safety and risk management policies and practices to assess performance in safety and risk management and to report on any areas requiring further action or the Board's attention.

3. National Training and AC Award Scheme

- 3.1 Plan and implement an annual programme of courses in line with obligations as a Registered National Training Organisation of the AC Award Scheme.
- 3.2 Liaise with all stakeholders to the AC Award Scheme in South Australia on behalf of the Board.
- 3.3 Review the units of competence of the AC Award Scheme at least bi-annually and make any recommendations to the Board and to AC.
- 3.4 Assist the Board, the CSA Executive Officer, or other CSA staff with policy development pertaining to the AC Award Scheme.
- 3.5 Provide technical advice regarding the AC Award Scheme to the Board, the CSA Executive Officer, or other CSA staff.

4. Promotion of Education and Safety

- 4.1 Promote education and safety courses in South Australia.
- 4.2 Encourage all participants in canoeing/kayaking activities to adhere to high standard safety practices.
- 4.3 Act as a resource for other disciplines, Government and industry on all education and safety issues with respect to canoeing/kayaking activities in South Australia.
- 4.4 Assist the Board, CSA Executive Officer, or other CSA staff on the development of policy for Education and Safety in South Australia.

5. Liaison with National, Interstate and Local Affiliated Groups

- 5.1 Liaise with the AC Technical Committee counterpart on all relevant matters.
- 5.2 Nominate a person, who is an Individual Member, to act as a liaison between the Technical Committee and the AC Technical Committee.
- 5.3 Develop links with the Education and Safety Technical Committees of other States/territories and liaise with them on any matters of interest.
- 5.4 Liaise, assist and co-ordinate with CSA affiliated canoe clubs to ensure adequate compliance with safety and risk management policies for all their participants throughout South Australia.

6. Calendar

Compile an annual calendar of events to include National, State and local education and safety courses held in South Australia and other events with respect to the Discipline. This calendar will be published on the CSA website.

7. Operational Plan

Assist the Board, the CSA Executive Officer, or one of their delegates in producing an Operational Plan for the Discipline for each year which outlines:

- Key Result Areas
- Objectives
- Performance Indicators
- Personnel Involved
- Time Scale
- Financial Implications

8. Budget

In consultation with the Board, the CSA Executive Officer, the CSA Finance Officer, or one of their delegates, provide a budget for the Discipline for each year based on the costings of the Operational Plan.

9. Other Responsibilities

- 9.1 Assist the Board, CSA Executive Officer, or other CSA staff with the lobbying of AC, other State/territory Associations, industry and/or Government in relation to relevant Education & Safety issues.
- 9.2 Provide technical advice regarding the Education & Safety discipline to the Board, CSA Executive Officer, or other CSA staff.

The Technical Committee shall ensure that in the exercise of such delegated powers, it conforms to any directions of the Board.

PART C: GENERAL

10. Powers of the Technical Committee

- 10.1 The Technical Committee is delegated the general power and authority to manage and administer the Discipline on behalf of the Board.
- 10.2 The Board may revoke the power and authority of the Technical Committee given under this section, or any part thereof, at any time by serving notice, and it shall have immediate effect.
- 10.3 The Technical Committee is **not** permitted to further delegate its power or authority to any other body, except with the express and written consent of the Board.
- 10.4 The Technical Committee is granted the power and authority to:
 - (a) Create sub-committees of the Technical Committee to perform various tasks for the Technical Committee as required, from time to time.
 - (b) Create and recommend by-laws for the Discipline, but by-laws are not effective until ratified by the Board.
 - (c) Communicate, by written or verbal means, with the local community and/or its sporting community regarding the Discipline, with due regard to local laws about the dissemination of information, privacy, and other legal issues.
 - (d) Submit proposals to the Board in relation to the Discipline.
 - (e) Manage and administer anything that is specifically and expressly referred to the Technical Committee by the Board with respect to the Discipline.

11. Composition of the Technical Committee

- 11.1 The Technical Committee shall comprise a minimum of 3 and a maximum of 12 persons.
- 11.2 The Technical Committee shall have a Chairperson. All other Committee Members are to be General Committee Members.
- 11.3 The Technical Committee may create and assign various roles/positions for the General Committee Members.
- 11.4 It is recommended that a different person holds each role/position so that workload is shared and equal opportunity is given to all to hold office.

