



# **South Mandurah Junior Football Club (Inc.)**

## **Constitution**



## **1. NAME:**

The name of the Club is South Mandurah Junior Football Club (Inc.) hereinafter referred to as the "Club".

## **DEFINITIONS**

In these rules, unless the contrary intention appears;

- a. "annual general meeting" is the meeting convened under paragraph (ii) of rule 13 (1);
- b. "Club" means the South Mandurah Junior Football Club, Inc as referred to in rule 1;
- c. "Committee meeting" means a meeting referred to in rule 10.1;
- d. "Committee member" means persons referred to in rule 9.1;
- e. "convene means to call together for a formal meeting;
- f. "department" means the government department with responsibility for administering the Associations Incorporation Act 2015;
- g. "general meeting" means a meeting to which all members are invited;
- h. "member" means member of the Club;
- i. "ordinary resolution" means resolution other than a special resolution;
- j. "poll" means voting conducted in written form (as opposed to a show of hands);
- k. "special general meeting" means a general meeting other than the annual general meeting;
- l. "special resolution" has the meaning given by section 51 of the Act
- m. "the Act" means the Associations Incorporation Act 2015;
- n. "the Commissioner" means the Commissioner for Consumer Protection exercising powers under the Act;



- o. “the Committee” means the Committee of Management of the Club referred to in rule 1;

## **2. OBJECTS:**

The objects of the Club are:

- i. To promote, advance and control the playing of Australian Rules Football and to promote, hold or enter, either alone or jointly with any other body, football matches, competitions and carnivals;
- ii. To act, at all times, in the interests of the Members and to promote Australian Rules Football as a sport within the communities in which the Club operates;
- iii. To foster the development of young people in the community by providing a safe environment to pursue athletic endeavour;
- iv. To affiliate and otherwise liaise with the Peel District Junior Football Association, of which the Club is a member, and adopt their rules and policy frameworks to further the objects of the club;
- v. To liaise with the South Mandurah Football Club in the development of the Club Players and to assist them in the transition into senior football;
- vi. To have regard to the public interest in its operation.

## **3. ATTAINING OBJECTS**

The Club shall be empowered to do all things necessary which are incidental to and necessary for the attainment of the objects of the Club.

## **4. PROPERTY OF THE CLUB**

The Club must apply all property and income of the Club towards the promotion of the objects or purposes of the Club and no part of that property or income to be paid or otherwise distributed, directly or indirectly, to members of the Club, except in good faith in the promotion of those objects or purposes.

- i. A payment may be made to a member out of the funds of the Club only if it is authorised under subrule ii.
- ii. A payment to a member out of the funds of the Club is authorised if:
  - a. the payment is in good faith to the member as reasonable remuneration for any services provided to the Club, or for goods supplied to the Club, in the ordinary course of business; or



- b. the payment is of interest, on money borrowed by the Club from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or
- c. the payment is of reasonable rent to the member for premises leased by the member to the Club; or

## **5. POWERS OF THE CLUB:**

The powers conferred on the Club are the same as those conferred by section 13 of the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, the Club may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may;

- 5.1 To acquire, hold, deal with, and dispose of any real or personal property;
- 5.2 To open and operate bank accounts;
- 5.3 To invest its money –
  - i. in any security in which trust moneys may be invested; or
  - ii. in any other manner authorised by the rules of the Club;
- 5.4 To borrow money upon such terms and conditions as the Club thinks fit;
- 5.5 To give such security for the discharge of liabilities incurred by the Club as the Club thinks fit;
- 5.6 To appoint agents and employees to transact any business of the Club on its behalf for reward or otherwise;
- 5.7 To build construct erect maintain alter and repair any premises building or other structure of any kind and to furnish, equip and improve the same for use by the Club;
- 5.8 Accept donations and gifts in accordance with the objects of the Club;
- 5.9 Print and publish any information by any media including emails, electronic social media, mobile phone applications, newsletters, newspapers articles or leaflets for general communication and the promotion of the Club;
- 5.10 Provide gifts and prizes in accordance with the objects of the Club;



- 5.11 Organise social events for Members and the promotion of the Club; and
- 5.12 To enter into any other contract the Club considers necessary or desirable.

