



BUNDABERG SERVICES CLUB CONSTITUTION

VERSION 1.0

Bundaberg & District RSL and Citizens Memorial Club Inc. trading as
Bundaberg Services Club, Bundy Services and Sandhill's Sports Club

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1 INTERPRETATION

- (a). In these rules—
 - (i). Act means the Associations Incorporation Act 1981.
 - (ii). At a Management Committee meeting, see rule 35; or
 - (iii). At a general meeting, see rule 37.
 - (iv). Committee means the Management Committee of the Club.
 - (v). Secretary includes a “Secretary-Manager” or “Club Manager”.
- (b). Words importing the masculine gender shall include the feminine gender.
- (c). A word or expression that is not defined in these model rules, but is defined in the Act has, if the context permits, the meaning given by the Act.

2 NAME

- (a). The name of the incorporated association is Bundaberg & District R.S.L. and Citizens’ Memorial Club Inc. (the Club).

3 OBJECTS

The objects of the Club are—

- (a). To provide and maintain club premises, and amenities and facilities for members, their guests and general community members.
- (b). To do all such other acts and things as are incidental or conducive to the attainment of the foregoing objects.

4 POWERS

- (a). The Club has the powers of an individual, which may include –
 - (i). To subscribe to, affiliate with, become a member of and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Club, provided that the Club shall not subscribe to or support with its funds any club, association or organisation, which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Club under or by virtue of Rule 35 (a) and 35 (b).
 - (ii). In furtherance of the objects of the Club, to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Club or persons frequenting the Club’s premises.
 - (iii). To purchase, take on, lease, or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Club, provided that in case the Club shall take hold of any property which may be subject to any trusts, the Club shall

only deal with the same in such manner as is allowed by law having regard to such trusts.

- (iv). To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Club, to obtain from any such Government or Authority any rights, privileges, and concessions which the Club may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (v). To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Club.
- (vi). To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise, in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated Club, or in or about the incorporated Club or promotion of the incorporated Club or in the furtherance of its objects.
- (vii). To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Club's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.
- (viii). To invest and deal with the money of the Club not immediately required in such manner as may from time to time be thought fit.
- (ix). To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.
- (x). In furtherance of the objects of the Club, to lend and advance money or give credit to any person or body corporate, to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate.
- (xi). To borrow or raise money, either alone or jointly with any other person or legal entity, in such manner as may be thought proper and whether upon fluctuating advance account or overdraft, or otherwise to represent or secure any monies and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated Club's property or assets present or future, and to purchase, redeem or pay-off any such securities.
- (xii). To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.

- (xiii). In furtherance of the objects of the Club to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Club.
- (xiv). To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Club's property of whatsoever kind sold by the Club, or any money due to the Club from purchasers and others.
- (xv). To take any gift of property, whether subject to any special trust or not, for any one or more of the objects of the Club, but subject always to the proviso in Sub-Rule (iii).
- (xvi). To take such steps by personal or written appeals, public meetings or otherwise as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Club, in the shape of donations, annual subscriptions or otherwise.
- (xvii). To print and publish any newspapers, periodicals, books or leaflets that the Club may think desirable for the promotion of its objects.
- (xviii). In furtherance of the objects of the Club, to amalgamate with any one or more incorporated Clubs having objects altogether or in part similar to those of the Club and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Club under or by virtue of Rule 35 (a) and 35 (b).
- (xix). In furtherance of the objects of the Club, to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Club is authorised to amalgamate.
- (xx). In furtherance of the objects of the Club, to transfer all or any part of the property, assets, liabilities and engagements of the Club to any one or more of the incorporated associations with which the Club is authorised to amalgamate.
- (xxi). To make donations for patriotic, charitable or community purposes.
- (xxii). To issue secured and unsecured notes, debentures and debenture stock as required for the Club.
- (xxiii). To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Club.

5 CLASSES OF MEMBERS

- (a). The Committee shall have power to limit from time to time the total number of members and the number of members in each class of membership.
- (b). The membership of the Club shall comprise Ordinary, Life, Social and Honorary Members as hereinafter provided.
- (c). All members must be of good character and repute.

- (d). No member shall be entitled to any benefit or advantage from the Club, which is not offered equally to every member of the same class of membership.

