

Newcastle Wanderers Rugby Club



Constitution
January 2011

1 INTERPRETATION

In these rules, except in so far as the context of subject matter otherwise indicates or requires:

“Club” means the Newcastle Wanderers Rugby Club incorporated under the Act and shall be substituted for the word “association” as used in the Act or Regulation;

“Union” means the Rugby Union body governing the competitions in which the Club participates;

“Committee” means the Management Committee of the Club;

“Board Member” means a Member of the Committee who is not an Office Bearer of the Club, as referred to in Rule 2;

“Financial Year of the Club” shall mean from 1st October in any year to the 30th September in the next year;

“Special General Meeting” means a General Meeting of the Club other than an Annual General Meeting;

“the Act” means the Associations Incorporation Act, 1984;

“the Regulation” means the Associations Incorporation Regulation, 1999;

Words importing the masculine gender herein used shall mean and include also the feminine gender.

2 CLUB UNIFORM

- 1 The Club uniform shall incorporate the Club colours which are royal blue and sky blue.
- 2 All players shall appear in matches in the proper Club playing uniform. The Committee may apply the provisions of Rule 7.10 to a player failing to comply with this Rule.

3 OBJECTS

- 1 To control and manage the affairs of the Club in an efficient and business-like manner;
- 2 To develop and improve the quality of rugby within the Club;
- 3 To enter teams whenever possible in competitions organised by the Union;
- 4 To promote and encourage the study and practice of the latest methods of rugby coaching and training in attainment of the above objects;
- 5 To organise and conduct social events for the benefit and assistance of the Club in the preservation of a social and fraternal spirit amongst Members.
- 6 To apply for, obtain and hold licences for the sale of spirituous and other liquors and other commodities and to apply for the registration of premises conducted by the Club as may be required for the purposes of such licences.
- 7 To assist the objectives of the Club by buying, selling and dealing in all kinds of apparatus and all kinds of provisions, liquid and solid required by the members of the Club or persons frequenting the Club's rugby grounds.

4 ATTAINING OBJECTS

- 1 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.

5 PROPERTY OF THE CLUB

- 1 The Club must apply all property and income of the club towards the promotion of the objects or purposes of the club. 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.

6 POWERS OF THE CLUB

- 1 To acquire, hold, deal with, and dispose of any real or personal property;
- 2 To open and operate bank accounts;
- 3 To invest its money;
- 4 in any security in which trust moneys may be invested; or
- 5 in any other manner authorised by the Constitution of the Club;
- 6 To borrow money upon such terms and conditions as the Club thinks fit;
- 7 To give such security for the discharge of liabilities incurred by the Club as the Club thinks fit;
- 8 To appoint agents and employees to transact any business of the Club on its behalf for reward or otherwise;
- 9 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;
- 10 Accept donations and gifts in accordance with the objects of the Club;
- 11 Print and publish any information by any media including newsletters, newspapers, articles or leaflets for promotion of the Club;
- 12 Provide gifts and prizes in accordance with the objects of the Club;
- 13 Organise social events for Members and the promotion of the Club; and
- 14 To enter into any other contract the Club considers necessary or desirable.

7 MEMBERSHIP

- 1 Membership shall be open to any person who wishes to further the interests of the Club.
- 2 The Club shall consist of an unlimited number of persons who have been nominated for membership of the Club in accordance with Rule 7.3.
- 3 Any person who is a financial member of the Club is entitled to enjoy all advantages and privileges of membership of the Club.
- 4 Each person admitted to membership shall be bound by the Constitution and Club Rules and liable for such fees and subscriptions as may be fixed by the Club.

7.1 MEMBERSHIP CATEGORIES

7.1.1 Playing Membership

- a) A person qualifies for Playing Membership provided that person has attained the age of eighteen (18) years.
- b) A Playing Member is entitled to:
 - i. exercise full voting rights at all meetings of the Club

- ii. hold any office; and
- iii. enjoy the privileges of the Club.