## **6. MEMBERSHIP:**

- 6.1 Membership shall be open to any person who wishes to further the interests of the Club.
- 6.2 Any person seeking membership shall make application to the Executive Committee, and the Executive Committee shall determine whether the application is successful or not.
  - i. An applicant whose application for membership of the Club is rejected must, if he or she wishes to appeal against that decision, give notice to the Secretary of his or her intention to do so within a period of 14 days from the date he or she is advised of the rejection.
  - ii. When notice is given under sub-rule (i), the Club in a general meeting no later than the next annual general meeting, must either confirm or set aside the decision of the Committee to reject the application, after having afforded the applicant who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Club in the general meeting.
- 6.3 Each person admitted to membership shall be;
  - i. bound by the Constitution, Policies and By-laws of the Club.
  - ii. liable for such annual fees and subscriptions as may be fixed by the Club.
  - iii. entitled to all advantages and privileges of membership.
- 6.4 Membership Categories
  - 6.4.1 JUNIOR MEMBER

Any person submitting a valid registration form may be accepted as a Registered Player of the Club and be entitled to represent the Club, subject to age constraints and team availability, in competitions in which the Club has, or plans to, register a team.
  - 6.4.2 HONORARY MEMBER

Any person who is the parent or guardian of a Registered Player of the Club is recognised as an Honorary Member and entitled to hold any office and enjoy the privileges of the Club.



#### 6.4.3 ORDINARY MEMBER

Persons other than Honorary Members who are interested in promoting the Club, but who do not wish to participate in the playing activities of the Club, may become an Ordinary Member and entitled to hold any office and enjoy the privileges of the Club.

#### 6.4.4 LIFE MEMBERSHIP

The Executive Committee may elect any member who has given outstanding service to the Club as a Life Member. Any member may nominate a person to the Executive Committee for consideration for Life Membership.

#### 6.4.5 PATRON

The Club may, at its discretion, elect a patron/s or vice patron/s of the Club for such period as may be deemed necessary. Such patron/s or vice patron/s shall not be eligible to vote unless they are current members of the Club under another category of membership.

### 6.5 The Registrar, on behalf of the Club, must comply with section 53 of the Act by keeping and maintaining;

- i. in an up to date condition a register of the members of the Club and their email, postal or residential addresses and, upon the request of a member of the Club, shall make the register available for the inspection of the member and the member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.
  - a. The register must be so kept and maintained at the Registrar's place of residence, or at such other place as the members at a general meeting decide.
  - b. The Registrar must cause the name of a person who dies or who ceases to be a member under rule 8 to be deleted from the register of members referred to in sub- rule (a).

### 6.6 A Member may at any reasonable time inspect without charge the books, documents, register of members, rules of the Club, record of office holders, other records and securities of the Club.



## **7. REGISTRATION FEES:**

- 7.1 The Executive Committee shall determine the annual registration fees for players and any relevant annual membership fees on an annual basis.

## **8. TERMINATION OF MEMBERSHIP**

- 8.1 Any person's membership may be terminated by the following events;
- i. Resignation;
  - ii. Expulsion;
  - iii. Ceasing to be a parent or guardian of a Registered Player; or
  - iv. The child for which they are a parent or guardian ceases to be a Registered Player.
- 8.2 The Executive Committee shall have the power to suspend or expel any member of the Club for:
- 8.2.1 False or inaccurate statements made in the member's application for membership of the Club,
  - 8.2.2 Breach of any rule, regulation or by-law of the Club; and
  - 8.2.3 By any act deemed detrimental to the Club, after having undertaken due inquiry.
- 8.3 Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to a General Meeting called for such purpose, and the decision of the General Meeting shall be final.

## **9. EXECUTIVE COMMITTEE**

- 9.1 Management of the Club shall be vested in the Executive Committee elected by the members at the Annual General Meeting and consisting of;
- i. President;
  - ii. Vice President;
  - iii. Secretary;
  - iv. Treasurer;
  - v. Registrar;
  - vi. Auskick Co-ordinator; and
  - vii. Any such additional roles as the President may, from time to time, determine.



