

# **CAMBRIDGE PARK CRANEBROOK**

*JUNIOR RUGBY LEAGUE CLUB CONSTITUTION*



Australian Securities and Investments Commission  
Corporations Act 2001

A public company Limited by Guarantee

## **CONSTITUTION**

of

## **CAMBRIDGE PARK CRANEBROOK JUNIOR RUGBY LEAGUE CLUB LIMITED**

**ABN: 15 103 693 932**

I certify this to be a true copy of the Constitution of Cambridge Park Cranebrook Junior Rugby League Club Limited as at 01/12/2021

A handwritten signature in black ink, appearing to be 'Stephen Evans'.

Stephen Evans

**Secretary**

CAMBRIDGE PARK CRANEBROOK JUNIOR RUGBY LEAGUE CLUB LIMITED

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### 1. DEFINITIONS

- 1.1 The name of the club (hereinafter called the Cambridge Park Cranebrook Junior Rugby League Club) is "Cambridge Park Cranebrook Junior Rugby League Club".
- 1.2 In this Constitution, unless the contract otherwise requires: "Act" means the Corporations Act 2001
- 1.3 **"Annual General Meeting"** means the General Meeting held each year as required by the Act and these Rules.
- 1.4 **"Executive"** means the Executive Committee of Management as constituted in accordance with these Rules.
- 1.5 **"Executive Committee"** means the managing body as set out in these Rules
- 1.6 **"By-Laws"** means the By-Laws of the Cambridge Park Cranebrook Junior Rugby League Club from time to time as promulgated by the Executive Committee
- 1.7 **"PDJRL"** means the Penrith and Districts Rugby League Club Limited
- 1.8 **"Member"** or **"Members"** means the member or members of the General Committee
- 1.9 **"Rules"** means the Rules set out in this Constitution and all supplementary substitutes or amending Rules from the time being in force.

### 2. INTERPRETATIONS

- 2.1 In this Constitution, unless the context otherwise requires, A reference to:
  - 2.1.1 One gender includes the other
  - 2.1.2 The singular includes the plural and the plural includes the singular;
  - 2.1.3 A reference to a day or a month means a calendar day or calendar month;
  - 2.1.4 a reference to 'writing' or 'written' includes modes of reproducing or representing words in a visible form;
- 2.2 The meaning of any general language is not restricted by any accompanying example, and the words 'includes', 'including', 'such as', 'for example' or similar words are not words of limitation; and
- 2.3 Headings and index are for convenience only and do not form part of this Constitution or affect its interpretation.

### 3. OBJECTS

- 3.1 In this, the registered office of the Cambridge Park Cranebrook Junior Rugby League Club shall be situated in the Penrith or in such other place in New South Wales as the PDJRL may from time to time determine.
- 3.2 The objects for which the Cambridge Park Cranebrook Junior Rugby League Club was established are:
  - 3.2.1 To take over and assume the assets and liabilities of "Cambridge Park Cranebrook Junior Rugby League Club".
  - 3.2.2 To affiliate with the PDJRL and the relationship with PDJRL is a coordinated mutual interest as deemed and approved by the PDJRL and be guided by the constitution, rules and By-Laws of the PDJRL.
  - 3.2.3 To co-operate and work in partnership with the PDJRL in the promotion, organisation and conduct of the game of Junior Rugby League.

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- 3.2.4 To hear, determine upon and settle all questions or disputes on any matter relating to Junior Rugby League and provide procedures and rules for the handling generally of any complaints, protests, misconduct, disputes, appeals and breaches of any rules and/or By-Laws of the Cambridge Park Cranebrook Junior Rugby League Club and affiliated association be they incorporated or unincorporated associations.
- 3.2.5 To delegate all or any of its powers to any committee or committees consisting of one or more persons or to any Executive Committee or Tribunal appointed by the Executive Committee.
- 3.2.6 To foster, encourage, promote and control the development of Junior Rugby League football in the Rugby League District of Penrith or elsewhere and generally to take such actions as may be considered conducive to its best interests.
- 3.2.7 To aid, support, assist financially and otherwise the fostering and promotion of junior rugby league in schools, both primary and secondary in the area referred to in paragraph (b) hereof and such other juniors or school sport or sports as may be deemed expedient from time to time.
- 3.2.8 To purchase, hire, lease or otherwise acquire for the Cambridge Park Cranebrook Junior Rugby League Club any real or personal property and any rights or privileges which the Cambridge Park Cranebrook Junior Rugby League Club may think necessary or convenient for the carrying out of its objects or any of them.
- 3.2.9 To give, sell, mortgage, exchange, hire, lease or otherwise dispose of the property of the Cambridge Park Cranebrook Junior Rugby League Club or any part or parts thereof.
- 3.2.10 To invest and deal with any of the monies of the Cambridge Park Cranebrook Junior Rugby League Club immediately required for the purposes thereof upon such securities and in such manner as may be deemed fit and from time to time to vary and realise such investments.
- 3.2.11 To make, draw, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.
- 3.2.12 To grant, take or reject any gift of property, money or goods whether subject to any special trust or not.
- 3.2.13 To erect, maintain, improve or alter any building or buildings for the purposes of the Cambridge Park Cranebrook Junior Rugby League Club.
- 3.2.14 To indemnify any person or persons whether members of the Cambridge Park Cranebrook Junior Rugby League Club or not who may incur or have incurred any personal liability authorised by the Cambridge Park Cranebrook Junior Rugby League Club for the benefit of the club and for that purpose to give such person or persons mortgages, charges or other security over the whole or any part of the real or personal property, present or future of the club.