6 MEMBERSHIP ELIGIBILITY

- (a). The following persons shall be eligible as Ordinary Members:
 - (i). Any person choosing to apply for ordinary membership.
 - (ii). Any member of an amalgamated club who maintains current registration with their appropriate body(s) as and when they fall due.
- (b). Ordinary Members shall be entitled to all the privileges of membership of the club. Ordinary members shall have voting rights at general meetings and shall be eligible to participate in the administration of the Club and may propose new members.
- (c). Life Membership may be granted to Ordinary Members having not less than ten (10) years membership of the Club, who in the opinion of the Committee, shall have done outstanding and meritorious work for the Club and whose names have been submitted by the Club to the Annual General Meeting of the Club for approval. Life Members shall be entitled to all of the benefits and advantages of Ordinary Membership.
- (d). Social Membership may be granted to eligible persons applying for Social Membership. A Social Member shall be entitled to all the privileges of membership except that he shall have no vote at meetings and shall take no part in the administration of the Club or propose new members.
- (e). Junior Membership may be granted to eligible persons under the age of eighteen (18) years applying for Junior Membership. A Junior member shall be entitled to participate in any sport of kindred organization but not be entitled to the privileges of membership granted to all other classes of membership.

7 NEW MEMBERSHIP

- (a). Every applicant for membership of the Club as an Ordinary or Social Member shall complete and sign a form prescribed by the Committee and pay the prescribed fees.
- (b). Each applicant shall be considered nominated and seconded where two (2) Ordinary or Life Members sign a form prescribed by the Committee to nominate and second more than one candidate at a time. Nomination forms shall be held in a part of the premises prescribed by the Committee and be available for perusal of financial members of the Club on request.

8 MEMBERSHIP FEES

- (a). The membership fee for each ordinary membership and for each other class of membership (if any) is the amount decided by the management committee from time to time.
- (b). The committee has the power if it determines to apply no fee to any class of membership.

- (c). The Club's financial year shall commence on the First day of July each year. The annual subscription for all categories of membership, shall be notified to members by the Committee prior to the end of the preceding year.

9 ADMISSION AND REJECTION OF NEW MEMBERS

- (a). The Management Committee must ensure that, as soon as possible after the person applies to become a member of the Club, and before the Management Committee considers the person's application, the person is advised—
 - (i). whether or not the Club has public liability insurance; and
 - (ii). if the Club has public liability insurance—the amount of the insurance.
- (b). Admission of all members to the Club, who have paid the appropriate membership fee, shall be determined by the Committee at a meeting duly convened and the candidates shall be elected on a majority vote of Committee Members present and voting at the meeting, such vote being by ballot if any Committee member shall so require.
- (c). Candidates for membership will only be advised if their application is refused by the Committee, in writing.
- (d). On the issue of notification of rejection, the applicant's Temporary Membership ends and the applicant must surrender immediately any membership card issued to them. The applicable subscription fee will be refunded in full within a reasonable period time.
- (e). The Management Committee may refuse any application for membership of the Club without providing the applicant with any reasons for that refusal. A copy of the Constitution, Rules and By-Laws, which are binding upon the member are available on request.

10 CESSATION OF MEMBERSHIP

- (a). Membership to the Club may be terminated at the discretion of the Management Committee If that member owes the Club money, other than membership subscription fees and that debt is not disputed and after demand for payment, remains unpaid for a period of 60 days or more.
- (b). Membership to the Club automatically ceases when a member becomes deceased.
- (c). If any member shall fail to pay his subscription as provided herein, the Secretary shall notify that member in a form prescribed by the Committee, and if the subscription be not paid within two (2) calendar months of the date of such notice, he shall cease to be a member and his name shall be deleted from the list of members, provided however that the Committee, in its discretion, shall have the power of extending the time for payment, for good and sufficient cause.

11 RESIGNATION OF MEMBERSHIP

- (a). A member of any class may resign from the Club at any time by giving notice in writing to the Secretary.

- (b). Such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date.

12 TERMINATION OF LIFE MEMBERSHIP

- (a). Any Life Member whose actions bring discredit to the Club may have such Life Membership withdrawn by a two thirds majority vote of the members of the Club present and voting at a Special Meeting or General Meeting.
- (b). Life Membership can only be withdrawn following consideration of the circumstances by the Management Committee and after providing the member under investigation with a reasonable opportunity to respond to allegations.

13 MEMBERS OBLIGATION

- (a). Every member will be bound to observe and abide by the Constitution and the By-laws, rules, regulations, policies and procedures of the Club in force from time to time.

14 BREACH OF MEMBERS OBLIGATIONS

Where a member of the Club, in the opinion of the committee:

- (a). Has refused or neglected to comply with the By-Laws, rules, regulations, policies and procedures of the Club; or
- (b). Has conducted himself or herself in a manner that is likely to injurious or prejudicial to the character or interests of the Club; then

The Management Committee may resolve to initiate disciplinary proceedings against that member as set out in this constitution.