- 9.2 Committee members must be elected to membership of the Committee at an annual general meeting or appointed under sub-rule (7). All roles are appointed for a period of 12 months except for the role of President which shall be for two years in the initial appointment and then for a period of no less than one year for subsequent appoints of the same person.
- 9.3 Except for nominees under sub-rule (7), a person is not eligible for election to membership of the Committee unless a member has nominated him or her for election by delivering notice in writing of that nomination, signed by;
- i. the nominator; and
  - ii. the nominee to signify his or her willingness to stand for election, to the Secretary not less than 7 days before the day on which the annual general meeting concerned is to be held.
- 9.4 A person who is eligible for election or re-election under this rule may;
- i. propose or second himself or herself for election or re-election; and
  - ii. vote for himself or herself.
- 9.5 If the number of persons nominated in accordance with sub-rule (4) for election to membership of the Committee does not exceed the number of vacancies in that membership to be filled;
- i. the Secretary must report accordingly to; and
  - ii. the Chairperson of the meeting must declare those persons to be duly elected as members of the Committee at, the annual general meeting concerned.
- 9.6 If vacancies remain on the Committee after the declaration under sub-rule (5), additional nominations of Committee members may be accepted from the floor of the annual general meeting. If such nominations from the floor do not exceed the number of vacancies the Chairperson of the meeting must declare those persons to be duly elected as members of Committee. Where the number of nominations from the floor exceeds the remaining number of vacancies on the Committee, elections for those positions must be conducted.
- 9.7 If a vacancy remains on the Committee after the application of sub-rule (6), or when a casual vacancy within the meaning of subrule 12 occurs in the membership of the Committee;
- i. the Committee may appoint a member to fill that vacancy; and
  - ii. a member appointed under this sub-rule will;
    - a. hold office until the election referred to in sub-rule (2); and





- b. be eligible for election to membership of the Committee, at the next following annual general meeting.
- 9.8 The Committee may delegate, in writing, to one or more sub-committees (consisting of such member or members of the Club as the committee thinks fit) the exercise of such functions of the Committee as are specified in the delegation other than;
  - i. the power of delegation; and
  - ii. a function which is a duty imposed on the Committee by the Act or any other law.
- 9.9 Any delegation under sub-rule (8) may be subject to such conditions and limitations as to the exercise of that function or as to time and circumstances as are specified in the written delegation and the Committee may continue to exercise any function delegated.
- 9.10 The Committee may, in writing, revoke wholly or in part any delegation under sub-rule (9).
- 9.11 At the discretion of the committee, and authorised by a resolution of the Club, a committee member may be entitled to be paid out of the funds of the Club for any out-of-pocket expenses for travel and accommodation properly incurred:
  - i. in attending a committee meeting or
  - ii. in attending a general meeting; or
  - iii. otherwise in connection with the Club's business.
- 9.12 A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member;
  - i. dies;
  - ii. resigns by notice in writing delivered to the President or, if the Committee member is the President, to the Vice- President and that resignation is accepted by resolution of the Committee;
  - iii. is convicted of an offence under the Act;
  - iv. is permanently incapacitated by mental or physical ill-health;
  - v. is absent from more than-
    - i. 3 consecutive Committee meetings; or
    - ii. 3 Committee meetings in the same financial year without tendering an apology to the person presiding at each of those Committee meetings; of which meetings the member received notice, and the Committee has resolved to declare the office vacant;
  - vi. ceases to be a member of the Club; or



- vii. is the subject of a resolution passed by a general meeting of members terminating his or her appointment as a Committee member.

9.13 The obligations and responsibilities of executive roles shall be determined by the President and set out in formal Position Descriptions.

## **10. PROCEEDINGS OF COMMITTEE**

10.1 The Executive Committee shall meet as regularly as may be required throughout the year to manage the affairs of the Club. Meeting dates shall be determined by the President.

10.2 The President shall Chair all meetings of the Executive Committee. If the President is not available, the Chair shall fall to the Vice President or such other person as may be nominated by the Executive Committee may nominate a Chair for that meeting.

10.3 The Executive Committee shall act by resolution and a resolution upon being declared carried by the Chairman of the Executive Committee shall become binding on the members of the Club.