12. Appointment of Committee Members

- 12.1 The following procedure shall apply in relation to the appointment of the members of the Technical Committee:
 - (a) The Board shall call for nominations for members of the Technical Committee from Individual Members.
 - (b) Nominations shall be called for the position of Chair and General Committee Members.
 - (c) The Board shall appoint the Chair and after considering the recommendations of the Chair, the other members of the Technical Committee.
 - (d) If insufficient nominations are received from Individual Members or the nominations are considered inappropriate by the Board, the Board shall appoint the positions on the Technical Committee in its discretion.
- 12.2 A Director of the Board or the CSA Executive Officer shall be ex-officio members of the Technical Committee.
- 12.3 Nominations may only be from Individual Members.

- 12.4 Current or existing Committee Members are permitted to re-nominate.
- 12.5 There are no qualifications that apply to be eligible to become a Committee Member.
- 12.6 The appointment of Committee Members at a time other than during the call for nominations as per Rule 12.1 above, shall be per the recommendation of the Chair to the Board and upon the subsequent ratification of the Board, or at the Board's discretion.
- 12.7 The composition of the Technical Committee will be reviewed by the Board at least every 2 years.

13. Termination of a Committee Member

- 13.1 A Committee Member may have their tenure terminated by any of the following procedures and it shall have immediate effect:
 - (a) Resignation.
 - (b) Board resolution.

14. Duties of the Technical Committee and Committee Members

- 14.1 The duties of the Technical Committee and Committee Members are to:
 - (a) Manage and administer all aspects of the Discipline on behalf of the Board.
 - (b) Comply with all directives and instructions issued by the Board.
 - (c) Create and maintain a budget for the Discipline with due regard to availability of funds, priority of expenses or outgoings, and at all times ensuring funds adequately cover all expenses or outgoings.
 - (d) Appropriate funds with due diligence and in the interests of the Discipline and the Discipline's community as a whole.
 - (e) Maintain, repair and/or procure equipment and other assets owned by CSA that are used predominantly for the Discipline.
 - (f) In conjunction with the CSA Executive Officer, CSA Finance Officer, or one of their delegates, review the insurance coverage for any equipment and other assets owned by CSA that are used predominantly for the Discipline.
 - (g) Take actions to maximise participant safety and minimise risk to participants whilst engaging in activities of the Discipline and to ensure the legal duty of care is always fulfilled. Participants, for the purpose of this paragraph, includes: players, athletes, family of players or athletes, officials, coaches, volunteers and regular spectators.
 - (h) Maintain and keep a written record of its meetings in the form of official minutes of the Technical Committee.
 - (i) Report to the Board on its activities when requested to do so by the Board within a reasonable time.
 - (j) Exercise its power and authority with due diligence, for a proper purpose and in good faith.
 - (k) Ensure appropriate oversight and control over any sub-committees it creates under Rule 10.4(a) of this by-law.
 - (l) Ensure its conduct does not bring disrepute to the Discipline, or to other Canoe SA disciplines, or to itself, or to the Board, or to the organisation.
 - (m) Address issues, concerns, or problems that members of the local community or members of its Discipline's community may have with respect to the Discipline in a timely and diligent manner.
 - (n) Manage any other issue that the Board may delegate from time to time.

15. Sub-Committees of the Technical Committee

- 15.1 The Technical Committee may create sub-committees of itself (whether called sub-committees or working groups) under Rule 10.4(a) of this by-law at any time and assign to those sub-committees any

tasks and functions that it requires to be performed in relation to the management and administration of the Discipline.

