

BASSENDEAN BOWLING CLUB INC

RULES OF THE CLUB

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RULES OF THE CLUB

1 Name of the Club

The name of the Club is the Bassendean Bowling Club Incorporated

2 Definitions

In these rules, unless the contrary intention appears-

"annual general meeting" is the meeting convened under paragraph (b) of rule 19 (1).

"Committee meeting" means a meeting referred to in rule 18.

"Committee member" means person referred to in paragraph (a), (b), (c), (d) or (e) of rule 12 (1);

"convene" means to call together for a formal meeting;

"department" means the government department with responsibility for administering the *Associations Incorporation Act (1987)*;

"financial year" means a period not exceeding 15 months fixed by the Committee, being a period commencing on the date of incorporation of the Club and ending on 30 June; and thereafter each period commencing 1 July and ending on 30 June in the following year;

"general meeting" means a meeting to which all members are invited;

"member" means member of the Club;

"nominee" means a fully paid up member referred to in paragraph (D) of Rule 9.

"subscriptions" means a membership fee, green fee and capitation fee set annually by the Executive Committee; Rule 9 (A)

"eligible member" means a member who has paid his/her full membership fee.

"ordinary resolution" means resolution other than a special resolution;

"poll" means voting conducted in written form (as opposed to a show of hands);

"special general meeting" means a general meeting other than the annual general meeting;

"special resolution" has the meaning given by section 24 of the Act, that is-

A resolution is a special resolution if it is passed by a majority of not less than 75% of the eligible members of the club who are present and entitled under the rules of the club to vote and vote in person or, where proxies or postal votes are allowed by the rules of the club by proxy or postal vote, at a general meeting of which notice specifying the intention to propose the resolution as a special resolution was given in accordance with those rules.

At a meeting at which a resolution proposed as a special resolution is submitted, a declaration by the person presiding that the resolution has been passed as a special resolution shall be evidence of the fact unless, during the meeting at which the resolution is submitted, a poll is demanded in accordance with the rules of the Club.

If a poll is held, a declaration by the person presiding as to the result of a poll is evidence of the matter so declared.

"the Act" means the *Associations Incorporation Act 1987*;

"the Liquor Act" means the *Liquor Control Act 1988*;

"the Club" means the Club referred to in rule 1;

"the President" means-

(a) in relation to the proceedings at a Committee meeting or general meeting, the person presiding at the Committee meeting or general meeting in accordance with rule 14; or

(b) otherwise than in relation to the proceedings referred to in paragraph (a), the person referred to in paragraph (a) of rule 12 (1) or, if that person is unable to perform his or her functions, the Vice President;

"the Commissioner" means the Commissioner for Consumer Protection exercising powers under the Act;

"the Committee" means the Executive Committee of the Club referred to in rule 12(1);

"the Secretary" means the Secretary referred to in paragraph (c) of rule 12(1);

"the Finance Manager" means the Finance Manager referred in rule 16;

"the Vice President" means the Vice President referred to in paragraph (b) of rule 12 (1).

3 Objects of Club

(a) The principal objects are to establish, maintain and conduct a club for lawn bowls in the Bassendean district and to support the recreational, social, sporting, cultural and community dimensions of that interest. These objects include the provision of facilities for the pursuit of literary, scientific, athletic, and professional and any other lawful purpose that provides benefits and enjoyment for the members of the club.

(b) To borrow, raise or secure the payment of money for the purpose of The Club in such manner as the members think fit.

(c) To maintain a club license under the current Liquor Control Act and its amendments.

(d) To provide and maintain a clubhouse and sporting amenities for the use of the members.

(e) The property and income of the club shall be applied solely towards the promotion of the objects of the club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.

4 Colours of the Club

The Colours of the Club shall be dark green and light green.

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 the carrying out its objects and purposes, and, may -

- (a) acquire, hold, deal with, and dispose of any real or personal property;
- (b) open and operate bank accounts;
- (c) invest its money –
 - (i) in any security in which trust monies may lawfully be invested; or
 - (ii) in any other manner authorised by the rules of the Club;
- (d) borrow money upon such terms and conditions as the Club thinks fit;
- (e) give such security for the discharge of liabilities incurred by the Club as the Club thinks fit;
- (f) appoint agents and employ persons to transact any business of the Club on its behalf;
- (g) enter into any other contract it considers necessary or desirable; and
- (h) may act as trustee and accept and hold real and personal property upon trust, but does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene the Act or the rules of the Club.
- (i) apply for, obtain and renew from time to time a Club License under the Liquor Control Act 1988.
- (j) erect, improve, repair, pull down and rebuild buildings and other structures as per approval of the local authorities.