10.4 The procedure at all Executive Committee meetings shall be governed by the rules ordinarily observed in the conduct of meetings.

10.5 The President may extend an invitation to any other person to attend an Executive Committee meeting who may have the right to speak on any question under discussion but not have a right to vote.

10.6 No person shall hold no more than two positions on the Executive Committee at any one time however the President and Vice President shall always be a different person. A person shall cease to be a member of the Executive Committee at the conclusion of the Annual General Meeting which follows his/her election and is eligible for re-election.

10.7 A quorum of the Executive Committee shall be half of its members plus one.

10.8 If the President or Vice President is unable to attend, then a Chairperson nominated by the meeting shall chair that meeting.



- 10.9 Every officer of the Club shall be indemnified out of the funds of the Club against any losses, damages, costs or expenses incurred by them in or about the discharge of their duties except such as are incurred by their own wilful act, neglect or default.
- 10.10 No officer of the Club shall be liable for acts of any other officer, or for joining in any receipt or act for the sake of conformity or for any loss or expense happening to the Club, unless the same happens through their own wilful act, negligence or default.
- 10.11 The secretary must keep full and correct minutes of the proceedings of the Committee and of the Club.
- 10.12 Voting powers at Committee Meetings are that;
- i. The President shall be entitled to a deliberate vote, and, in the event of a tied vote, the President shall exercise a casting vote.
  - ii. Each individual committee member present shall have one (1) vote.

## **11. POWERS OF THE EXECUTIVE COMMITTEE**

- 11.1 The Executive Committee shall carry out the day-to-day running of the Club and shall have the power to:
- i. Administer the finances, appoint bankers, and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and to close any such account;
  - ii. Fix the manner in which such banking accounts shall be operated upon, providing the Executive Committee passes all payments;
  - iii. Fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof;
  - iv. Appoint coaches and Managers for teams to be fielded by the Club;
  - v. Adjudicate on all matters brought before it which in any way affect the Club;
  - vi. Cause minutes to be made of all proceedings at meetings of the Committee and General Meetings of members;
  - vii. Make, amend and rescind Policies and Procedures;
  - viii. Have the power to form and appoint any subcommittee/s as required for specific purposes;
  - ix. May at their discretion employ a person or persons to carry out certain duties required by the Club, at salaries or remunerations for such period of time, as may be deemed necessary;



- x. Should a vacancy occur on the Executive Committee during the season, the President, or failing them the Vice President, may appoint a successor until the next Annual General Meeting; and
  - xi. Appoint an officer/s or agent of the Executive Committee to have custody of the Club's records, documents and securities.
- 11.2 The Executive Committee shall appoint a committee member or committee members to have custody of all securities, books and securities of the club.
- 11.3 The Executive Committee shall appoint a committee member to comply on behalf of the Club with;
- i. section 53 of the Act with respect to the register of members of the Club;
  - ii. section 35 of the Act by keeping and maintaining in an up to date condition the rules of the Club and, upon the request of a member of the Club, must make available those rules for the inspection of the member and the member may make a copy of or take an extract from the rules but will have no right to remove the rules for that purpose; and
  - iii. section 58 of the Act by maintaining a record of -
    - a. the names and email, residential or postal addresses of the persons who hold the offices of the Club provided for by these rules, including all offices held by the persons who constitute the Committee and persons who are authorised to use the common seal of the Club under rule 17; and
    - b. the names and email, residential or postal addresses of any persons who are appointed or act as trustees on behalf of the Club, and the Secretary must, upon the request of a member of the Club, make available the record for the inspection of the member and the member may make a copy of or take an extract from the record but will have no right to remove the record for that purpose;

## **12. GENERAL MEETINGS:**

- 12.1 The Committee;
- i. may at any time convene a special general meeting;
  - ii. must convene annual general meetings within the time limits provided for the holding of such meetings by section 50 of the Act that is, in every calendar year within 6 months after the end of the Club financial year or such longer period as may in a particular case be allowed by the Commissioner; and
  - iii. must, within 30 days of;