- 15.2 All sub-committees must receive the express approval of the Technical Committee or the Board before it can act in any capacity whatsoever and must comply with any instructions or directives issued by the Technical Committee or the Board. Sub-committees do not have the power or authority to commit the Technical Committee or the Board to contractual obligations or other legal obligations without exception.
- 15.3 Composition of the sub-committee is subject to the discretion of the Technical Committee, however the Board reserves the right to add, substitute or remove any member of a sub-committee at its absolute discretion.
- 15.4 Sub-committees are validly created by majority vote of the Technical Committee.
- 15.5 Sub-committees may be either Standing committees or Select committees. Standing committees are long-term with tasks of an ongoing or frequent nature. Select committees are to perform a certain function or role for a limited time and then terminated. The latter may be referred to as Working Groups.
- 15.6 The creation and termination of any sub-committees must be recorded in the official minutes of the Technical Committee.
- 15.7 The sub-committees need not have their own separate minutes, however, their activities, actions, reports, results, etc... must be recorded in the official minutes of the Technical Committee.

16. By-Laws for the Discipline

- 16.1 The Technical Committee may create and recommend by-laws for the Discipline under Rule 10.4(b) of this by-law.
- 16.2 All by-laws so created must be consistent with and comply with the Canoe South Australia Constitution.
- 16.3 By-laws so created must be submitted to the Board for their approval and are not effective until ratified.

17. Meetings of the Technical Committee

- 17.1 The Technical Committee shall meet as often as it deems necessary for the conduct of its business and may adjourn and regulate its meetings as it thinks fit and proper, but shall meet at least once each calendar year.
- 17.2 The Chairperson shall, on the requisition of two or more Committee Members or the CSA Executive Officer, convene a meeting of the Technical Committee within a reasonable time. The notice period should be applied, unless waived by the majority of Committee Members.
- 17.3 A quorum of the **majority** of Committee Members appointed must be present for the meeting to be a proper meeting of the Technical Committee.
- 17.4 Resolutions of the Technical Committee are effective when passed by the majority vote of Committee Members **present** at the Technical Committee meeting. Each Committee Member shall have one vote. Proxy voting is **not** permitted. Only Committee Members duly appointed by the Board are entitled to vote. Other persons present may contribute to discussion and debate, but are not permitted to vote and if other persons do vote, their vote is not to be counted.
- 17.5 The Chairperson appointed by the Board shall preside over all Technical Committee meetings and is entitled to one vote as with any other Committee Member. The Chairperson shall also have a casting vote where voting is equal. If the Chairperson is unable to be present, then the Technical Committee will choose one from among its number to preside as chair for that meeting only.
- 17.6 All Committee Members should be notified of pending Technical Committee meetings at least 7 days prior to its scheduled date.
- 17.7 The agenda of the Technical Committee meeting may include any subject matter that is with respect to the Discipline. The agenda should be finalised and sent (along with any supporting documents) to all Committee Members at least 7 days prior to the Technical Committee meeting in question.

- 17.8 Resolutions of the Technical Committee should primarily occur at the designated Technical Committee meetings; however, the Technical Committee may seek to pass a resolution by postal mail vote or by electronic mail vote, when the need arises.
- 17.9 Any other manner, method, medium, or form of voting, other than that prescribed in the preceding sub-sections (including telephone voting) is **not** permitted.
- 17.10 A written record of all the Technical Committee meetings should be kept in the form of official minutes of the Technical Committee and should include any resolutions passed and the names of all persons present. The official minutes should be ratified by the Technical Committee and signed by the Chairperson of the Technical Committee to verify it as an authentic and accurate record of the Technical Committee meeting. A copy of the minutes (and any supporting documents) should be sent to all Committee Members, the CSA Executive Officer and any other relevant CSA personnel within 14 days of the Technical Committee meeting in question.

PART D: CONFLICT OF INTEREST

18. Committee Member Interests

A Committee Member, other than the CSA Executive Officer, is disqualified from holding any place of profit or position of employment in CSA, any Club or in any company or incorporated association which CSA is a shareholder or otherwise interested or from contracting with CSA as vendor, purchaser or otherwise except with express resolution or approval of the Board.

19. Conflict of Interest

A Committee Member shall declare his or her interest in any:

- contractual matter
- selection matter
- disciplinary matter
- other matter

in which a conflict of interest arises, and shall, unless otherwise determined by the Technical Committee, absent him/herself from discussions of such matter and shall not be entitled to vote in respect of such matter. If the Committee Member votes, the vote shall not be counted. In the event of any uncertainty as to whether it is necessary for a Committee Member to absent him/herself from discussions and refrain from voting, the issue should be determined immediately by vote of the Technical Committee, or if this is not possible, the matter shall be adjourned or deferred.