6 Membership

Membership of the Club shall comprise of the following categories-

1. Full Member
 1. Persons who have attained the age of eighteen (18) years and shall be entitled to full privileges of the Club

2. Social member

1. Persons who have attained the age of eighteen (18) years and shall be entitled to full privileges of the Club but shall not be eligible to:
 1. Stand for any office of the Club or vote in any ballot or at any General Meeting of the Club;
 2. Propose or second any application for membership of the Club;
 3. Use the greens unless approved by the Committee

3. Junior Member

1. Persons who have attained the age of twelve (12) years and shall be entitled to full privileges of the Club but shall not be eligible to:
 1. Stand for any office of the Club or vote in any ballot or at any General Meeting of the Club;
 2. Propose or second any application for membership of the Club;
 3. Invite guests into the Club

4. Country Member

1. Persons who have attained the age of eighteen (18) years and shall be entitled to full privileges of the Club but shall not be eligible to:
 1. Stand for any office of the Club or vote in any ballot or at any General Meeting of the Club;
 2. Propose or second any application for membership of the Club;

5. Life Member

- i. Persons recommended for long and conspicuous service to the club by the Committee. Such persons shall be elected at an Annual General Meeting of the Club.
- ii. Life members shall be entitled to full privileges of the club.

6. Honorary Member

- (i) Membership that may be granted to Club Patrons, Sponsors, Selected Government Officers and any other such persons as the committee may decide from time to time.

7. Temporary Member

- (i) a person who is in any day visiting the club as a member or an official of another club;

(a) that is to engage in a pre-arranged event with the host club conducted for the purposes of one of the host club's principal objects; and

(b) that is to hold a pre-arranged function at the host club involving the use of the host club's sporting facilities.

may be taken to be a person who is accorded temporary membership on that day; and

(ii) shall be entitled to full privileges of the Club but shall not be eligible to:

a. Stand for any office of the Club or vote in any ballot or at any General Meeting of the Club;

b. Propose or second any application for membership of the Club;

8. Corporate Member

(i) Patron numbers granted access to corporate membership will be restricted at any one time to a level deemed appropriate by the club such as on-going sponsors, companies (i.e. management level), of the club or as may be suggested by the Liquor Licensing Authority.

A person who wishes to become a member must-

(a) apply for membership to the Committee in writing-

(i) signed by that person and by both of the members referred to in paragraph (b); and

(ii) in such form as the Committee from time to time directs; and,

(b) be proposed by one member and seconded by another member.

All applications shall be posted on the noticeboard of the club for a period of not less than seven days before election, provided also that an interval of not less than two weeks shall elapse between nomination and election.

The Committee members must consider each application made under sub-rule (2) at a Committee meeting and must at the Committee meeting or the next Committee meeting accept or reject that application.

An applicant whose application for membership of the Club is rejected under rule 11 sub-rule (2) 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.

When notice is given under rule (11) sub-rule (4), 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.

7 Register of Members

(1) The Club shall keep an up to date register of members in respect of each class of membership. This register must be continually available for inspection at the club premises.

(2) The Register shall have the member's 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.

(3) The Secretary must cause the name of a person who dies or who ceases to be a member under rule 10 to be deleted from the register of members referred to in sub-rule (1).

8 Member's Rights

(a) The rights and privileges of every member shall be personal and shall not be in any manner transferable by their own act or through any other person on their behalf or by operation of law, and on any member ceasing be death (or otherwise) to be a member all their interest shall go to the estate.

(b) Honorary or Temporary Members shall not be entitled to vote or be present at any meeting of the members of The Club, nor have any right, title or interest in or to any of the property of The Club, nor propose or second any candidate for admission as a member.

(c) Employees – Members who are employees of the club are entitled to all the rights and privileges of membership excluding those rights concerned with the selection, election and holding of office with the club, with the exception of being elected to Bowls Operational Committees.

(d) Guests – Ordinary and Life Members are entitled to:

(i) Guests – any member of the club shall be at liberty to invite guests to the club, but the number of guests shall not exceed the maximum number as contained in Section 48(4)(b) of the Liquor Control Act 1988.