- a. receiving a request in writing to do so from not less than 20% of the members, convene a special general meeting for the purpose specified in that request; or
    - b. the Secretary receiving a notice under rule 8.3, convene a general meeting to deal with the appeal to which that notice relates.
  - iv. must, after receiving a notice under rule 6.2.ii, convene a general meeting, no later than the next annual general meeting, at which the appeal referred to in the notice will be dealt with. Failing that, the applicant is entitled to address the Club at that next annual general meeting in relation to the Committee's rejection of his or her application and the Club at that meeting must confirm or set aside the decision of the Committee.
- 12.2 The members making a request referred to in sub-rule (1) (iii) (a) must;
- i. state in that request the purpose for which the special general meeting concerned is required; and
  - ii. sign that request.
- 12.3 If a special general meeting is not convened within the relevant period of 30 days referred to;
- i. in sub-rule (1) (iii) (a), the members who made the request concerned may themselves convene a special general meeting as if they were the Committee; or
  - ii. in sub-rule (1) (iii) (b), the member who gave the notice concerned may him or herself convene a special general meeting as if he or she were the Committee.
- 12.4 When a special general meeting is convened under sub-rule (3) (i) or (ii) the Club must pay the reasonable expenses of convening and holding the special general meeting.
- 12.5 Subject to sub-rule (7), the Secretary must give to all members not less than 14 days' notice of a special general meeting and that notice must specify;
- i. when and where the general meeting concerned is to be held; and
  - ii. particulars of the business to be transacted at the general meeting concerned and of the order in which that business is to be transacted.
- 12.6 Subject to sub-rule (7), the Secretary must give to all members not less than 21 days' notice of an annual general meeting and that notice must specify;
- i. when and where the annual general meeting is to be held;
  - ii. the particulars and order in which business is to be transacted, as follows-
    - a. Opening of Meeting



- b. Apologies
- c. Confirmation of Minutes of previous Annual General Meeting
- d. Presentation of President's Report
- e. Presentation of Treasurer's Report and Financial Statements
- f. Notice/s of Motion
- g. Urgent general business
- h. Election of new Executive Committee
- i. Closure

12.7 A special resolution may be moved either at a special general meeting or at an annual general meeting, however the Secretary must give to all members not less than 21 days' notice of the meeting at which a special resolution is to be proposed. In addition to those matters specified in sub-rule (5) or (6), as relevant, the notice must also include the resolution to be proposed and the intention to propose the resolution as a special resolution.

12.8 The Secretary must give a notice under sub-rule (5), (6) or (7) by;

- i. serving it on a member personally; or
- ii. sending it by email to a member at the email address of the member appearing in the register of members kept and maintained under rule 6.5; or
- iii. sending it by post to a member at the address of the member appearing in the register of members kept and maintained under rule 6.5.

12.9 When a notice is sent by post under sub-rule (8) (iii), sending of the notice will be deemed to be properly affected if the notice is sufficiently addressed and sent to the member concerned.

12.10 All valid members may attend a General Meeting.

### **13. QUORUM AND PROCEEDINGS AT GENERAL MEETINGS**

13.1 At a general meeting 10 (ten) members present in person constitute a quorum.

13.2 If within 30 minutes after the time specified for the holding of a general meeting in a notice given under rule 12 (5) or (6);

- i. as a result of a request or notice referred to in rule 12 (1) (iii) (a) or as a result of action taken under rule 12 (1) (iii) (b) a quorum is not present, the general meeting lapses; or