15 DISCIPLINARY COMMITTEE

- (a). When the Management Committee determines to initiate disciplinary proceedings under this Constitution, it must without undue delay constitute a Disciplinary Committee.
- (b). The Disciplinary Committee will hear and determine all disciplinary matters referred to it by the Management Committee.
- (c). The Management Committee may set further by-laws to control the scope, powers and administration of the Disciplinary Committee.

16 COMPOSITION OF THE DISCIPLINARY COMMITTEE

- (a). The Disciplinary Committee shall be comprised of no less than three and no more than five members of the Management Committee of the Club.

17 DISCIPLINARY NOTICE

The Management Committee shall provide the Disciplinary Committee and the member whose conduct is under investigation with a notice of the Management Committee's intentions to hold a disciplinary hearing. The notice shall:

- (a). Be given in a written form that is clear and unequivocal.
- (b). Provide no less than seven days' notice of the proceedings.
- (c). Detail the date, time and place for the matter to be heard. Such provisions should take reasonable account of the members' availability and accessibility of the location for the proceedings.
- (d). Provide sufficient detail of the allegations being made against the member.

18 DISCIPLINARY HEARING PROCESS

Disciplinary hearings shall be conducted in the following manner:

- (a). The Disciplinary Committee may in its absolute discretion permit legal representation. If it permits the member to retain legal representation, the Disciplinary Committee may also elect to retain legal representation on behalf of the Club.
- (b). The Disciplinary Committee must consider the circumstances of the issue and provide the member under investigation with an opportunity to respond to the matters raised against the member.
- (c). The Disciplinary Committee must consider the case and make resolution regarding the member under investigation.
- (d). In the event that the Disciplinary Committee decides that the membership of the member whose conduct is the subject of the disciplinary hearing is to be terminated or suspended, or the member banned from the Club for any period of time, or the member is to pay for the costs in respect of a disciplinary matter, the Disciplinary Committee must provide the member with written notice of the termination or suspension and reasons for such determination.
- (e). Notice of the Disciplinary Committee's decision must be provided to the member whose conduct is the subject of the disciplinary hearing in writing within 10 days of the hearing.
- (f). Written notice of the determination of the Disciplinary Committee must be sufficiently detailed and clear to provide unequivocal instructions to the member. The notice must also state relevant reasons for its determination.

19 DISCIPLINARY DETERMINATIONS

- (a). If the Disciplinary Committee is satisfied that the member has refused or neglected to comply with the Constitution, By-laws, rules, regulations, policies and procedures of the Club, or has been guilty of misconduct or conduct prejudicial to the interests of the Club, then the Disciplinary Committee has the jurisdiction to impose disciplinary orders on the member.

- (b). Disciplinary determinations are determined by a majority of the Disciplinary Committee.
- (c). The Disciplinary Committee may by resolution to impose any one or more of the following disciplinary orders:
 - (i). Terminate the membership of a member of the Club;
 - (ii). Suspend a member from the Club for a specified period;
 - (iii). Ban a member from the Club for any period including the life-time of the member;
 - (iv). Recover reasonable costs from the member for restitution for damages or costs incurred in respect of the disciplinary matter; or
 - (v). Any of the above with a suspension or non-enforcement of the sanction subject to conditions as determined by the Disciplinary Committee.
- (d). A person whose membership to the Club has been terminated under this provision shall not apply for and must not be granted membership to the Club in any class for a period as determined by the Disciplinary Committee after the date of expulsion of that person.

20 TEMPORARY SUSPENSION

- (a). The Management Committee, management by authority of the Management Committee or duly authorised delegates nominated by the Management Committee have the power to immediately suspend a member which may only be exercised in accordance with this Article. Delegates granted such powers shall be recorded in the By-laws.
- (b). If it is necessary or desirable, in the opinion of the Management Committee, management or duly authorised delegates of the Management Committee, in the interests of good order and safety of members and their guests or in the interests of the Club, and whether or not it is alleged a member has been guilty of misconduct, the Management Committee, management or duly authorised delegates of the Management Committee, may suspend the member summarily for a period of not more than seven continuous days pending further investigation and further disciplinary action.
- (c). If an allegation of misconduct of a member has been brought to the Management Committee, the Management Committee may suspend the member for up to 30 days until it resolves whether or not to take disciplinary action against the member.
- (d). If an allegation of misconduct of a member has been brought to the Management Committee and the Management Committee resolves to take disciplinary action against the member, the Management Committee may suspend the member until the disciplinary action is completed.
- (e). If a member has been suspended under this Article, steps must be taken to resolve the matter without delay.
- (f). Notice of a suspension under paragraph (b) may be given orally. Notice of a suspension under paragraphs (c) and (d) may be given orally but must be confirmed in writing or by notice sent within three working days of the oral notice.
- (g). A member who is given notice of suspension must leave the premises of the Club immediately and remain away from the Club premises for the duration of the suspension.