7.1.2 Non Playing Membership

A Non Playing Membership is a person who applies for non playing membership in accordance with Rule 7.3. A Non Playing Member shall be entitled to all Club privileges in the same manner a Playing Member.

7.1.3 Affiliate Membership

- 1 A club or association desirous of becoming an affiliated club or association must make application in accordance with the Club Rules. Such application must be lodged with the Secretary on or before a date as determined by the Committee.
- 2 As soon as practicable after receiving an application for affiliate membership, the Secretary shall refer the application to the Committee which shall determine whether to approve or to reject the application.
- 3 Where the Committee determines to reject an application for affiliate membership, the Secretary shall notify the nominee club or association.
- 4 The Secretary shall on approval of an application for affiliate membership cause the club or association name to be entered in the Register of Members and upon the name being so entered the club or association shall become a Member of the Club.
- 5 An affiliated club or association is:
 - a. Granted licence to use the Club Brand as defined by Rule 2.
 - b. Must preserve the Club Brand and not adapt, amend or apply this in any way unless approved in writing by the Committee.
- 6 An affiliated club or association shall appoint or elect a delegate as their representative to liaise with the Committee.
- 7 A member of an affiliated club or association is entitled to:
 - a. Received an Affiliate Membership card upon annual renewal of their affiliate membership.
 - b. Enjoy the privileges of Affiliate Membership as determined by the Committee from time to time and displayed on the Affiliate Membership Card.
- 8 The affiliate member delegate is entitled to attend and be heard at any General Meeting of the Club.
- 9 An Affiliate Member or delegate shall not have any right to vote at any meeting of the Club nor be entitled to hold any Committee position.

7.2 Patron and Life Members

- 1 The Club may at any Annual General Meeting by majority of those present and voting confer on any person the title of patron provided that the number of patrons at any time shall not exceed one (1) in number.
- 2 The Club may at any Annual General Meeting by Special Resolution and providing such

Special Resolution is passed by two-thirds of those present and voting confer on any person subject to their consent being had and obtained the title of Life Member.

- 3 Any member may nominate a person for consideration for Life Membership by giving three (3) months notice in writing. Such nomination must be approved by a Life Membership Review Committee consisting of one (1) Office Bearer and two (2) Life Members. The Life Membership Review Sub Committee shall be formed by the Committee as and when the need arises and report back to the Committee.
- 4 Any person may be nominated for life membership provided that they have held active membership of the Club for a period of not less than ten (10) years and have served the Club in an outstanding capacity. A Life Member shall be eligible to be elected to any position in the Club. Only one Member may be elected as a Life Member in any one year.
- 5 The Life Members of the Club shall be provided with a Badge as evidence of such appointment. Upon such appointment, an appropriate entry shall be made in the Register of Members recording the date on which the Member was granted life membership.
- 6 A Patron or Life Member shall be permitted to attend any Committee or General Meeting of the Club and address such meeting, join in discussion and shall be entitled to vote.
- 7 A Patron or Life Member shall not be required to pay any amount payable under Rule 7.8.

7.3 NOMINATION FOR MEMBERSHIP

- 1 A nomination for membership of the Club:
 - a) shall be made by a person in writing using the appropriate Club form , or by submitting a completed Australian Rugby Union registration form nominating the Club, and in either case together with the prescribed membership fee;
 - b) shall be accepted as agreement by that person to be bound by the Constitution and Club Rules for the time being in force; and
 - c) shall be lodged with the Secretary of the Club.
- 2 As soon as practicable after receiving a nomination for membership, the Secretary shall refer the nomination to the Committee which shall determine whether to approve or to reject the nomination.
- 3 Where the Committee determines to reject a nomination for membership, the Secretary shall notify the nominee.
- 4 The Secretary shall on approval of a nomination for membership cause the nominee's name to be entered in the Register of Members and upon the name being so entered the nominee shall become a Member of the Club.