- (ii) A member may hold private family and business functions without limit to number of guests, providing that the sale of liquor shall be:
 - (a) ancillary to a meal supplied at the club by or on behalf of the club to a member and to each of the guests of that member being guests of whose attendance was given prior notice to the club.
 - (b) to a member, for consumption by the guests of that member at a function held by or on behalf of that member at the club.
- (b) The club may seek an Associations Permit to add local Associations as users of the club facility to hold their functions.

9 Subscriptions of Members

- (A) A defined annual, half yearly, quarterly or monthly subscription fee shall be payable in advance.
- (B) The entrance fee and annual subscription of The Club shall be set by the majority vote of the **Executive** Committee prior to the commencement of the financial year. Notice of the fees and subscriptions shall be notified to the members, via the club notice board.
- (C) All subscriptions (Membership fees, Green fees and Capitation fees) are due from the first day of July in each year and are payable in advance, on or before the date of the Annual General Meeting provided that the Committee shall not declare a member un-financial if at least half of the subscription is paid by the date of the Annual General Meeting in the year current, and the balance by the 30th of September in the year current.
- (D) Members nominating for election to the Executive Committee must have paid his or her full subscription (sub-rule (C)) on or before the close of nominations in the current year.

10 Termination of Membership

Membership of the Club may be terminated upon-

- (a) receipt by the Secretary or another Committee member of a notice in writing from a member of his or her resignation from the Club. Such person remains liable to pay to the Club the amount of any subscription due and payable by that person to the Club but unpaid at the date of termination; or
- (b) non-payment by a member of his or her subscription within three months of the date fixed by the Committee for subscriptions to be paid, unless the Committee decides otherwise in accordance with rule 9 (C); or

(c) expulsion of a member in accordance with rule 11.

11 Suspension or expulsion of Members

(1) If the Committee considers that a member should be suspended or expelled from membership of the Club because his or her conduct is detrimental to the interests of the Club, the Committee must communicate, either orally or in writing, to the member-

(a) notice of the proposed suspension or expulsion and of the time, date and place of the Committee meeting at which the question of that suspension or expulsion will be decided; and

(b) particulars of that conduct, not less than 30 days before the date of the Committee meeting referred to in paragraph (a).

(2) At the Committee meeting referred to in a notice communicated under sub-rule (1), the Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or to make representations in writing to the Committee, suspend or expel or decline to suspend or expel that member from membership of the Club and must, forthwith after deciding whether or not to suspend or expel that member, communicate that decision in writing to that member.

(3) Subject to sub-rule (5), a member has his or her membership suspended or ceases to be a member, 14 days after the day on which the decision to suspend or expel a member is communicated to him or her under sub-rule (2).

(4) A member who is suspended or expelled under sub-rule (2) must, if he or she wishes to appeal against that suspension or expulsion, give notice to the Secretary of his or her intention to do so within the period of 14 days referred to in sub-rule (3).

(5) When notice is given under sub-rule (4)-

(a) the Club in a general meeting, must either confirm or set aside the decision of the Committee to suspend or expel the member, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Club in the general meeting; and

(b) the member who gave that notice is not suspended or does not cease to be a member unless and until the decision of the Committee to suspend or expel him or her is confirmed under this sub-rule.

12 Executive Committee

(1) Subject to sub-rule (9), the affairs of the Club will be managed exclusively by an Executive

Committee consisting of-

- (a) The President for a term of three (3) years;
- (b) The Vice-President for a term of two (2) years;
- (c) Secretary for a term of two (2) years;
- (d) Bowls Club Captain for a term of two (2) years,
- (e) not less than two other persons each for a term of two (2) years, all of whom must be full members of the Club.

(2) Committee members must be elected to membership of the Committee by a poll as follows:

The Returning Officer shall within fourteen (14) days of the close of nominations deliver or post to every eligible member of the Club a properly validated ballot paper together with an envelope marked "Ballot Paper" and an envelope with provision thereon for the signature of the member.

A member wishing to vote shall print and sign their name where indicated on the envelope. When the ballot paper has been completed it shall be enclosed in the envelope marked "Ballot Paper" and that envelope placed inside the one with the members signature. Any vote not recorded in accordance with this Rule shall be declared INVALID.

The Poll shall close at least twenty-four (24) hours before the time fixed for the Annual General Meeting.

The Returning Officer together with two (2) scrutineers shall remove all envelopes from the Ballot Box and firstly ensure that all members who have cast a vote are financial.