- (h). A member has no right of appeal against a temporary suspension under this Article.

21 APPEAL AGAINST REJECTION, TERMINATION OR SUSPENSION OF MEMBERSHIP

- (a). A member whose membership has been terminated or suspended or who has been banned from the Club or who has been ordered to make restitution for costs and damages, may within 14 days of receiving notification of the disciplinary determination, lodge with the Secretary written notice of his or her intention to appeal the decision.
- (b). Upon receipt of a notification of intention to appeal the Secretary shall refer the matter to the Appeals Committee.

22 COMPOSITION OF THE APPEALS COMMITTEE

- (a). The Management Committee shall without delay constitute an Appeals Committee each time an appeal is made in respect of a disciplinary matter.
- (b). The Appeals Committee shall be comprised of:
 - (i). At least one member of the Management Committee provided that director did not preside on the original Disciplinary Committee when it considered the matter which is the subject of the appeal; and
 - (ii). Two additional appointees comprised of a member of the management executive of the Club plus one independent Full or Associate Member willing to act in that capacity.
- (c). Appeal determinations are determined by a majority of the Appeals Committee.

23 APPEALS HEARING PROCESS

- (a). The Appeals Committee must convene a meeting to determine the appeal within 30 days of the date of receipt of such notice.
- (b). At any such meeting the applicant shall be given the opportunity to fully present his or her case and the Appeals Committee.
- (c). The Appeals Committee may in its absolute discretion permit legal representation. If it permits the member to retain legal representation, the Appeals Committee may also elect to retain legal representation on behalf of the Club.
- (d). The Appeals Committee has the power to make the following determinations:
 - (i). Uphold the original decision and penalty if any;
 - (ii). Revoke the decision and penalty if any;
 - (iii). Substitute its own determinations for the original decision; or
 - (iv). Substitute its own penalty for the original penalty if any.
- (e). The decision of the Appeals Committee is final and there is no further right of appeal.
- (f). Minutes of the appeals tribunal will be taken by a nominated member of the Appeals Committee.

24 REGISTER OF MEMBERS

- (a). The Committee shall cause a Register to be kept in which shall be entered member details as determined by the Committee.
- (b). The Register may be inspected by any financial member who applies to the Secretary at a mutually agreeable time.
- (c). The Management Committee may, on the application of a member of the Club, withhold information about the member (other than the member's full name) from the register available for inspection if the Management Committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm, or it breaches privacy obligations.

25 PROHIBITION ON USE OF INFORMATION ON REGISTER OF MEMBERS

- (a). A member of the Club must not—
 - (i). use information obtained from the register of members of the Club to contact, or send material to, another member of the Club for the purpose of advertising for political, religious, charitable or commercial purposes; or
 - (ii). disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the Club for the purpose of advertising for political, religious, charitable or commercial purposes.
- (b). Sub-rule (a)(i) does not apply, if the use or disclosure of the information is approved by the Club.

26 TRANSFER OF MEMBERSHIP

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

- (a). Is not capable of being transferred or transmitted to another person;
- (b). Terminates upon cessation of the person's membership; and
- (c). Is suspended during the period of any suspension of the member.

27 APPOINTMENT OR ELECTION OF SECRETARY

- (a). The Secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border, who is—
 - (i). a member of the Club elected by the members at a general meeting as Secretary; or
 - (ii). any of the following persons appointed by the Management Committee as Secretary—
 1. a member of the Club's Management Committee;
 2. another member of the Club;
 3. another person.

Provided that a Secretary shall be elected only when no paid Secretary or paid Club Manager, is employed by the Club.

- (b). If a vacancy happens in the office of Secretary, the members of the Management Committee must ensure a Secretary is appointed or elected for the Club within 1 month after the vacancy happens.
- (c). If the Management Committee appoints a person mentioned in sub-rule (a)(ii).1 as Secretary to fill a casual vacancy on the Management Committee the person remains a member of the Management Committee.
- (d). However, if the Management Committee appoints a person mentioned in sub-rule (a)(ii).2 or (a)(ii).3 as Secretary to fill a casual vacancy on the Management Committee, the person does not become a member of the Management Committee.
- (e). In this rule "casual vacancy, on a Management Committee", means a vacancy that happens when an elected member of the Management Committee resigns, dies or otherwise stops holding office.