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- 3.2.15 To protect the interest of members, improve and promote the status of players and co-operate, co-ordinate and foster good relationships between all associations affiliated with the Junior Rugby League.
  - 3.2.16 To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen, officials and other persons as may be necessary or convenient for the purpose of the Cambridge Park Cranebrook Junior Rugby League Club.
  - 3.2.17 To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for procuring contributions to the funds of the Cambridge Park Cranebrook Junior Rugby League Club in the shape of donations, annual subscriptions or otherwise.
  - 3.2.18 To make donations for patriotic or charitable purposes.
  - 3.2.19 To print and publish any newspapers, periodicals, books, leaflets or use of Social Media that the Cambridge Park Cranebrook Junior Rugby League Club may think desirable for the promotion of its objectives.
  - 3.2.20 Every member of the Cambridge Park Cranebrook Junior Rugby League Club undertakes to contribute to the assets of the Cambridge Park Cranebrook Junior Rugby League Club in the event of same being wound up during the time that person is a member or within one year afterwards for payment of the debts and liabilities of the Cambridge Park Cranebrook Junior Rugby League Club contracted before the time at which that person ceases to be a member and of the costs, charges and expenses of winding up the club and for the adjustment of the rights of the contributories amongst themselves such amount as any that may be required not exceeding four dollars (\$4.00).
  - 3.2.21 If upon winding up or dissolution of the Cambridge Park Cranebrook Junior Rugby League Club there remains after satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed amongst the members of the Cambridge Park Cranebrook Junior Rugby League Club but shall be given or transferred to some other institution or institutions having objects similar to those of this Cambridge Park Cranebrook Junior Rugby League Club and which shall prohibit the distribution of its or their income and property amongst its or their members to an extent at least as great as imposed on the Cambridge Park Cranebrook Junior Rugby League Club or by virtue of Rule 6 hereof such institution or institutions to be determined by the members at or before the time of the dissolution or in default thereof by the Chief Judge in Equity of the Supreme Court of New South Wales or such other Judge of that Court as may have or acquire jurisdiction in the matter and if so far as effect cannot be given to the aforesaid provision then to some charitable object.
- 3.3 Correct accounts and books shall be kept, showing the financial affairs of the Cambridge Park Cranebrook Junior Rugby League Club and the usually shown in books of account of a like nature.

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### **4. MEMBERSHIP OF GENERAL COMMITTEE AND EXECUTIVE COMMITTEE**

- 4.1 The following persons shall be Members of the Cambridge Park Cranebrook Junior Rugby League Club and shall constitute the General Committee of the Cambridge Park Cranebrook Junior Rugby League Club, save as hereafter provided, shall continue to be Members until their successors are appointed by the PDJRL or elected by the General Committee.

#### **GENERAL COMMITTEE**

- 4.2 The General Committee shall consist of:
- 4.2.1 One (1) elected patrons;
  - 4.2.2 Four (4) elected members of the Executive Committee;
  - 4.2.3 One (1) appointed Independent by the Executive Committee
  - 4.2.4 All life members;
  - 4.2.5 Appointed members of the Cambridge Park Cranebrook Junior Rugby League Club General Committee
  - 4.2.6 Appointed members of the Cambridge Park Cranebrook Junior Rugby League Club Sub Committees

#### **EXECUTIVE COMMITTEE**

- 4.3 The Executive Committee will consist of 5 members as follows:
- 4.3.1 One (1) member appointed biannually as an Independent member by the Cambridge Park Cranebrook Junior Rugby League Club Executive Committee,
  - 4.3.2 Four (4) members who have been endorsed by the General Committee on a biannual basis, President, Vice President, Secretary, Treasurer
- 4.4 All registered criminal offence(s) in Australia must be declared to the Cambridge Park Cranebrook Junior Rugby League Club President prior to nomination or during tenure. Any person who does have a criminal offence(s) must have written consent of the PDJRL for nomination or hold a position on the Executive Committee.