The Returning Officer shall declare the Poll when called on to do so by the President at the Annual General Meeting.

(3) Subject to sub-rule (8), a Committee member shall be eligible for re-election to membership of the Committee immediately following a term stated in sub-rule (1).

(4) 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-

- (a) the nominator; and
- (b) 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.***

(5) A person who is eligible for election or re-election under this rule may –

- (a) propose or second himself or herself for election or re-election; and
- (b) vote for himself or herself.

(6) 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-

- (a) the Secretary must report accordingly to; and
- (b) the President must declare those persons to be duly elected as members of the Committee at the annual general meeting concerned.

(7) If vacancies remain on the Committee after the declaration under sub-rule (6), 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 President 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.

(8) If a vacancy remains on the Committee after the application of sub-rule (7), or when a casual vacancy within the meaning of Rule 17 occurs in the membership of the Committee-

- (a) the Committee may appoint a member to fill that vacancy; and
- (b) a member appointed under this sub-rule will -
 - (i) hold office until the election referred to in sub-rule (2); and
 - (ii) be eligible for election to membership of the Committee, at the next following annual general meeting.

(9) The Committee may delegate, in writing, to one or more sub-committees (consisting of such member or members of the association as the Committee thinks fit) the exercise of such functions of the Committee as are specified in the delegation other than-

- (a) the power of delegation; and
- (b) a function which is a duty imposed on the Committee by the Act or any other law.

(10) Any delegation under sub-rule (9) 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.

(11) The Committee may, in writing, revoke wholly or in part any delegation under sub-rule (9).

(12) The Committee may make By-Laws for the Management of the Club provided such By-Laws are consistent with the Rules of the Club.

13 Powers of the Committee

The business of The Club shall be managed by the Committee, who may exercise all powers of the club except those required to be exercised by The Club at a General Meeting.

Without prejudice to the powers conferred by the last preceding rule, the Committee shall subject to the by-laws, have power to do the following things:

- (a) To purchase or otherwise acquire any books, newsletters or periodicals and dispose of them as it may see fit.
- (b) To determine from time to time the conditions on which and time when, members may use the property of The Club or any part or parts thereof, and when and under what conditions the premises of The Club or any part or parts thereof, shall be used by members.
- (c) To determine what person (if any) not being members of The Club shall be permitted to use the premises of The Club or any part or parts thereof and during what time and under what conditions and when and at what times and places and under what conditions such persons shall be supplied with refreshments and accommodation.
- (d) To appoint any other officials or servants of The Club and to remove them as occasions may require at their discretion and to define their respective duties. Persons appointed to a paid position, as Club Manager shall be engaged under a contract, award or Registered.
- (e) To delegate (subject to such conditions as it thinks fit) any of its powers to sub committees consisting of such members of the Committee and other members of The Club co-opted for the purpose as it may determine and to make such regulations as to the proceedings of such sub committees as may be thought desirable.
- (f) To regulate and control their own meeting and the transaction of business there at.
- (g) To pay any servant of The Club any gratuity for faithful and diligent service as deemed fit.
- (h) In accordance with the rules to suspend, or expel any member.
- (i) To enter into or accept any lease or tenancy of the premises where on The Club shall conduct its affairs or of any furniture, goods and effects, which may be required for the use of The Club on such terms and on such conditions as The Club, may deem expedient.
- (j) To take and defend all legal proceedings by or on behalf of the club and to appoint all necessary Attorneys for any such purpose.
- (k) To borrow, raise or secure the payment of money, and to sell and dispose of the assets of The Club.
- (l) To make, alter and repeal by-laws not inconsistent with these rules regulation the use and management of The Club premises, the admission of members and the conduct of The Club and its affairs generally.

- (m) To do and perform any other act, matters and things in connection with or relative to the management of The Club as shall not by these rules require to be done by The Club in General Meetings.
- (n) To appoint such number of delegates to sporting bodies and associations with which The Club may from time to time be affiliated as may be required by the rules thereof and such delegates shall hold office in accordance with the rules of such sporting bodies and associations respectively.
- (o) Every member of the Committee shall be indemnified against any loss, expenses or liability incurred by reason of any act or deed performed by him/her in good faith on behalf of the Committee and the Committee may use the funds of The Club for any such purpose required, together with any reasonable expenses incidental to Committee activities.
- (p) A member of the Committee who has any direct or indirect pecuniary interest in any matter under contemplation by the Committee, shall, as soon as he/she becomes aware of his/her interest, disclose the nature and extent of such interest to the Committee and shall not take part in any deliberations or decision of the Committee with respect to that matter.