20. Disclosure of Interests

The nature of the interest of such Committee Member must be declared by the Committee Member at the first meeting of the Technical Committee at which the contract or other matter is first taken into consideration if the interest then exists or in any other case, at the first meeting of the Technical Committee after the acquisition of the interest. If a Committee Member becomes interested in a contract or other matter after it has been made or entered into, the declaration of the interest must be made at the first meeting of the Technical Committee held after the Committee Member becomes so interested.

21. General Disclosure

A general notice that a Committee Member is a member of any specified firm or company and is to be regarded as interested in all transactions with that firm or company is sufficient declaration under Rule 20 as regards such Committee Member and the said transactions. After such general notice, it is not necessary for such Committee Member to give a special notice relating to any particular transaction with that firm or company.

22. Recording of Disclosures

Any declaration made or any general notice given by a Committee Member in accordance with Rule 20 and Rule 21 must be recorded in the official minutes of the Technical Committee.

PART E: CSA BOARD AUTHORITY

23. Board Ultimate Authority

The Board is charged with the overall corporate governance and oversight of the organisation under the law and as such it is the ultimate authority in the organisation. All Technical Committees are subordinate to the Board and must comply with all directives and instructions issued by the Board. The Board may by instrument in writing, revoke wholly or in part any delegation made under these Terms of Delegation and may amend, repeal or veto any decision made by the Technical Committee under these Terms of Delegation. All Committee Members acknowledge and accept this upon their acceptance to a position on the Technical Committee.

24. Alteration of this By-Law

- 24.1 Only the Board may make alterations to this by-law as contained in this document.
- 24.2 The Technical Committee may make proposals for amendment along with any recommendations, but it cannot alter or remove this by-law, or any part thereof, as it is the establishing instrument of the Technical Committee itself, and this power is reserved to the Board itself.

25. Adjudication of the Terms of this By-Law

- 25.1 The Board shall be the sole adjudicator of the terms of this by-law as contained in this document.
- 25.2 The Technical Committee shall seek clarification or direction from the Board if any part of these Terms of Delegation is ambiguous or not understood.
- 25.3 Decisions of the Board as to the meaning and interpretation of any term of this by-law and as to the applicability of any part of this by-law are final and must be complied with.

PART F: CODIFICATION OF DOCUMENTS

26. Codification of Technical Committee Documents

- 26.1 All documents created by the Technical Committee, including by-laws and official minutes of the Technical Committee, must comply with the CSA policy on uniform document codification.
- 26.2 All by-laws are to be coded in the 'footer' of the document on the left side in the following format:

CSA – **TC
Document Number: BL##
Title: (Name or Title of Document)
Date of Effect: (Date the Document came into effect)

Where ** is the two-letter code for the particular Discipline and where ## is a numerical number showing the numbered order of the document, starting with 01 and progressing upwards.

Example:

CSA – ESTC
Document Number: BL01
Title: Safety Guidelines By-Law
Date of Effect: 01/01/2000

26.3 All official minutes of the Technical Committee are to be coded in the 'footer' of the document on the left side in the following format:

CSA – **TC

Document Number: MIN###

Title: **TC Minutes (Date of Technical Committee meeting)

Where ** is the two-letter code for the particular Discipline and where ### is a numerical number showing the numbered order of the document, starting with 001 and progressing upwards.

Example:

CSA – ESTC

Document Number: MIN001

Title: ESTC Minutes 01/01/2000

26.4 The two-letter codes issued to each Discipline are as follows:

Education & Safety:	ES
Canoe Polo:	CP
Sprint Racing:	SR
Marathon Racing:	MR
Recreation	RE
Ocean Racing	OR

26.5 For any other category of document where a provision for codification is not provided for in this by-law or in any other CSA by-laws, the Technical Committee must seek clarification from the Board as to how it should code such other categories of documents.