28 REMOVAL OF SECRETARY

- (a). The Management Committee of the Club may at any time remove a person appointed by the committee as the Secretary.
- (b). If the Management Committee removes a Secretary who is a person mentioned in rule 15(a)(i), the person remains a member of the Management Committee.
- (c). If the Management Committee removes a Secretary who is a person mentioned in rule 15(a)(ii) and who has been appointed to a casual vacancy on the Management Committee under rule 18(d), the person remains a member of the Management Committee.

29 FUNCTIONS OF SECRETARY

- (a). The Secretary's functions include, but are not limited to—
 - (i). calling meetings of the Club, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the President of the Club; and
 - (ii). keeping minutes of each meeting; and
 - (iii). keeping copies of all correspondence and other documents relating to the Club; and
 - (iv). maintaining the register of members of the Club.

30 MEMBERSHIP OF MANAGEMENT COMMITTEE

- (a). The management and control of the Club shall be vested in a Committee consisting of;
 - (i). One President;
 - (ii). One Vice- President;
 - (iii). One Treasurer;
 - (iv). One Secretary, and

- (v). Three (3) other members, elected at the Annual General Meeting of the Club, provided always that a Secretary shall be elected only when no paid Secretary or paid Club Manager is employed by the Club.
- (b). If any member of the Management Committee is absent from three (3) consecutive meetings of the Management Committee, without an explanation regarded as satisfactory by the Management Committee, such member will cease to be a member of the Management Committee.

31 ELECTING THE MANAGEMENT COMMITTEE

- (a). The Management Committee must ensure that, before a candidate is elected as a member of the Management Committee, the candidate is advised—
 - (i). whether or not the club has public liability insurance, and
 - (ii). if the Club has public liability insurance—the amount of the insurance.
- (b). Subject to the under-mentioned provisions the members of the Committee shall hold Office for a period of three (3) years. At the Annual General Meeting each year elections for the committee will take place on a rotational basis for the:-
 - o President plus one (1) committee
 - o Vice-President, Secretary (not being a paid Secretary or Club Manager) plus one (1) committee
 - o Treasurer plus one (1) committee
- (c). The President, Vice-President, Treasurer and Secretary (not being a paid Secretary or Club Manager) shall hold office until the Annual General Meeting of the Club which falls at the end of their three (3) year term, when they retire from office but shall be eligible for re-election.
- (d). The Committee Members at the Annual General Meeting of the club which falls at the end of their three (3) year term will retire but shall be eligible for re-election.
- (e). At the Annual General Meeting of the club immediately after the adoption of this Constitution elections will be in accordance with the provisions of 19(b) noting on the rotational basis for the transitional years those in office will stand to the next annual general meeting.
- (f). Nominations for the Committee shall be in writing duly signed by two (2) financial Ordinary or Life Members of the Club and by the Nominee, and shall be delivered to the Secretary not later than fourteen (14) days before the Annual General Meeting.
- (g). A person may be a candidate only if the person—
 - (i). Is not ineligible to be elected as a member under section 61A of the Act;
 - (ii). Is not engaged by the Club as an employee.
- (h). A list of candidates' names in alphabetical order with the proposers' and seconders' names shall be posted in a conspicuous place in the Club for not less than seven (7) days immediately preceding the Annual General Meeting.

- (i). If the number of nominations is in excess of the specified number for that class a ballot shall be held. Balloting lists shall be prepared containing the names of the candidates in alphabetical order, and each financial member present at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies. The candidates receiving the most votes shall be declared elected, subject to Rule 30 hereof.
- (j). If at the commencement of the Meeting there shall be an insufficient number of candidates nominated, nominations may be taken from the floor of the Meeting.
- (k). If any member of the Committee shall die, retire, be removed from office pursuant to Rule 18(b), resign, become of unsound mind or otherwise become ineligible for membership of the Committee, the vacancy so arising shall be filled by appointment made by the remainder of the Committee. The person appointed to fill the vacancy shall assume the term of office of the person being replaced subject to Rules 30 and 19(c) and (e).

32 RESIGNATION, REMOVAL OR VACATION OF OFFICE OF MANAGEMENT COMMITTEE MEMBER

- (a). Any member of the Committee may resign from membership of the Committee at any time by giving notice in writing to the Secretary and such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date.
- (b). A member of the Committee may be removed from office at a General Meeting of the Club, where that member shall be given the opportunity to fully present his case. The question of removal shall be determined by the vote of the members present and voting at such General Meeting. The Committee member shall not be entitled to be represented by another person.
- (c). A member has no right of appeal against the member's removal from office under this rule.
- (d). A member immediately vacates the office of member in the circumstances mentioned in Section 64(2) of the Act.