7.4 MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

Any 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; and
- b) terminates upon cessation of the person's membership.

7.5 CESSATION OF MEMBERSHIP

A person ceases to be a Member of the Club in the following circumstances:

- a) death;
- b) resignation; or
- c) removal by the Committee or at a General Meeting.

7.6 RESIGNATION OF MEMBERSHIP

- 1 A Member of the Club is not entitled to resign that membership except in accordance with this Rule.
- 2 A Member of the Club who has paid all amounts payable by the Member to the Club in respect of the Member's membership may resign from membership of the Club by first giving notice (being not less than 1 month or not less than such other period as the Committee may determine) in writing to the Secretary of the Member's intention to resign and, upon the expiration of the period of notice, the Member ceases to be a Member.
- 3 Where a Member of the Club ceases to hold membership the Secretary shall make an appropriate entry in the Register of Members recording the date on which the Member ceased to be a Member.

7.7 REGISTER OF MEMBERS

- 1 The Secretary of the Club shall establish and maintain a Register of Members of the Club specifying the name and address of each person who is a Member of the Club together with the date on which the person became a Member.
- 2 The Register of Members shall be kept at the principal place of administration of the Club and shall be open for inspection, free of charge, by any Member of the Club at any reasonable hour.

7.8 MEMBERSHIP FEES

- 1 The Committee shall annually determine:
 - a. Any membership or other fees payable by Members;
 - b. Any membership or other fees payable by Members at competitions, events and activities held by or under the auspices of the Club;
- 1 Should any Member fail to renew their membership and pay the subscription on or before the 1st May (the "due date") in each year, they shall not be entitled to the rights and privileges of a Member while any subscription remains overdue.
- 2 Any Member unable to pay the subscription on the due date may apply in writing to the Committee for an extension of time to pay the subscription. The Committee may grant an extension of time to pay.
- 3 Any Member (subject to Rule 7.8.3) shall be deemed to be an unfinancial Member when such person has failed to pay the membership fee by 1st May in each season. An unfinancial Member shall forfeit all rights to membership and any interest in the property or assets of the Club.

7.9 MEMBERS' LIABILITIES

The liability of a Member is limited to the amount unpaid by the Member in respect of Membership Fees.

7.10 DISCIPLINING OF MEMBERS

- 1 Where the Committee is of the opinion that a Member of the Club has:
 - a) refused or neglected to comply with a provision or provisions of the Constitution or Club Rules; or
 - b) wilfully acted in a manner prejudicial to the interests of the Club; or
 - c) made false or inaccurate statements in the member's application for membership of the

Club, the Committee may resolve:

- I. to expel the Member from the Club; or
 - II. to suspend membership of the Club for a specified period.
- 2 Whereupon the Secretary shall, as soon as practicable, cause a notice in writing to be served on the Member:
 - a) setting out the Resolution of the Committee;
 - b) stating that the Member may address the Committee on the Resolution at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
 - c) stating the date, place, and time of that meeting; and
 - d) informing the Member that the Member may do either or both of the following:
 - e) attend and speak at that meeting;
 - f) submit to the Committee at or prior to the date of that meeting written representations relating to the Resolution.
 - 3 If the Member does not attend the meeting the Committee's Resolution shall take effect as of the day after the appointed day for the meeting.
 - 4 At any meeting of the Committee held as referred to in Clause 7.10.1, the Committee shall:
 - a) give to the Member an opportunity to make oral representations;
 - b) give due consideration to any written representations submitted to the Committee by the Member or other Members at or prior to the meeting; and
 - c) by Resolution determine whether to confirm or to revoke the Resolution.
 - 5 Where the Committee confirms a Resolution under Clause 7.10.2, the Secretary shall within 7 days by notice in writing inform the Member of the confirmation and of the Member's right of appeal under Rule 7.11.
 - 6 A Resolution confirmed by the Committee under Clause 7.10.2 does not take effect:
 - a) where the Member does not exercise the right of appeal, until the end of the appeal period; or
 - b) where the Member exercises the right of appeal, unless and until the Club confirms the Resolution pursuant to Rule 7.11.