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### **5. GOVERNANCE OF THE CAMBRIDGE PARK CRANEBROOK JUNIOR RUGBY LEAGUE CLUB**

- 5.1 Mandated items or tasks the Executive Committee of the Cambridge Park Cranebrook Junior Rugby League Club are required to complete:
  - 5.1.1 Monthly financial returns sent to the PDJRL
  - 5.1.2 Quarterly B.A.S. Statements
  - 5.1.3 Annual financial books to be audited for the Annual General Meeting
  - 5.1.4 Review Club by-laws and communicate updates annually
  - 5.1.5 Compliance with ASIC rules relating to any changes to the Executive Committee members
  - 5.1.6 Two (2) Signatories must be applied to all Cambridge Park Cranebrook Junior Rugby League Club accounts and must NOT be a relative of each other
  - 5.1.7 Minutes of Executive Committee & General Committee Meetings to be published one week before the next upcoming General Committee Meeting
- 5.2 Matters that the Cambridge Park Cranebrook Junior Rugby League Club Executive Committee cannot change without consultation with the General Committee:
  - 5.2.1 Structure and number of members on the Executive Committee
  - 5.2.2 The Cambridge Park Cranebrook Junior Rugby League Club logo
  - 5.2.3 Changes to this Constitution

### **6. EXECUTIVE COMMITTEE**

- 6.1 The business and affairs of the Cambridge Park Cranebrook Junior Rugby League Club shall be managed by the Executive Committee
- 6.2 A member of the Executive Committee may not hold a position on the Executive or General Committee of any other Junior League Club
- 6.3 The Executive Committee may invite people to attend and be involved in discussions at meetings of the Executive Committee and any other meetings as is required. However, none of these people will have the right to vote on any matter.

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### **7. NOMINATIONS OF ELECTED MEMBERS OF THE EXECUTIVE COMMITTEE**

- 7.1 The four (4) elected members of the Executive Committee shall be elected by the General Committee every two years from persons nominated as hereafter provided:
- 7.1.1 No person shall be qualified to be an elected member of the Executive Committee who is not a member of the General Committee. This rule is not applicable for the Independent.
  - 7.1.2 All elected members of the Executive Committee shall be elected for a period of two (2) years and must hold a valid NSW Working with Children check prior to submitting an Executive Committee nomination form.
  - 7.1.3 Nominations for election of the Executive Committee shall be made in writing and signed by two members of the General Committee and by the nominee who shall also signify their consent to the nomination.
  - 7.1.4 Every nomination for election must be signed by the nominee on the form prescribed by the Executive Committee and lodged with the Cambridge Park Cranebrook Junior Rugby League Club President at least twenty-eight (28) days prior to the Annual General Meeting.
  - 7.1.5 The Cambridge Park Cranebrook Junior Rugby League Club President shall immediately after receiving nominations communicate the names of the candidates and their proposers and post on the Cambridge Park Cranebrook Junior Rugby League Club public platforms.
  - 7.1.6 If the number of candidates nominated for the positions on the Executive Committee are less than the prescribed number, additional nominations may be made at the Annual General Meeting.
  - 7.1.7 If the number of candidates nominated for the positions on the Executive Committee are more than the prescribed number, then an election by ballot shall take place.
  - 7.1.8 If the number of candidates nominated for the positions on the Executive Committee is the same as the prescribed number, the Cambridge Park Cranebrook Junior Rugby League Club President shall declare those nominated duly elected.
  - 7.1.9 Any casual vacancy or vacancies of elected members which may occur in the Executive Committee may be filled by the Executive Committee and the person or persons appointed must be appointed from the General Committee and shall hold office until the next Annual General Meeting where voting occurs.

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### **8. VOTING PROCEDURE FOR THE ELECTED MEMBERS OF THE EXECUTIVE COMMITTEE**

- 8.1 An election by ballot of the patron(s) and members of the Executive Committee shall be conducted every two (2) years in the following manner:
- 8.1.1 The ballot shall be taken on the date fixed for the Annual General Meeting and only members of the General Committee as set out in this Constitution shall be entitled to vote;
  - 8.1.2 The ballot shall be conducted at the place appointed for the holding of such meeting;
  - 8.1.3 The voting papers shall contain the names drawn by lot, by the Cambridge Park Cranebrook Junior Rugby League Club President, of all duly nominated candidates for the respective positions
  - 8.1.4 The ballot shall be conducted by the Cambridge Park Cranebrook Junior Rugby League Club President or other authorised persons appointed by the Executive Committee
  - 8.1.5 At the closing of the ballot the Cambridge Park Cranebrook Junior Rugby League Club President assisted by other authorised persons not being candidates shall proceed with the examination of the voting papers and shall report the result to the President of the meeting who shall then declare such candidate or candidates who received the greatest number of votes to be duly elected.
  - 8.1.6 Any voting paper upon which the votes are not recorded in accordance with the requirements of the returning officer shall be rejected as informal.
  - 8.1.7 In any case of doubt as to the formality of the voting paper the matter shall be referred to the President whose decision shall be final.

### **9. REMOVAL OR REPLACEMENT OF EXECUTIVE COMMITTEE MEMBERS**

- 9.1 If any member of the Executive Committee shall die or shall fail to attend a regular meeting for three (3) meetings without an acceptable apology or leave of absence or if they shall resign or shall cease to be qualified in accordance with this Constitution, or if they shall become of unsound mind, the position shall be declared vacant by the Executive Committee and that person shall cease to be a member and the Executive Committee may appoint a successor to hold office until the next election by the Annual General Meeting and until such appointment is made the continuing Executive Committee members may continue to act notwithstanding such vacancy.
- 9.2 A member of the Executive Committee shall also cease to be qualified if the Executive Committee, after due consideration, resolves that a member of the Executive Committee is in breach of the constitution, to warrant such action being taken. The Executive Committee's determination of such ineligibility is final.
- 9.3 The General Committee may by special resolution carried by 3/5th majority at an Extraordinary General Meeting remove any or all Executive Committee members before the expiration of that person or person's period of office and appoint another or other members in their place. The person or persons so appointed shall hold office during such time only as the Executive Committee members removed would have held office if they had not been so removed.