33 VACANCIES ON MANAGEMENT COMMITTEE

- (a). If a casual vacancy occurs on the Management Committee, the continuing members of the committee may appoint another member of the Club to fill the vacancy until the next annual general meeting.
- (b). The continuing members of the Management Committee may act despite a casual vacancy on the Management Committee.
- (c). However, if the number of committee members is less than the number fixed under rule 30 as a quorum of the Management Committee, the continuing members may act only to—

- (i). increase the number of Management Committee members to the number required for a quorum; or
- (ii). call a general meeting of the Club.

34 FUNCTIONS OF MANAGEMENT COMMITTEE

- (a). Subject to these rules or a resolution of the members of the Club carried at a general meeting, the Management Committee has the general control and management of the administration of the affairs, property and funds of the Club.
- (b). The Management Committee has authority to interpret the meaning of these rules and any matter relating to the Club on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.
- (c). The Committee in addition to other powers conferred by this Constitution and Rules shall have the following powers:
 - (i). To enter into contracts on behalf of the Club.
 - (ii). To expend the funds of the Club from time to time as may be necessary or expedient for carrying out the objects of the Club.
 - (iii). To appoint, pay and dismiss Secretary and or Club Manager as it may deem necessary or expedient for carrying out the objects of the Club. Delegation is given to the Club Manager for the management of employees.
 - (iv). To make By-Laws for the conduct and management of the Club and to repeal or amend any of such By- Laws.
 - (v). To obtain the approval of the Ordinary Members of the Club by resolution passed at a General Meeting to borrow monies, issue debentures, and otherwise obtain monies, where the amount sought exceeds 50% of the Members' Equity in the Club.
 - (vi). To determine from time to time the trading hours of the Club.

35 MEETINGS OF MANAGEMENT COMMITTEE

- (a). The Committee shall meet at least once in every calendar month to examine the accounts and attend to the affairs of the Club, except only in circumstances outside the control of the Committee.
- (b). At all meetings of the Committee a quorum shall be a simple majority of the number of members elected to the Committee.
- (c). The Secretary shall cause full and accurate Minutes of all questions, matters, motions, resolutions and other proceedings of every Committee Meeting to be held in any manner prescribed by the Committee.. For the purposes of ensuring the accuracy of the recorded Minutes the President chairing the next Committee Meeting shall sign the form specified by the Committee verifying their accuracy.

- (d). At any meetings of the Management Committee the Chairman shall not vote on any matter except where there is an equality of votes then he shall exercise a casting vote to determine the decision.
- (e). Subject as previously provided in this Rule, the Committee may meet together and regulate its proceedings as it thinks fit, provided that questions arising at any Meeting of the Committee shall be decided by a majority of votes of Committee members present and voting in accordance with sub-rule (d)
- (f). The Management Committee may hold meetings, or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (g). A committee member who participates in the meeting as mentioned in sub-rule (f) is taken to be present at the meeting.
- (h). A member of the Committee shall not vote in respect of any contract or proposed contract with the Club in which he is interested, or any matter arising therefrom, and if he does so vote, his vote shall not be counted
- (i). The President shall preside as Chairman at every Meeting of the Committee, or if there is no President, or if at any Meeting he is not present within ten (10) minutes after the time appointed for holding the Meeting, the Vice-President shall be Chairman, or if the Vice-President is not present at the Meeting then the members may choose one of their number to be Chairman of the Meeting.
- (j). If within half an hour from the time appointed for the commencement of a Committee Meeting a quorum is not present, the Meeting, if convened upon the requisition of members of the Committee, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Committee may determine, and if at the adjourned Meeting a quorum is not present within half an hour from the time appointed for the Meeting, the Meeting shall lapse.
- (k). All acts done by any Meeting of the Committee or of a Sub-Committee or by any person acting as a member of the Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Committee or person acting as aforesaid, or that the members of the Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Committee.
- (l). A Resolution in writing signed by all the members of the Committee for the time being entitled to receive notice of a Meeting of the Committee shall be as valid and effectual as if it had been passed at a Meeting of the Committee duly convened and held. Any such Resolution may consist of several documents in like form, each signed by one or more members of the Committee.