7.11 RIGHT OF APPEAL OF DISCIPLINED MEMBER

- 1 A Member may appeal to the Club in General Meeting against a Resolution of the Committee which is confirmed under Clause 7.10.2, within 7 days after notice of the Resolution is served on the Member by lodging with the Secretary a notice of appeal.
- 2 Upon receipt of a notice from a Member under Clause 7.11.1, the Secretary shall forthwith convene a General Meeting of the Club.
- 3 At the General Meeting of the Club convened under Clause 7.11.2:
 - a) a Life Member who is not a member of the Committee shall be asked to chair the meeting;
 - b) no business other than the question of the appeal shall be discussed;
 - c) the Committee, the Member and other Members shall be given the opportunity to address the meeting;
 - d) the Chairman may limit speakers as to time and number and shall appoint scrutineers;
 - e) the Members present shall vote by secret ballot on the question of whether the Resolution

should be confirmed or revoked;

- f) the Resolution shall be deemed to be confirmed if 75% or more of the Members present vote in favour of confirming the Committee's Resolution; and
- g) only financial members of the Club shall be entitled to attend the meeting.

8 THE COMMITTEE

8.1 POWERS OF THE COMMITTEE

- 1 The Committee shall subject to the Act, the Regulation and the Constitution and to any resolution passed by the Club in General Meeting carry out the day-to-day running of the Club and shall have the power to:
 - 2 exercise all functions other than those functions that are required by these Constitution to be exercised by a General Meeting of Members of the Club;
 - 3 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;
 - 4 Fix the manner in which such banking accounts shall be operated upon, providing the Committee passes all payments;
 - 5 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;
 - 6 Adjudicate on all matters brought before it which in any way affect the Club.
 - 7 Cause minutes to be made of all proceedings at meetings of the Committee and General Meetings;
 - 8 Make, amend and rescind rulings and By-laws;
 - 9 Have the power to form and appoint any sub committee(s) as required for specific purposes;
 - 10 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.

8.2 CONSTITUTION AND MEMBERSHIP

- 1 The Committee shall consist of:
 - a) the Office Bearers of the Club; and
 - b) five (5) Board Members,each of whom shall be elected at the Annual General Meeting of the Club pursuant to Rule 8.3.
- 2 The Office Bearers of the Club shall be:
 - a) the President;
 - b) the immediate past President
 - c) the Vice President;
 - d) the Treasurer; and
 - e) the Secretary.
- 3 Each Member of the Committee shall, subject to these rules, hold office until the conclusion of the Annual General Meeting following the date of the Member's election, but is eligible for re-election.

- 4 In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a Member of the Club to fill the vacancy and the Member so appointed shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of the appointment.
- 5 For the purposes of these rules, a casual vacancy in the Committee occurs if a Member of the Committee:
 - a) dies;
 - b) ceases to be a Member of the Club;
 - c) becomes a bankrupt;
 - d) resigns office by notice in writing given to the Secretary;
 - e) is removed from office under Rule 8.5;
 - f) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
 - g) is absent without the consent of the Committee from all meetings of the Committee held during a period of 6 months.
- 6 No person shall hold more than one position on the Committee at any one time.

8.3 ELECTION OF COMMITTEE

- 1 Nominations of candidates for election of the Committee shall be received at the Annual General Meeting.
- 2 Nominations shall be in writing and:
 - a) be signed by two (2) Members of the Club and countersigned by the nominee;
 - b) be delivered to the Secretary of the Club not less than 14 days prior to the commencement of the Annual General Meeting at which the election is to take place.
- 3 If insufficient nominations are received any vacant positions remaining on the Committee shall be deemed to be casual vacancies.
- 4 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- 5 If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- 6 The ballot for the election the Committee shall be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.