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- 9.4 All acts done at any Executive Committee meeting or by any person acting as a member of the Executive Committee shall notwithstanding that it shall afterwards be discovered that there was some defect in the appointment of such members, or that they or any of them were disqualified be treated as valid as if every such person had been duly appointed as was qualified to be a member of the Executive Committee.

### **10. POWERS AND DUTIES OF EXECUTIVE COMMITTEE MEMBERS**

- 10.1 The management and general affairs of the Cambridge Park Cranebrook Junior Rugby League Club shall be under the management of the Executive Committee in partnership with the PDJRL and will have full control of the property of the Cambridge Park Cranebrook Junior Rugby League Club and absolute authority subject to this Constitution regarding its disposition and in the conduct and administration of all the affairs and business of the Cambridge Park Cranebrook Junior Rugby League Club including the rights and privileges of Members in the Cambridge Park Cranebrook Junior Rugby League Club except insofar as is otherwise expressly provided by these rules. But without derogating from the general powers herein before conferred the Executive Committee shall have power from time to time as follows:
- 10.1.1 To appoint and make adjustment to such General Committee roles and sub-committees consisting of such person or persons as they deem necessary or expedient, may depute or refer to them such of its powers and duties as it may define and determine and revoke or amend any such appointment without notice and without assigning any reason;
  - 10.1.2 A sub-committee shall submit written reports wherever necessary to the Executive Committee through the Cambridge Park Cranebrook Junior Rugby League Club Secretary.
  - 10.1.3 Each sub-committee shall not act or purport to act on behalf of the Cambridge Park Cranebrook Junior Rugby League Club without the express authority of the Executive Committee being first had and obtained
  - 10.1.4 To make such By-Laws, rules and regulations not inconsistent with this Constitution as in the opinion of the Executive Committee are necessary or desirable for the proper control, administration and management of the Cambridge Park Cranebrook Junior Rugby League Club, its finances, affairs, interests, effects and property and for the convenience, comfort and well-being of the Cambridge Park Cranebrook Junior Rugby League Club and to amend or rescind from time to time any such By-Laws, rules and regulations.
  - 10.1.5 To enforce the observance of all By-Laws, rules or regulations by disqualification from participation of Cambridge Park Cranebrook Junior Rugby League Club privileges or part thereof or otherwise as the Executive Committee deems fit.
  - 10.1.6 To appoint any delegate or delegates to represent the Cambridge Park Cranebrook Junior Rugby League Club for any purpose with such powers as may be required;

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- 10.1.7 To institute, conduct, defend, compound or abandon any legal proceedings by or against the Cambridge Park Cranebrook Junior Rugby League Club or its officers or otherwise concerning the affairs of the Cambridge Park Cranebrook Junior Rugby League Club and to compound or allow time for payment and satisfaction of any debts due to an any claims or demands by or against the Cambridge Park Cranebrook Junior Rugby League Club and to refer any claims by or demands by or against the Cambridge Park Cranebrook Junior Rugby League Club to the PDJRL;
- 10.1.8 To determine who shall be entitled to sign or endorse on the Cambridge Park Cranebrook Junior Rugby League Club's behalf, contracts, receipts, acceptances, cheques, bills of exchange, promissory notes and other documents or instruments;
- 10.1.9 To invest and deal with any of the monies of the Cambridge Park Cranebrook Junior Rugby League Club not immediately required for the purposes of the Cambridge Park Cranebrook Junior Rugby League Club upon such securities and in such manner as the Executive Committee may think fit and from time to time vary or realise such investments
- 10.1.10 To fine, caution or disqualify for such period as it thinks fit or otherwise deal with any member who shall wilfully infringe any provisions of the constitution or of the By-Laws, Codes of Conduct, rules or regulations of the Cambridge Park Cranebrook Junior Rugby League Club, or who shall in the opinion of the Executive Committee be guilty of conduct unbecoming of a member or prejudicial to the interests of the Cambridge Park Cranebrook Junior Rugby League Club;
- 10.1.11 Deal with, and adjudicate on, any complaint made to it of misconduct of any Affiliate Club or Member or any member or members thereof any team, provided such complaint is for misconduct detrimental to the policy, interest and welfare of the Cambridge Park Cranebrook Junior Rugby League Club and any Affiliated Cambridge Park Cranebrook Junior Rugby League Club and in the exercise of the power hereby conferred may disqualify, fine or otherwise deal with any person, Member, Affiliated Cambridge Park Cranebrook Junior Rugby League Club or team, in addition to other penalties imposed by the Affiliated Cambridge Park Cranebrook Junior Rugby League Club, NSWRL or the NRL
- 10.1.12 The Executive Committee shall have the power to cite or cause to appear before the appropriate committee any Member, officer or official of any Affiliated Cambridge Park Cranebrook Junior Rugby League Club against whom a complaint of misconduct or of any infringement of the By-Laws and competition rules of the Cambridge Park Cranebrook Junior Rugby League Club shall have been laid and after proper inquiry therein, by the Affiliated Cambridge Park Cranebrook Junior Rugby League Club shall adjudicate thereon and shall have power to disqualify or otherwise deal with any such Member or officer.