14 President and Vice President

- (1) Subject to this rule, the President must preside at all general meetings and Committee meetings.
- (2) In the event of the absence from a general meeting of-
 - (a) the President, the Vice President; or
 - (b) both the President and the Vice President, a member elected by the other members present at the general meeting must preside at the general meeting.

15 Secretary

The Secretary must-

- (a) co-ordinate the correspondence of the Club;
- (b) keep full and correct minutes of the proceedings of the Committee and of the Club;
- (c) comply on behalf of the Club with-
 - (i) section 27 of the Act with respect to the register of members of the Club, as referred to in rule 1;
 - (ii) section 28 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 29 of the Act by maintaining a record of –

(A) the names and 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 27; and

(B) the names and 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;

(d) unless the members resolve otherwise at a general meeting, have custody of all books, documents, records and registers of the Club, including those referred to in paragraph € but other than those required by rule 16 to be kept and maintained by, or in the custody of, the Manager; and

(e) perform such other duties as are imposed by these rules on the Secretary.

16 Finance Manager

The Finance Manager shall-

- (a) be responsible for the receipt of all moneys paid to or received by, or by him or her on behalf of the Club and must issue receipts for those moneys in the name of the Club;
- (b) pay all moneys referred to in paragraph (a) into such account or accounts of the Club as the Committee may from time to time direct;
- (c) make payments from the funds of the Club with the authority of a general meeting or of the Committee
and in so doing ensure that all cheques are signed by himself or herself and at least one other authorised Committee member, or by any two others as are authorised by the Committee;
- (d) comply on behalf of the Club with sections 25 and 26 of the Act with respect to the accounting records
of the Club by-

- (i) keeping such accounting records as correctly record and explain the financial transactions and financial position of the Club;
 - (ii) keeping its accounting records in such manner as will enable true and fair accounts of the Club to be prepared from time to time;
 - (iii) keeping its accounting records in such manner as will enable true and fair accounts of the Club to be conveniently and properly audited; and
 - (iv) submitting to members at each annual general meeting of the Club accounts of the Club showing the financial position of the Club at the end of the immediately preceding financial year.
- (e) whenever directed to do so by the President, submit to the Committee a report, balance sheet or financial statement in accordance with that direction;
- (f) unless the members resolve otherwise at a general meeting, have custody of all securities, books and documents of a financial nature and accounting records of the Club, including those referred to in paragraphs (d) and (e); and -
- (g) perform such other duties as are imposed by these rules on the Finance Manager.

17 Casual vacancies in membership of Committee

A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member-

- (a) is the subject of a resolution passed by a general meeting of members terminating his or her appointment as a Committee member.
- (b) 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;
- (c) is convicted of an offence under the Act;
- (d) is permanently incapacitated by mental or physical ill-health;
- (e) 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;
- (f) of which meetings the member received notice, and the Committee has resolved to declare the office vacant;
- (g) dies; or
- (h) ceases to be a member of the Club.

18 Proceedings of Committee

(1) The Committee must meet together for the dispatch of business not less than twelve (12) times in each year and the President, or at least half the members of the Committee, may at any time convene a meeting of the Committee.

(2) Each Committee member has a deliberative vote.

(3) A question arising at a Committee meeting must be decided by a majority of votes, but, if there no majority, the person presiding at the Committee meeting will have a casting vote in addition to his or her deliberative vote.

(4) At a Committee meeting four (4) Committee members constitute a quorum.

(5) Subject to these rules, the procedure and order of business to be followed at a Committee meeting must be determined by the Committee members present at the Committee meeting.

(6) As required under sections 21 and 22 of the Act, a Committee member having any direct or indirect pecuniary interest in a contract, or proposed contract, made by, or in the contemplation of, the Committee (except if that pecuniary interest exists only by virtue of the fact that the member of the Committee is a member of a class of persons for whose benefit the Club is established), must-

- (a) as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee; and
- (b) not take part in any deliberations or decision of the Committee with respect to that contract.

(7) Sub-rule (6) (a) does not apply with respect to a pecuniary interest that exists only by virtue of the fact that the member of the Committee is an employee of the Club.