- ii. otherwise than as a result of a request, notice or action referred to in paragraph (i), the general meeting stands adjourned to the same time on the same day in the following week and to the same venue.
- 13.3 If within 30 minutes of the time appointed by sub-rule (2) (ii) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may nevertheless proceed with the business of that general meeting as if a quorum were present.
- 13.4 The Chairperson of the meeting may, with the consent of a general meeting at which a quorum is present, and must, if so directed by such a general meeting, adjourn that general meeting from time to time and from place to place.
- 13.5 There must not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.
- 13.6 When a general meeting is adjourned for a period of 30 days or more, the Secretary must give notice under rule 13 of the adjourned general meeting as if that general meeting were a fresh general meeting.
- 13.7 At a general meeting;
  - i. an ordinary resolution put to the vote will be decided by a majority of votes cast on a show of hands, subject to sub-rule (9); and
  - ii. a special resolution put to the vote will be decided in accordance with section 51 of the Act, and, if a poll is demanded, in accordance with sub-rules (9) and (11).
- 13.8 A declaration by the Chairperson of a general meeting that a resolution has been passed as an ordinary resolution at the meeting will be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded in accordance with sub-rule (9).
- 13.9 At a general meeting, a poll may be demanded by the Chairperson of the meeting or by three or more members present in person or by proxy and, if so demanded, must be taken in such manner as the Chairperson directs.
- 13.10 If a poll is demanded and taken under sub-rule (9) in respect of an ordinary resolution, a declaration by the Chairperson of the meeting of the result of the poll is evidence of the matter so declared.



13.11 A poll demanded under sub-rule (9) must be taken immediately on that demand being made.

13.12 Voting powers at the General Meetings are that:

- i. The President shall be entitled to a deliberate vote and, in the event of a tied vote, the President shall exercise a casting vote.
- ii. Each individual valid member present shall have one (1) vote.
- iii. Junior members shall not be eligible to vote.

#### **14. MINUTES OF MEETINGS OF CLUB**

14.1 The Secretary must cause proper minutes of all proceedings of all general meetings and Committee meetings to be taken.

14.2 The Chairperson of the meeting must ensure that the minutes taken of a general meeting or Committee meeting under sub-rule (1) are checked as correct by the Chairperson of the general meeting or Committee meeting to which those minutes relate or by the Chairperson of the next succeeding general meeting or Committee meeting, as the case requires.

14.3 When minutes have been approved as correct under sub-rule (2), they are, until the contrary is proved, evidence that;

- i. the general meeting or Committee meeting to which they relate (in this sub-rule called "the meeting") was duly convened and held;
- ii. all proceedings recorded as having taken place at the meeting did in fact take place at the meeting; and
- iii. all appointments or elections purporting to have been made at the meeting have been validly made.

#### **15. FINANCE:**

15.1 All funds of the Club shall be deposited into the Club's accounts at such bank or recognised financial institution as the Executive Committee may determine.

15.2 All accounts due by the Club shall be paid after having being authorised for payment by no less than two (2) members of the Executive Committee.





- 15.3 A statement showing the financial position of the Club shall be tabled at each Executive Committee Meeting by the Treasurer.
- 15.4 A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting.
- 15.5 The financial year of the Club shall commence 1 July and finish 30 June each year. The accounts, books and all financial records of the Club shall be maintained.
- 15.6 The signatories to the Club's account/s and authorised to access and approve payments from the Club's electronic accounts will be any two (2) different persons of the following;
- i. President
  - ii. Vice President
  - iii. Secretary
  - iv. Treasurer
  - v. Registrar

## **16. COMMON SEAL**

- 16.1 The Club does not have a common seal.

## **17. ALTERATIONS TO THE CONSTITUTION:**

- 17.1 The Club may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in sections 30, 31 and 33 of the Act, which is as follows;
- a. Subject to sub-rule (1) (d) and (1) (e), the Club may alter its rules by special resolution but not otherwise;
  - b. Within one month of the passing of a special resolution altering its rules, or such further time as the Commissioner may in a particular case allow (on written application by the Club), the Club must lodge with the Commissioner notice of the special resolution setting out particulars of the alteration together with a certificate given by a member of the Committee certifying that the resolution was duly passed as a special resolution and that the rules of the Club as so altered conform to the requirements of this Act;
  - c. An alteration of the rules of the Club does not take effect until sub-rule (b) is complied with;



- d. An alteration of the rules of the Club having effect to change the name of the Club does not take effect until sub-rules (1) (a) to (1) (c) are complied with and the approval of the Commissioner is given to the change of name;
- e. An alteration of the rules of the Club having effect to alter the objects or purposes of the Club does not take effect until sub-rules (1) (a) to (c) are complied with and the approval of the Commissioner is given to the alteration of the objects or purposes.

17.2 These rules bind every member and the Club to the same extent as if every member and the Club had signed and sealed these rules and agreed to be bound by all their provisions.