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- 10.1.13 Should the Executive Committee have reasonable grounds to believe that any Affiliated Cambridge Park Cranebrook Junior Rugby League Club has failed to make such proper inquiry as aforesaid, it shall request such Affiliated Cambridge Park Cranebrook Junior Rugby League Club to complete the inquiry and failing compliance within a reasonable time after such request, it shall be the duty of the Executive Committee to take such action as it may deem fit.
- 10.1.14 The Executive Committee may call upon any member of any Affiliated Cambridge Park Cranebrook Junior Rugby League Club to the Cambridge Park Cranebrook Junior Rugby League Club to attend any meeting to reply to any relevant question that may be put and produce letters, papers or books. Should that member fail to comply without reasonable explanation or make misleading statements, that member may be disqualified or otherwise dealt with at the discretion of the Executive Committee.
- 10.1.15 The Executive Committee in partnership with the PDJRL shall have final say regarding interpretation of any part of this Constitution and the rules and regulations and all By-Laws, Code of Conduct and other matters associated with the Cambridge Park Cranebrook Junior Rugby League Club.
- 10.1.16 Reasonable expenses incurred by Executive Committee members and other officials attending meeting, seminars, conferences, other duly constituted committee meetings or Cambridge Park Cranebrook Junior Rugby League Club activity as approved by the Executive Committee from time to time on production of invoices, receipts or other proper documentary evidence of such expenditure.
- 10.1.17 Should the Executive Committee have reasonable cause to believe that an Affiliated Cambridge Park Cranebrook Junior Rugby League Club, without approval or permission of the Executive Committee, takes any action or aids and abets another person or persons whether directly or indirectly to take any action, to form an agreement, joint venture, relationship, sponsorship or align its members, players or teams or club, with another club or group, that is not affiliated with the Cambridge Park Cranebrook Junior Rugby League Club, whereby such action is considered by the Executive Committee to be against the welfare, interests, policy or image of the Cambridge Park Cranebrook Junior Rugby League Club, the Executive Committee may, after proper investigation, adjust or cancel the affiliation of such club or otherwise deal with the matter.
- 10.1.18 Any By-Law, Rule or Regulation made pursuant to this Constitution shall come into force and be fully operative upon the communication of the appropriate notice containing such By-Law, Rule or Regulation.

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

- 11.1 The Executive Committee shall meet at least once in every month for the transaction of business. Minutes of all resolutions or proceedings of the Executive Committee shall be entered in a book or file provided for the purpose. The President may at any time and the Cambridge Park Cranebrook Junior Rugby League Club President, shall upon the request in writing of two (2) members convene a meeting of the Executive Committee.
- 11.2 The President, if present, shall be entitled to preside at all meetings of the Executive Committee, in their absence the Deputy President shall preside, in their absence the Cambridge Park Cranebrook Junior Rugby League Club Executive will preside.
- 11.3 A Majority of the members shall constitute a quorum. If a quorum be not present within fifteen (15) minutes of the time fixed for the meeting it shall stand adjourned to the same day in the next week at the same time and place and if at the adjourned meeting a quorum is not present within fifteen (15) minutes from the time appointed for the meeting the members present shall be a quorum.

### **12. GENERAL MEETINGS**

- 12.1 The Annual General Meeting of the Cambridge Park Cranebrook Junior Rugby League Club shall be held in December at such time and place as may be prescribed by the Executive Committee provided always that an Annual General Meeting shall be held at least once in every year.
- 12.2 An extraordinary General Committee Meeting may be called on any date by the President of the Executive Committee and shall be called by the Cambridge Park Cranebrook Junior Rugby League Club Secretary upon receipt by them of a requisition which need not be in one document, signed by not less than thirty (30) Members of the General Committee stating the business to be considered. The date of such meeting shall be within forty (40) days of receipt of such requisition. Provided that if such meeting is not called within fourteen (14) days of receipt of the requisition the requisitions or most of them may themselves call the meeting and for that purpose shall have access to the register of Members and any other records necessary for the purpose of calling meetings of members.

### **13. NOTICE OF GENERAL MEETINGS**

- 13.1 Every notice convening an Annual General Meeting shall specify the place, the day and the hour of the meeting and such information concerning the business proposed to be transacted.
- 13.2 Every notice convening an Annual General Meeting shall be given in the manner prescribed to those Members who are entitled to attend, and vote and a copy shall be communicated to Members.
- 13.3 The period of notice with respect to General Meetings shall be Twenty-one (21) days in respect to Ordinary General Meetings and Extraordinary General Meetings.
- 13.4 Neither the accidental omission to give notice of a meeting to nor the non-receipt of a notice of a meeting by any member nor the omission to communicate a copy shall invalidate the proceedings at any meeting.