(8) The Secretary must cause every disclosure made under sub-rule (6) (a) by a member of the Committee to be recorded in the minutes of the meeting of the Committee at which it is made.

19 General meetings

(1) The Committee-

- (a) may at any time convene a special general meeting;
- (b) must convene annual general meetings within the time limits provided for the holding of such meetings by section 23 of the Act, that is, in every calendar year within 4 months after the end of the Club 's financial year or such longer period as may in a particular case be allowed by the Commissioner, except for the first annual general meeting which may be held at any time within 18 months after incorporation; and
- (c) must, within 30 days of-

- (i) receiving a request in writing to do so from not less than twenty-five (25) eligible members, convene a special general meeting for the purpose specified in that request; or
- (ii) the Secretary receiving a notice under rule 11 (4), convene a general meeting to deal with the appeal to which that notice relates.

(d) must, after receiving a notice under rule 6 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.

(2) The members making a request referred to in sub-rule (1) (c) (i) must-

- (a) state in that request the purpose for which the special general meeting concerned is required; and
- (b) sign that request.

- (3) If a special general meeting is not convened within the relevant period of 30 days referred to-
- (a) in sub-rule (1) (c) (i), the members who made the request concerned may themselves convene
 - a special general meeting as if they were the Committee; or
 - (b) in sub-rule (1) (c) (ii), the member who gave the notice concerned may him or herself convene
 - a special general meeting as if he or she were the Committee.
- (4) When a special general meeting is convened under sub-rule (3) (a) or (b) the Club must pay the reasonable expenses of convening and holding the special general meeting.
- (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-
- (a) when and where the general meeting concerned is to be held; and
 - (b) particulars of the business to be transacted at the general meeting concerned and of the order in which that business is to be transacted.
- (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-
- (a) when and where the annual general meeting is to be held;
 - (b) the particulars and order in which business is to be transacted, as follows-
 - (i) first, the consideration of the accounts and reports of the Committee;
 - (ii) second, the election of Committee members to replace outgoing Committee members; and
 - (iii) third, any other business requiring consideration by the Club at the general meeting.
- (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.
- (8) The Secretary must give a notice under sub-rule (5), (6) or (7) by-
- (a) serving it on a member personally; or
 - (b) sending it by post to a member at the address of the member appearing in the register of members kept and maintained under rule 7.
- (9) When a notice is sent by post under sub-rule (8) (b), sending of the notice will be deemed to be properly affected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepaid mail.

20 Quorum and proceedings at general meetings

- (1) At a general meeting twenty-five (25) members present in person constitute a quorum.
- (2) If within 30 minutes after the time specified for the holding of a general meeting in a notice given under rule 19 (5) or (6)-
 - (a) as a result of a request or notice referred to in rule 19 (1) (c) or as a result of action taken under rule 19 (3) a quorum is not present, the general meeting lapses; or
 - (b) otherwise than as a result of a request, notice or action referred to in paragraph (a), the general meeting stands adjourned to the same time on the same day in the following week and to the same venue.
- (3) If within 30 minutes of the time appointed by sub-rule (2) (b) 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.
- (4) The President 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.
- (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.
- (6) When a general meeting is adjourned for a period of 30 days or more, the Secretary must give notice under rule 19 of the adjourned general meeting as if that general meeting were a fresh general meeting.
- (7) At a general meeting-
 - (a) 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
 - (b) a special resolution put to the vote will be decided in accordance with section 24 of the Act as defined in sub rule 2, and, if a poll is demanded, in accordance with sub-rules (9) and (11).
- (8) A declaration by the President 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).
- (9) At a general meeting, a poll may be demanded by the President or by three or more members present in person or by proxy and, if so demanded, must be taken in such manner as the President directs.

(10) If a poll is demanded and taken under sub-rule (9) in respect of an ordinary resolution, a declaration by the President of the result of the poll is evidence of the matter so declared.

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

The order of business at the Annual Meeting shall be as follows:

- (a) Reading notice of meeting.
- (b) Reading minutes of the last Annual Meeting and any other General Meeting not yet confirmed and confirming or amending same.
- (c) Reading President's Report, discussion and adoption or otherwise.
- (d) Reading Statement of accounts and Balance Sheet to be received or otherwise.
- (e) Election of Management Committee.
- (f) Election of club Auditor.
- (g) Special Business of which Notice of Motion has been given.
- (h) Other Business.