8.4 DUTIES OF COMMITTEE

- 1 Club Rules

8.4.1 President

The President shall manage the affairs of the Club and preside at all meetings of the Committee and all other meetings which the President may attend.

8.4.2 The immediate past President

The immediate past President shall assist the President in execution of duties.

8.4.3 Vice President

The Vice President shall assist the President and in the absence of the President shall preside and conduct the meetings and affairs of the Club.

8.4.4 Secretary

The Secretary shall administer the affairs of the Club and keep records and minutes of:

- a) all proceedings at Committee meetings and General Meetings;
- b) the names of Members of the Committee present at a Committee meeting or a General Meeting;
- c) all appointments to the Committee and other Officers of the Club.
- d) The Secretary shall answer all such questions that may be asked in relation to the requirements of the Union and the Club.

8.4.5 Treasurer

The Treasurer shall administer the finances of the Club and as a minimum ensure that:

- a) All money due to the Club is collected and received and all payments authorised by the Committee are made.
- b) A complete set of accounts are kept so as to correctly and fairly show the financial affairs of the Club.
- c) The Treasurer shall deliver the financial records of the Club to the Auditor of the Club as required by the Auditor, but in any event not later than one month prior to the end of the financial year of the Club.

8.4.6 Board Members

Board Members shall perform all such duties and services as the Office Bearers may from time to time direct. Specific duties may be assigned in accordance with a Club Operation role as defined in the Club Rules.

8.5 REMOVAL OF COMMITTEE MEMBER

- 1 The Club in a General Meeting may by Resolution remove any Member of the Committee from the office of Committee Member before the expiration of the Member's term of office and may by Resolution appoint another person to hold office until the expiration of the term of office of the Member so removed.
- 2 Where a Member of the Committee to whom a proposed Resolution referred to in Clause 8.5.1 relates makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representations be notified to the Members of the Club, the Secretary may send a copy of the representations to each Member of the Club or, if they are not so sent, the Committee Member is entitled to require that the representations be read out at the meeting at which the Resolution is considered. The Committee Member shall have the right of address and reply at any meeting at which the Resolution is considered.

8.6 CLUB OFFICERS

- 1 The Committee shall as soon as possible following the Annual General Meeting appoint such Officers of the Club as necessary.

- 2 The Committee may at any time remove a Club Officer and appoint a new Officer.
- 3 An Officer of the Club shall be deemed to have vacated their position in the following circumstances:
 - a. death;
 - b. resignation;
 - c. removal by the Committee or at a General Meeting;
 - d. bankruptcy or financial insolvency;
 - e. mental illness.
- 4 The various Club Officers shall perform their role as defined by the Committee and in accordance with these rules and generally in good faith and within the requirements of the Union and the Legislature.

8.7 DELEGATION BY COMMITTEE TO SUB COMMITTEE

- 1 The Committee may, by instrument in writing, delegate powers to one or more sub committees from time to time as the Committee sees fit other than:
 - a. this power of delegation; and
 - b. a function which is a duty imposed on the Committee by the Act or by any other law.
- 2 Notwithstanding any delegation under this rule, the Committee may continue to exercise any function delegated.
- 3 Any act or thing done or suffered by a sub committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Committee.

8.8 SUB COMMITTEES

- 1 The Committee shall at its first meeting following the Annual General Meeting appoint such Sub Committees as may be necessary in accordance with Rule 8.7.
- 2 The President and Secretary shall be a member, ex officio, of any Sub Committee.
- 3 A Sub Committee shall furnish a full and comprehensive report of their deliberations and recommendations to the subsequent Committee meeting.
- 4 The Sub Committees shall perform their functions in accordance with these rules and as delegated by the Committee.