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### **14. QUORUM FOR GENERAL MEETINGS**

- 14.1 At any ordinary or Extraordinary General Committee Meeting, fifty percent of the members entitled to be present and present in person shall be a quorum and at any Extraordinary General Meeting called on or by the requisition of members, sixty five percent of members entitled to be present and present in person shall constitute a quorum. If a quorum be not present within fifteen (15) minutes of the time fixed for an Ordinary or Extraordinary General Meeting the meeting if convened on or by the requisition of Members shall be dissolved. If convened by the President or by the authority of the Executive Committee, it shall be adjourned to the same day in the next week at the same time and place and if at the adjourned meeting a quorum is not present within fifteen (15) minutes of the time fixed for the Ordinary or Extraordinary General Meeting the meeting if convened on or by the requisition of Members shall be dissolved.

### **15. PROCEEDINGS AT GENERAL MEETINGS**

- 15.1 The business of an Annual General Meeting shall be to receive and consider the report of the Executive Committee and income and expenditure account, the balance sheet and the report of the auditors, to elect the Executive Committee and an auditor or auditors and to transact any other business which under these rules is to be transacted at an Annual General Meeting. All other business transacted at an Annual General Meeting and all business transacted at an Extraordinary General Meeting shall be deemed Special.
- 15.2 The General Committee shall meet a minimum of Eight (8) times in each year at such places and times as the General Committee shall determine. A meeting of the General Committee may be convened by the President giving no less than twenty-four (24) hours' notice to each member of the General Committee.
- 15.3 The business of meetings of the General Committee shall be as follows:
- 15.3.1 Confirmation of the Minutes of the previous meeting.
  - 15.3.2 Business arising out of previous minutes.
  - 15.3.3 Correspondence.
  - 15.3.4 Reports.
  - 15.3.5 Passing of accounts.
  - 15.3.6 Special Business and Notices of motion.
  - 15.3.7 General Business.
- 15.4 The business of the Annual Meeting shall be as follows:
- 15.4.1 Welcome
  - 15.4.2 Apologies for absence
  - 15.4.3 Previous Annual General Meeting minutes – Confirm and Adopt
  - 15.4.4 Matters arising from minutes – Correspondence
  - 15.4.5 President's annual report
  - 15.4.6 Secretary's annual report

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15.4.7 Treasurer's annual report pursuant to Section 26 (6) of the Act.

15.4.8 Election of officers

15.4.9 General business

15.4.10 Date of next meeting

15.4.11 Close of meeting

- 15.5 The Annual General Meeting and an Extraordinary General Meeting shall not transact any business except that which is specified in the requisition or in the notice calling the meeting or which, in the opinion of the President of the meeting, is a relevant amendment to any notice which is or is part of the business specified or directly arising out of the business specified in the agenda or the meeting.
- 15.6 The President shall, if present, be entitled to preside at all General Meetings of the Cambridge Park Cranebrook Junior Rugby League Club, and in their absence the Deputy President shall preside, in their absence the meeting shall elect another member to be President of the meeting, the Cambridge Park Cranebrook Junior Rugby League Club Secretary taking the chair for the purpose only of the election.
- 15.7 Every question submitted to a General Meeting of the Cambridge Park Cranebrook Junior Rugby League Club or to any meeting of the Executive Committee or any Sub-Committee shall be decided in the first instance by a show of hands and in the case of equality of votes the President shall both on a show of hands and on a poll have a casting vote in addition to the vote to which he is entitled as a Member.
- 15.8 At General Meetings, unless a poll is demanded by the President or by at least five Members present and entitled to vote at the meeting a declaration by the President that a resolution has been carried or carried by a particular majority or lost or not carried by a particular majority and an entry to that effect in the book of proceedings of the Cambridge Park Cranebrook Junior Rugby League Club shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.
- 15.9 The demand for a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded. No poll shall be demanded for the election of a President of a meeting and a poll demanded on a question of adjournment shall be taken at the meeting without adjournment.
- 15.10 Any General Meeting at which a quorum is present, may be adjourned by resolution as the meeting may determine and no notice of such adjournment need be given.

## **16. VOTING MEMBERS**

- 16.1 Every Member eligible to vote shall both, on a show of hands or on the taking of a poll, have one vote.