36 APPOINTMENT OF SUBCOMMITTEES

- (a). The Committee may from time to time appoint from amongst its members, or from other financial members of the Club, or from both, such Sub-Committees as may be deemed expedient to perform such duties as may be determined by the Committee, and for such purposes the Committee may delegate such powers other than those relating to election, suspension and expulsion of members as it shall consider necessary, and such Sub-Committees shall report their proceedings to the Committee.
- (b). A member of the subcommittee who is not a member of the Management Committee is not entitled to vote at a Management Committee meeting.
- (c). A subcommittee may elect a chairperson of its meetings.
- (d). If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose 1 of their number to be chairperson of the meeting.
- (e). A subcommittee may meet and adjourn, as it considers appropriate.
- (f). A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

37 GENERAL MEETINGS

- (a). A General Meeting to be termed the Annual General Meeting shall be held once in every calendar year within three months of the close of the club's financial year. The Annual General Meeting shall be held for the purpose of electing the Officers and Committee of the Club, and the Auditor, and also for the purpose of receiving, and if thought fit, adopting the outgoing Committee's Report and the Treasurer's Balance Sheet and the Statement of Accounts for the preceding year and the Auditor's Report, and transacting such other business as is specified in the Notice convening the Meeting.
- (b). All General Meetings, other than the Annual General Meeting, will be called a Special General Meeting.

38 NOTICE OF GENERAL MEETINGS

- (a). The Secretary shall convene all General Meetings of the Club by giving not less than 14 days' notice of any such meeting to the members of the Club.
- (b). The manner by which such notice shall be given shall be determined by the Committee.
- (c). Notice of the General Meeting shall clearly provide:
 - (i). The location for the meeting;
 - (ii). The time the meeting is to commence; and
 - (iii). The business to be transacted at the meeting.

39 QUORUM

- (a). At any General Meeting of the Club a quorum shall be double the number of members on the Management Committee plus one. If a quorum be not present within fifteen (15) minutes of the time fixed for the General Meeting, the members present may adjourn the same to a day being not less than seven (7) nor more than twenty-one (21) clear days thereafter. Any such adjourned Meeting shall be at the same time and place of such adjourned meeting. The members present shall form a quorum and it shall not be necessary to give notice of such adjournment other than by a Notice to be posted in the Club premises at least seven (7) clear days prior to the date of the adjourned Meeting.
- (b). No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.

40 CONDUCT OF GENERAL MEETING

- (a). A member may take part and vote in a general meeting in person or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (b). A member who participates in a meeting as mentioned in sub-rule 40 is taken to be present at the meeting.
- (c). The President of the Club shall preside as Chairman at every General Meeting. If the President be not present, or if present shall decline to act, then the Vice-President shall preside, and if he shall decline to act, the members present shall choose one of their number to be Chairman.
- (d). The chairperson must conduct the meeting in a proper and orderly way.
- (e). At any General Meeting a motion shall be decided on a show of hands unless the Meeting decides otherwise. A declaration by the Chairman that a motion has or has not been carried shall be conclusive. A Special Resolution shall require the affirmative vote of not less than three-quarters of qualified members present and voting. The Chairman shall be entitled to a deliberative and a casting vote. The Chairman of a General Meeting, with the consent of the Meeting, may adjourn the Meeting from time to time and from place to place, but no business shall be transacted at any adjourned Meeting except business not completed at the Meeting so adjourned.
- (f). A member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting.
- (g). The Secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- (h). If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.
- (i). The Secretary shall cause full and accurate Minutes of all questions, matters, resolutions and other proceedings of every General Meeting to be entered in a book to be open for

inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such Minutes, the Minutes of every General Meeting shall be signed by the Chairman of that Meeting or the Chairman of the next succeeding General Meeting, provided that the Minutes of any Annual General Meeting shall be signed by the Chairman of that Meeting or the Chairman of the next succeeding General Meeting or Annual General Meeting.

41 SPECIAL GENERAL MEETING

- (a). A Special General Meeting of the Committee shall be convened by the Secretary on the requisition in writing signed by not less than one-third of the members of the Committee, which requisition shall clearly state the reasons why such Special Meeting is being convened and the nature of the business to be transacted thereat.
- (b). If the Secretary is unable or unwilling to call the special meeting, the president must call the meeting.
- (c). A request for a special meeting must state—
 - (i). why the special meeting is called; and
 - (ii). the business to be conducted at the meeting.
- (d). A notice of a special meeting must state—
 - (i). the day, time and place of the meeting; and
 - (ii). the business to be conducted at the meeting.
- (e). A special meeting of the Management Committee must be held within 14 days after notice of the meeting is given to the members of the Management Committee.
- (f). Not less than fourteen (14) days' notice shall be given by the Secretary to members of the Committee of any Special Meeting of the Committee, Provided that in a particular case of urgent business the period may be abridged with the consent of all members of the Committee. Such notice shall clearly state the nature of the business to be discussed thereat.