9 MEETINGS

9.1 COMMITTEE MEETINGS AND QUORUMS

- 1 The Committee shall meet at least 3 times in each period of 12 months at such place and time as the Committee may determine.
- 2 Notice, oral or written, of a meeting shall be given by the Secretary to each Member of the Committee at least 48 hours (or such other period as may be unanimously agreed upon by the Members of the Committee) before the time appointed for the holding of the meeting.
- 3 Notice of a meeting given under Clause 9.1.2 shall specify the general nature of the business to be transacted at the meeting.
- 4 Any three (3) Members of the Committee constitute a quorum for the transaction of the

business of a meeting of the Committee.

- 5 No business shall be transacted by the Committee unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting stands adjourned at the same place and at the same hour of the same day in the following week.
- 6 If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the Members present shall be deemed sufficient to form a quorum.
- 7 Minutes of proceedings at a meeting shall be signed by the chairperson of the next succeeding meeting.
- 8 Questions arising at a meeting of the Committee or of any Sub Committee appointed by the Committee shall be determined by a majority of votes of Members of the Committee or Sub Committee present at the meeting.

9.2 GENERAL MEETINGS

9.2.1 ANNUAL GENERAL MEETINGS

- 1 The Club shall, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the Club, convene an Annual General Meeting of its Members.
- 2 The Annual General Meeting of the Club shall be convened on such date and at such place and time as the Committee thinks fit.
- 3 In addition to any other business which may be transacted at an Annual General Meeting, the business of an Annual General Meeting shall be:
 - a. to confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that meeting;
 - b. to receive and consider from the Committee the Annual Report and Balance Sheet, duly audited, of the activities of the Club during the last preceding financial year;
 - c. to elect Office Bearers and Board Members of the Committee;
 - d. to elect a Patron of the Club;
- 4 An Annual General Meeting shall be specified as such in the notice convening it.

9.2.2 SPECIAL GENERAL MEETINGS

- 1 The Committee may, whenever it thinks fit, convene a Special General Meeting of the Club.
- 2 The Committee shall, on the requisition in writing of not less than 5 per cent of the total number of Members, convene a Special General Meeting of the Club.
- 3 A requisition of Members for a Special General Meeting:
 - a. shall state the purpose or purposes of the meeting;
 - b. shall be signed by the Members making the requisitions;
 - c. shall be lodged with the Secretary; and
 - d. may consist of several documents in a similar form, each signed by one or more of the Members making the requisition.
- 4 If the Committee fails to convene a Special General Meeting to be held within 1 month after the date on which a requisition of Members for the meeting is lodged with the Secretary, any

one or more of the Members who made the requisition may convene a Special General Meeting to be held not later than 3 months after that date.

- 5 A Special General Meeting convened by a Member or Members as referred to in Clause 9.2.2.4 shall be convened as nearly as is practicable in the same manner as General Meetings are convened by the Committee and any Member who thereby incurs expense is entitled to be reimbursed by the Club for any expense incurred.

9.3 NOTICE

- 1 The Secretary shall, at least 21 days before the date fixed for the holding of the General Meeting, cause to be sent by pre-paid post or email to each Member at the Member's address appearing in the Register of Members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 2 Where the nature of the business proposed to be dealt with at a General Meeting requires a Special Resolution of the Club, the Secretary shall, in addition to the matter required under Clause 9.3.1, specify the intention to propose the Resolution as a Special Resolution.
- 3 No business other than that specified in the notice convening a General Meeting shall be transacted at the meeting except, in the case of an Annual General Meeting, business which may be transacted pursuant to Clause 9.2.1.3.
- 4 A Member desiring to bring any business before a General Meeting may give notice in writing of that business to the Secretary who shall include that business in the next notice calling a General Meeting given after receipt of the notice from the Member.

9.4 PROCEDURE

- 1 Five Members present in person (being Members entitled under these rules to vote at a General Meeting) constitute a quorum for the transaction of the business of a General Meeting.
- 2 No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting stands adjourned at the same place and at the same hour of the same day in the following week.
- 3 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the Members present (being not less than 5) shall constitute a quorum.