21 Minutes of Meetings

(1) The Secretary must cause proper minutes of all proceedings of all general meetings and Committee meetings to be taken and then to be entered within 30 days after the holding of each general meeting or Committee meeting, as the case requires, in a minute book kept for that purpose.

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

(3) When minutes have been entered and signed as correct under this rule, they are, until the contrary is proved, evidence that-

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

22 Voting Rights of Members

(1) Subject to these rules, each member present in person or by proxy at a general meeting is entitled to a deliberative vote.

(2) A member which is a body corporate may appoint in writing a natural person, whether or not he or she is a member, to represent it at a particular general meeting or at all general meetings.

(3) An appointment made under sub-rule (2) must be made by a resolution of the board or other governing body of the body corporate concerned-

- (a) which resolution is authenticated under the common seal of that body corporate; and
- (b) a copy of which resolution is lodged with the Secretary.

(4) A person appointed under sub-rule (2) to represent a member which is a body corporate is deemed for all purposes to be a member until that appointment is revoked by the body corporate or, in the case of an appointment in respect of a particular general meeting, which appointment is not so revoked, the conclusion of that general meeting.

23 Proxies by Members

A member (in this rule called "the appointing member") may appoint in writing another member who is a natural person to be the proxy of the appointing member and to attend, and vote on behalf of the appointing member at any general meeting.

24 Rules of the Club

(a) No repeal of any existing rules and no new rules or alteration, amendments or suspensions of a rule shall be valid unless made by a Special Resolution when it is passed by a three quarters majority of members present and voting at a General or Special General Meeting.

(b) Notices of motions to repeal, alter or suspend any rule shall be given to the Secretary at least 21 days preceding the Annual or Special General Meeting at which the Special Resolution shall be presented. The Secretary shall exhibit the proposal on The Club notice board at least fourteen days prior to such meeting.

(c) As soon as is practical after the making of **any proposal for a change** to the Constitution or Rules of the Club and within one month of the passing of a Special Resolution, the Secretary shall provide to the Director of Liquor Licensing and the Commissioner for Consumer Protection, certified particulars of the change proposed. No effect will be given to the change **without prior approval** of the Director and the Commissioner.

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.

Should any question of dispute arise as to the interpretation or construction of any Rules or By-Laws of the Club the Committee shall determine such interpretation or construction.

No member shall be entitled to take any legal action against The Club (other than a claim for goods sold and delivered and services rendered) and must conform to the decisions of the Committee and in the case of an appeal, to the decision of the General meeting to which he/she may appeal.

25 Bank Accounts

All cheques drawn on the Club's main accounts shall be signed by any two of the President, Vice President, Secretary or Finance Manager.

26 Audit

Auditors appointed by the Club shall carry out an audit of the Club's accounts.

The Auditor shall make a report to the members, which is to be submitted to every Annual General Meeting.

The Auditors may employ persons to assist in investigating such accounts and may require explanation from members of the Committee or any employee of the Club.

27 Common Seal

(1) The Club must have a common seal on which its corporate name appears in legible characters.

(2) The common seal of the Club must not be used without the express authority of the Committee and every use of that common seal must be recorded in the minute book referred to in rule 21.

28 Inspection of records, etc.

A member may at any reasonable time inspect without charge the books, documents, records and securities of the Club as required by The Act.

29 Disputes and mediation

- (1) The grievance procedure set out in this rule applies to disputes under these rules between
 - (a) a member and another member; or
 - (b) a member and the Club; or
 - (c) if the Club provides services to non-members, those non-members who receive services from the Club, and the Club.
- (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.
- (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.
- (4) The mediator must be
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement
 - (i) in the case of a dispute between a member and another member, a person appointed by the Committee of the Club;
 - (ii) in the case of a dispute between a member or relevant non-member (as defined by sub-rule (1) (c)) and the Club, a person who is a mediator appointed to, or employed with, a not for profit organization.
- (5) A member of the Club can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must
 - (a) give the parties to the mediation process every opportunity to be heard;
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) The mediation must be confidential and without prejudice.
- (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

30 Winding up of the Club

If upon winding up or dissolution of the club there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members but shall be given or transferred:

- (a) To another club incorporated under the Act; or
- (b) For charitable purposes;

This incorporated club or purposes, as the case requires shall be determined by the resolution of the members when authorising and directing the Committee under section 33(3) of the Act to prepare a distribution plan of the surplus property of the club.