42 GUESTS/VISITORS

- (a). Members other than Honorary Members shall have the right of introducing guests to the Club subject to satisfying the legislation requirements of the Club.
- (b). The Committee shall have the power to exclude guests at any time considered necessary by the Committee.

43 PAYMENT OF CHARGES INCURRED

- (a). Every member shall pay all charges incurred by him on his own account or for any guest before leaving the Club, and no member shall be entitled to credit for goods or refreshments supplied or for games played, by them or by any guest introduced by them.

44 BY-LAWS

- (a). The Management Committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the club.
- (b).

45 ALTERATION OF RULES

- (a). Subject to the Provisions of the Associations Incorporation Act 1981, this Constitution and Rules may be amended, rescinded or added to from time to time by a special Resolution carried at any General Meeting.
- (b). However, an Amendment, Revision or Addition is valid only if it is registered by the Chief Executive.

46 INTERPRETATION OF CONSTITUTION AND RULES

- (a). The Committee shall be the sole authority for the interpretation of this Constitution and Rules, and of the By- Laws made thereunder, and the decision of the Committee upon any question of interpretation or upon any matter affecting the Club and not provided for by the Constitution and Rules, or by the By-Laws made thereunder, shall be final and binding on the members.
- (b). Section 47 (1) of the Associations Incorporation Act 1981 is specifically excluded from the operation of these Rules.

47 COMMON SEAL

- (a). The Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Committee and every instrument to which the Seal is affixed shall be signed by a member of the Committee and shall be counter-signed by the Secretary or by a second member of the Committee or by some other person appointed by the Committee for the purpose.

48 FUNDS AND ACCOUNTS

- (a). The Club shall open a Bank Account in the name of the Club, and all cheques and other negotiable instruments shall be signed and/or endorsed by such of the Committee members as the Committee shall determine.
- (b). Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Club. Books and accounts shall be correctly kept and shall contain the particulars usually shown in books and accounts of a like nature.
- (c). All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- (d). If a payment is made by cheque, the cheque must be signed by any 2 of the following—
 - (i). the President;
 - (ii). the Secretary;

- (iii). the Treasurer;
- (iv). any two employees who have been authorised by the Management Committee to sign club cheques on behalf of the Club.
- (e). Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed 'not negotiable'.
- (f). A petty cash system may be kept at the discretion of the Management Committee.
- (g). Payments made from petty cash must be processed in accordance with current accounting standards.
- (h). All expenditure must be approved or ratified by the Management Committee.

49 DOCUMENTS

- (a). The Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Club.

50 GENERAL FINANCIAL MATTERS

- (a). The financial year shall end on the 30th June in each year.
- (b). The initial financial reporting period during the changeover will cover a period of eighteen (18) months and run 1st January 2016 to 30th June 2017.
- (c). On behalf of the Management Committee, the treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared. The Balance Sheet and Accounts shall be audited as soon as convenient by the appointed Auditor.
- (d). The income and property of the Club whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers.
- (e). The Club's treasurer, or other authorised officer, must—
 - (i). receive all amounts paid to the Club and, if asked, immediately give a receipt for the amounts; and
 - (ii). as soon as practicable—
 - 1. ensure the deposit of each amount received into the Club's account with a financial institution; and
 - 2. ensure the entry of the particulars of each amount received, and payments made by the Club, into the Club's general ledger
- (f). The Management Committee must—
 - 1. approve or ratify the Club's expenditure; and
 - 2. ensure the approval and/or ratification is recorded in the Management Committee's minutes.
- (g). The Club's expenditure must be supported by adequate documentation and kept at a place decided by the Club's Management Committee.
- (h). The Club's treasurer, or other authorised officer, must regularly ensure—
 - (i). the general ledger is balanced; and

- (ii). bank reconciliations of the Club's accounts are completed.
- (i). A Club must keep its financial records in accordance with State/Federal laws

51 DISSOLUTION

- (a). If upon the winding up or dissolution of the Club in accordance with the provisions of Part 10 of the Association Incorporation Act 1981, and there remains, after satisfaction of all its debts and liabilities, any property or assets whatsoever, the same shall not be paid to or distributed among the members of the Club, but shall be given or transferred to some other institution or institutions, having objects similar to the objects of the Club, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Club under or by virtue of this rule.
- (b). In this rule surplus assets are to be distributed in accordance with current laws.
- (c). Such institution or institutions to be determined by the members of the Club at or before the time of dissolution.
- (d). If the members do not make the necessary determination under this rule, the Club may apply to the Supreme Court to determine the institution or institutions.