9.5 PRESIDING MEMBER

- 4 The President or, in the president's absence, the Vice President, shall preside as chairperson at each General Meeting of the Club.
- 5 If the President and the Vice President are absent from a General Meeting or unwilling to act, the Members present shall elect one of their number to preside as chairperson at the meeting.

9.6 ADJOURNMENT

- 1 The chairperson of a General Meeting at which a quorum is present may, with the consent of the majority of Members present at the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 2 Where a General Meeting is adjourned for 14 days or more, the Secretary shall give written or oral notice of the adjourned meeting to each Member of the Club stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

- 3 Except as provided in Clauses 9.6.1 and 9.6.2, notice of an adjournment of a General Meeting or of the business to be transacted at an adjourned meeting is not required to be given.

9.7 RULES OF DEBATE

- 1 Any member desiring to speak shall raise their hand and gain the attention of the Chairman. Upon gaining that attention they shall stand up and address the Chairman respectfully.
- 2 No Member shall speak more than once to a question except in explanation or reply.
- 3 A Member who formally seconds a motion or amendment may address the meeting in support at a subsequent stage of debate.
- 4 A reply shall be allowed only to a Member who has moved a substantive motion.
- 5 No Member shall use offensive or unbecoming words.
- 6 No speaker shall digress from the subject under discussion and impure or improper motives and all personal reflections on Members shall be deemed disorderly.
- 7 Whenever the Chairman rises during debate, the Member then speaking shall sit down.
- 8 No Member shall interrupt another while speaking except on a point of order.
- 9 Any Member during the debate may raise the point of order, when the Member then speaking shall then sit down until the point of order has been decided. The Member rising to the point of order shall state concisely the point, and the Chairman without further discussion shall give his ruling.
- 10 At any time during a debate a Member may move "that the question be now put" and such motion being duly seconded shall be put without debate. If carried, the question shall be put to vote, if lost the debate shall continue. It shall not be in order to move "that the question be now put" until at least two (2) Members shall have had the opportunity of speaking against the motion. When the motion is carried, "that the question be now put" the mover of the original motion shall have the right to reply, but it shall not be competent for the mover of the original motion to move that "that the question be now put" unless he forfeits his rights of reply.
- 11 An amendment may be moved on any original motion. The Chairman shall first put the amendment to the meeting and if carried it shall be declared to embody the decision of the meeting superseding the motion. When an amendment has been decided, a further amendment may be moved, which, if carried, shall in turn supersede the motion. If there be no amendment the original motion shall be put after the mover has replied.
- 12 The Chairman shall refuse to receive any amendment which is a direct negative.
- 13 The mover of an original motion must obtain the consent of the seconder and the approval of the meeting before making any alteration to the wording of the motion.
- 14 An amendment having been moved, it shall not be competent to move any further amendment but notice may be given of intention to move such further amendment when the previous amendment has been disposed of. Only one amendment can be considered at the same time.

9.8 MAKING OF DECISIONS

- 1 A question arising at a General Meeting of the Club shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a Resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost. An entry to that effect shall be made in the minute book of the Club, as evidence of the fact without proof of the number or

proportion of the votes recorded in favour of or against that Resolution.

- 2 At a General Meeting of the Club, a poll may be demanded by the chairperson or by not less than 3 Members present in person at the meeting.
- 3 Where a poll is demanded at a General Meeting, the poll shall be taken:
 - a. immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment; or
 - b. in any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the Resolution of the poll on the matter shall be deemed to be the Resolution of the meeting on that matter.
- 4 The Chairman may appoint tellers to assist in the counting of votes.

9.9 SPECIAL RESOLUTION

A Resolution of the Club is a Special Resolution if it is passed by a majority which comprises not less than three-quarters of such Members of the Club as, being entitled under these rules so to do, vote in person at a General Meeting of which not less than 21 days written notice specifying the intention to propose the Resolution as a Special Resolution was given in accordance with these rules.