17.3 Alterations to Policies and Procedures can be made only at Executive Committee Meetings provided notice of the proposed alteration/s has been duly notified to Committee Members.

## **18. INSPECTION OF RECORDS**

18.1 A member may request to inspect:

- i. the register of members;
- ii. the record of the names and addresses of Committee members, and other persons authorised to act on behalf of the Club; or
- iii. the financial records, books, securities and any other relevant document of the Club, including minutes of Committee meetings and any other record or document of the Club.

18.2 The Committee may refuse to permit a member to inspect a document that records the minutes of a Committee meeting, subject to any decision the Committee has made about minutes of Committee meetings generally, or the minutes of a specific Committee meeting, being available for inspection by members.

18.3 The Committee may refuse to permit a member to inspect records of the Club that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Club.

18.4 The member must contact the Secretary to make the necessary arrangements for the inspection.

18.5 The inspection must be free of charge.



- 18.6 The member may make a copy of, or take an extract from, a record or document referred to in sub-rule 1 above but does not have a right to remove the record or document for that purpose.
- 18.7 The member must not use or disclose information in a record or document referred to in sub-rule 1 except for a purpose:
- that is directly connected with the affairs of the Club; or
  - that is related to complying with a requirement of the Act.
- 18.8 The Committee may require a member who requests access to records under sub-rule 1 to provide a statutory declaration to the Secretary setting out the purpose of the request and declaring that the purpose is connected with the Club's affairs.

## **19. DISPUTES AND MEDIATION**

- 19.1 The grievance procedure set out in this rule applies to disputes under these rules between;
- a member and another member; or
  - a member and the Club; or
  - if the Club provides services to non-members, those non-members who receive services from the Club, and the Club.
- 19.2 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- 19.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- 19.4 The mediator must be;
- a person chosen by agreement between the parties; or
  - in the absence of agreement;
    - in the case of a dispute between a member and another member, a person appointed by the Committee of the Club;
    - in the case of a dispute between a member or relevant non-- member (as defined by sub-rule (1) (iii)) and the Club, a person who is a mediator appointed to, or employed with, a not for profit organisation.
- 19.5 A member of the Club can be a mediator.



- 19.6 The mediator cannot be a member who is a party to the dispute.
- 19.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 19.8 The mediator, in conducting the mediation, must;
- i. give the parties to the mediation process every opportunity to be heard;
  - ii. allow due consideration by all parties of any written statement submitted by any party; and
  - iii. ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 19.9 The mediator must not determine the dispute.
- 19.10 The mediation must be confidential and without prejudice.
- 19.11 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

## **20. Proxies**

- 20.1 An ordinary member may appoint an individual who is an ordinary member as his or her proxy to vote and speak on his or her behalf at a general meeting.
- 20.2 An ordinary member may be appointed the proxy for not more than 5 other members.
- 20.3 The appointment of a proxy must be in writing and signed by the member making the appointment.
- 20.4 The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf.
- 20.5 If no instructions are given to the proxy, the proxy may vote on behalf of the member in any matter as the proxy sees fit.
- 20.6 If the committee has approved a form for the appointment of a proxy, the member may use that form or any other form:
- i. that clearly identifies the person appointed as the member's proxy; and



- ii. that has been signed by the member.

20.7 Notice of a general meeting given to an ordinary member under rule 52 must:

- i. state that the member may appoint an individual who is an ordinary member as a proxy for the meeting; and
- ii. include a copy of any form that the committee has approved for the appointment of a proxy.

20.8 A form appointing a proxy must be given to the secretary before the commencement of the general meeting for which the proxy is appointed.

20.9 A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Club not later than 24 hours before the commencement of the meeting.

## **21. DISSOLUTION**

Whilst following the Act section 24, if, on the winding up of the Club, any property of the Club remains after satisfaction of the debts and liabilities of the Club and the costs, charges and expenses of that winding up, that property shall be distributed as follows:

- i. To another incorporated Club having objects similar to those of the Club; or
- ii. for charitable purposes, which incorporated Club or purposes, as the case requires, shall be determined by resolution of the members.