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### **17. CESSATION OF MEMBERSHIP**

- 17.1 A Member at any time by giving notice in writing to the Cambridge Park Cranebrook Junior Rugby League Club may resign their membership.
- 17.2 If any Members shall refuse or neglect to comply with the provision of this Constitution, By-Laws, rules and regulations of the Cambridge Park Cranebrook Junior Rugby League Club or if any Member shall in the opinion of the Executive Committee be guilty of any conduct deemed by the Executive Committee to be unbecoming of a Member or prejudicial to the interest of the Cambridge Park Cranebrook Junior Rugby League Club, such Member may be disqualified by resolution of the Executive Committee and such resolution need not state the grounds, facts or opinions upon which it is based, PROVIDED:
- 17.2.1 That at least seven (7) days before the meeting at which such resolution is passed, the Member concerned shall have been notified either orally or in writing of the intended resolution and requested to be present at the meeting and shall at such meeting and before such meeting and before such resolution is passed have had an opportunity of giving orally or in writing any explanation or defence considered necessary.
- 17.2.2 That seven (7) days written notice of the meeting to consider the case of a Member under this rule shall be given to the Executive Committee and that the notice convening the meeting shall state that the case of the Member or Members and the question of their membership are to be considered.
- 17.2.3 Any resolution under this rule shall require for its passage a simple majority of the votes of the Executive Committee members.
- 17.2.4 Every person ceasing to be a Member of the Cambridge Park Cranebrook Junior Rugby League Club whether by retirement, disqualification, death or otherwise, shall forfeit all rights as a Member of the Cambridge Park Cranebrook Junior Rugby League Club but shall remain liable for any monies due or payable.
- 17.2.5 A Member, player or official of Cambridge Park Cranebrook Junior Rugby League Club, while under suspension or disqualification shall not be eligible to hold any position or office in such club or Cambridge Park Cranebrook Junior Rugby League Club and shall forfeit all privileges of the Cambridge Park Cranebrook Junior Rugby League Club.

### **18. REGISTER OF MEMBERS**

- 18.1 The Cambridge Park Cranebrook Junior Rugby League Club shall keep a register of Members setting forth the name in full and address of each Member, specifying the class of membership.



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### **19. MINUTES**

- 19.1 The Executive Committee shall cause minutes to be kept by the Cambridge Park Cranebrook Junior Rugby League Club in books or file provided for the purposes:
- 19.1.1 Of all appointments of officers made by the Cambridge Park Cranebrook Junior Rugby League Club in General Meetings or by the Executive Committee
  - 19.1.2 Of the names of the Executive Committee members present and voting at each meeting of the Executive Committee.
  - 19.1.3 Of the number of Members present and voting at General Meetings of the Cambridge Park Cranebrook Junior Rugby League Club.
  - 19.1.4 Of all resolutions and proceedings at all meetings either of the Cambridge Park Cranebrook Junior Rugby League Club or of the Executive Committee.

### **20. FINANCIAL AND RUGBY LEAGUE YEAR**

- 20.1 The financial year of the Cambridge Park Cranebrook Junior Rugby League Club shall commence on the 1st day of November and end on the last day of October of each year.

### **21. ACCOUNTS AND AUDIT**

- 21.1 The Executive Committee in partnership with the PDJRL shall cause correct accounts and books to be kept showing the financial affairs of the Cambridge Park Cranebrook Junior Rugby League Club and the usually shown in books, file of account of a like nature and showing and without limiting the generality hereof:
- 21.1.1 All sums of money received and expended by the Cambridge Park Cranebrook Junior Rugby League Club and the matters in respect of which the receipt and expenditure takes place.
  - 21.1.2 All sales and purchases of goods by the Cambridge Park Cranebrook JRLC
  - 21.1.3 The assets, credits and liabilities of the Cambridge Park Cranebrook JRLC.
- 21.2 The books of accounts shall be kept at the Registered Office of the Cambridge Park Cranebrook Junior Rugby League Club or at such other place as the Executive Committee thinks fit and shall always be open to the inspection of the Executive Committee.
- 21.3 A copy of the balance sheet, auditor's report and income and expenditure account accompanied by a copy of the report of the Executive Committee shall be delivered to every member at the Annual General Meeting at which the said accounts and reports are to be presented.
- 21.4 Auditors shall be appointed, their duties regulated in accordance with the provisions of the Corporations Act 2001
- 21.5 The Cambridge Park Cranebrook Junior Rugby League Club Limited or PDJRL has the right to audit the financial records of the "Cambridge Park Cranebrook Junior Rugby League Club". PDJRL have no interest to control their finances but want to consider they are compliant to their key stakeholders (players, volunteers and local community).



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## *JUNIOR RUGBY LEAGUE CLUB CONSTITUTION*

### **22. CHANGING THE CONSTITUTION**

- 22.1 The constitution can only be changed by resolution of the General Committee at an Annual General Meeting or Extraordinary General Meeting called for that purpose, or called by direction in writing by the PDJRL:
- 22.1.1 Notice of any motion to amend, add to, alter or rescind must be given in writing to the Cambridge Park Cranebrook Junior Rugby League Club President.
  - 22.1.2 Any changes to local, state or federal legislation that impacts the constitution of the Cambridge Park Cranebrook Junior Rugby League Club shall be adopted automatically by the Executive Committee.
  - 22.1.3 Such notice must be signed by the proposer and seconder and shall state the clause, paragraph, part or section, the page number and give details of the proposed change.
  - 22.1.4 The Cambridge Park Cranebrook Junior Rugby League Club President shall give seven (7) days' notice to all members of the General Committee and the notice of motion shall date from the meeting at which it was handed to the Cambridge Park Cranebrook Junior Rugby League Club President.
  - 22.1.5 The President may on a matter of urgency waive such seven (7) days' notice provided there are two thirds of the full voting Members present and three fifths of those in attendance give consent.
  - 22.1.6 Any such notice of motion shall be declared lost unless three fifths of those voting support it and once a notice of motion to alter the rules is defeated no further notice of motion on that matter shall be considered until after the expiration of three (3) months.
  - 22.1.7 An amendment or alteration will not have any effect or force until it has been approved by the PDJRL,
  - 22.1.8 The Cambridge Park Cranebrook Junior Rugby League Club President has the on-going authority each year to update the names, occupations, addresses and other details of members of the Executive Committee as required by the Australian Securities and Investment Commission following changes that occur as a result of the elections at the Annual General Meeting.