9.10 VOTING

- 1 Upon any question arising at a meeting of the Club a Member has one vote only.
- 2 All votes shall be given personally.
- 3 In the case of an equality of votes on question at a meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- 4 A Member is not entitled to vote at any meeting of the Club unless all money due and payable has been paid, other than the amount of the annual subscription payable in respect of the then current year.

10 MISCELLANEOUS

10.1 INSURANCE

- 1 The Club shall effect and maintain insurance pursuant to Section 44 of the Act.
- 2 In addition to the insurance required under Clause 10.1.1, the Club may effect and maintain other insurance.

10.2 FUNDS - SOURCE

- 1 The funds of the Club shall be derived from entrance fees and annual subscriptions of Members, donations and, subject to any Resolution passed by the Club in General Meeting, such other sources as the Committee determines.
- 2 All money received by the Club shall be deposited as soon as practicable and without deduction into the Club's accounts at such bank or recognised financial institution as the Committee may determine.
- 3 The Club shall, as soon as practicable after receiving any money, issue an appropriate receipt.

10.3 FUNDS - MANAGEMENT

- 1 Subject to any Resolution passed by the Club in General Meeting, the funds of the Club shall be used in pursuance of the objects of the Club in such manner as the Committee determines.
- 2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two of the Treasurer, President and Secretary of the Club, being Members authorised to do so by the Committee.
- 3 The assets and income of the Club shall be applied solely in furtherance of the objectives of the Club and no portion shall be distributed directly or indirectly to the members of the Club except as bona fide compensation for services rendered or expenses incurred on behalf of the Club.
- 4 In the event of the Club being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation as determined by the committee with similar purposes which is not carried on for the profit or gain of its individual members.
- 5 All accounts due by the Club shall be paid by cheque after having being passed for payment at the Committee Meeting and when immediate payment is necessary, accounts shall be paid and the action endorsed at the next Committee Meeting.
- 6 A committee member shall not spend more than a set amount of Petty Cash without the consent of the Committee, and shall provide a record of such expenditure in accordance with the Club Rules.
- 7 A statement showing the financial position of the Club shall be tabled at each Committee Meeting by the Treasurer.
- 8 A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The auditor's report shall be attached to such financial report.
- 9 The accounts, books and all financial records of the Club shall be audited each year.

10.4 ALTERATION OF OBJECTS AND RULES

- 1 The statement of objects and these rules may be altered, rescinded or added to only by a Special Resolution of the Club.
- 2 Notice of all motions to alter, repeal or add to the Constitution shall be given to members fourteen (14) days prior to the Annual General Meeting, or seven (7) days prior to a General Meeting called for such purpose.
- 3 The Secretary shall forward such notices of motion to each Committee member at least fourteen (14) days prior to the Annual General Meeting or seven (7) days prior to a General Meeting.
- 4 Alterations to the By-laws can be made only at Committee Meetings provided notice of the proposed alteration/s has been duly notified to Committee Members.
- 5 Such motions, or any part thereof, shall be of no effect unless passed by a seventy five percent (75%) majority (Special Resolution) of those present and entitled to a vote at the Annual General Meeting, General Meeting or Committee Meeting, as the case may be.
- 6 Within one month of the passing of a Special Resolution, the Secretary shall notify the Department of Consumer and Employment Protection of the amendment. (In the case of a licensed club, the Director of Liquor Licensing must also be notified.)

10.5 INSPECTION OF BOOKS, ETC.

The records, books and other documents of the Club shall be open to inspection, free of charge,

by a Member of the Club at any reasonable hour.

10.6 DISSOLUTION

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:

- (a) to another incorporated association having objects similar to those of the Club; or
- (b) for charitable purposes, which incorporated Association or purposes, as the case requires, shall be determined by resolution of the members.

10.7 INDEMNITY

The Club shall indemnify every Member of the Board and other officers and employees of the Club in respect of all liability arising from the proper performance of their functions connected with the Club.