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## *JUNIOR RUGBY LEAGUE CLUB CONSTITUTION*

### **23. LIFE MEMBERSHIP**

- 23.1 Life membership shall entitle the holder to speak or vote at any General Committee Meeting and to stand for any office of the Cambridge Park Cranebrook Junior Rugby League Club.
- 23.2 Nominees shall have at least ten (10) years' service as a member of the General Committee and have given outstanding service to the Cambridge Park Cranebrook Junior Rugby League Club or registered and completed eighteen (18) seasons as a player.
- 23.3 In the case of an extraordinary player circumstance, a player must have played at least eight (8) seasons with the Cambridge Park Cranebrook Junior Rugby League Club or clubs affiliated with and progressed to grade and gained selection to play for New South Wales Origin, Queensland Origin, Australia or Country of heritage, whilst still a representative of the PDJRL.
- 23.4 Nominations must be in writing and bear the signature of a mover and seconder and contain the qualifications of the nominee.
- 23.5 Nominations must be lodged with the Cambridge Park Cranebrook Junior Rugby League Club President three (3) calendar months before the Annual General Meeting in each year, irrespective of previous nominations.
- 23.6 The Executive Committee will investigate a nomination and recommend the acceptance or rejection of same. Such recommendation shall be determined not later than one (1) calendar month prior to the Annual General Meeting.
- 23.7 No more than three (3) life members can be appointed in the one year, except if life membership is awarded to a player in accordance with this Rule. If that is the case, players so nominated will be in addition to the two life membership awards.
- 23.8 There must be at least seventy-five (75%) percent of eligible voting Members of the General Committee in attendance before an election will be proceeded with and the recommendation from the Executive Committee must be endorsed by three fifths (3/5ths) majority.
- 23.9 A ballot will be taken in which each Member of the General Committee present is entitled to vote, shall record a vote in the affirmative or negative in respect of each candidate.
- 23.10 The three (3) nominees receiving the highest number of affirmative votes, if number is at least three fifths (3/5ths) of those voting shall be declared Life Members.
- 23.11 Life membership shall be forfeited by misconduct detrimental to the policy, welfare and interests of the Cambridge Park Cranebrook Junior Rugby League Club.

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### **24. MISCONDUCT**

- 24.1 An official shall report any instances of misconduct or actions considered to be detrimental to the objects of the Cambridge Park Cranebrook Junior Rugby League Club. If the person complaining is a member of a Cambridge Park Cranebrook Junior Rugby League Club the complaint should be directed to the Cambridge Park Cranebrook Junior Rugby League Club President and PDJRL.

### **25. NOTICES**

- 25.1 A notice may be given by the Cambridge Park Cranebrook Junior Rugby League Club on any media platform, to any Member personally or by sending it by post to the last registered address.
- 25.2 If a Member has no registered address within the State of New South Wales and has not supplied to the Cambridge Park Cranebrook Junior Rugby League Club an address within the said State for the giving of notices a notice posted upon the notice Executive Committee shall be deemed to be well served on such Member at the expiration of twenty-four hours after it is so posted up.

### **26. INDEMNITY**

- 26.1 Every Executive Committee member and every member of any Sub-Committee of the Cambridge Park Cranebrook Junior Rugby League Club and any person (whether an officer of the Cambridge Park Cranebrook Junior Rugby League Club or not) employed by the Cambridge Park Cranebrook Junior Rugby League Club as auditor shall be indemnified out of the funds of the Cambridge Park Cranebrook Junior Rugby League Club against all liability incurred by the Member as such member or member of a Sub-Committee or auditor in defending any proceedings whether civil or criminal in which judgement is given in the members favour or in which the member is acquitted.

### **27. EXECUTION OF DOCUMENTS**

- 27.1 The Executive Committee must provide for the safe custody of the Seal (if any).
- 27.2 The Cambridge Park Cranebrook Junior Rugby League Club may execute a document (including a deed) with the Seal by fixing the Seal to the document and having the fixing of the Seal witnessed by:
- 27.2.1 two (2) Executive Committee; or
  - 27.2.2 one (1) Executive Committee person and the Secretary.
- 27.3 The Cambridge Park Cranebrook Junior Rugby League Club must not execute a document (whether with or without using the Seal) except by the authority of a resolution passed at a meeting of the Executive Committee.