

PART 1—PRELIMINARY

1 Name

The Association shall be known as “The Park Orchards Tennis Club Incorporated”.

[ABN 65 309 846 846](#)

2 Purposes

The Purposes of the Park Orchards Tennis Club are to:

- (a) conduct, promote, and administer tennis in the local area;
- (b) advance tennis in the local area through development programs and the acquisition of relevant grants and or funds;
- (c) provide a safe and quality experience for its members;
- (d) operate as a not for profit organisation to provide tennis participation for its members;
- (e) act on behalf of and in the interest of its Members and members of the local community;
- (f) affiliate and liaise with the parent body or associations of which the Club is a Member and adopt their rules;
- (g) affiliate and liaise with the local government agency or other relevant agency with which facility lease arrangements have been made;
- (h) have regard to public interest and the local environment in all aspects of its operations; and
- (i) undertake what is necessary to advance these Objects.

3 Financial year

The financial year of the Association shall begin on 1st May and end on the subsequent 30th April in each year.

PART 2—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES

Division 1—Membership

4 Who is eligible to be a member

Any person who supports the purposes of the Association is eligible for membership.

5 Application for membership

(1) To apply to become a member of the Association, a person must submit a written application to a committee member stating that the person—

- (a) wishes to become a member of the Association; and
- (b) supports the purposes of the Association; and
- (c) agrees to comply with these Rules.

(2) The application —

- (a) must be signed by the applicant; and
- (b) may be accompanied by the joining fee.

Note

The joining fee is the fee (if any) determined by the Association under rule 6.

6 Annual subscription and fee on joining

(1) The amount of yearly subscription shall be determined at each Annual General Meeting. At the last General Management Committee meeting in the financial year, the General Management Committee will suggest that amount of subscription advisable and submit this amount to the Annual General Meeting as the General Management Committee's recommendation. The General Management Committee is empowered to accept yearly subscriptions on a pro-rata basis.

(2) Any member who has not paid his or her fees within two (2) months of the date of Final Notification shall be deemed non-financial. Such members forfeit all rights and privileges of membership.

7 General rights of members

(1) A member of the Association who is entitled to vote has the right—

- (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
- (b) to submit items of business for consideration at a general meeting; and
- (c) to attend and be heard at general meetings; and
- (d) to vote at a general meeting; and
- (e) to have access to the minutes of general meetings and other documents of the Association as provided under rule 75; and
- (f) to inspect the register of members.

(2) A member is entitled to vote if—

- (a) the member is a member other than an associate member; and

(b) more than 10 business days have passed since he or she became a member of the Association; and

(c) the member's membership rights are not suspended for any reason.

8 Associate members

(1) Associate members of the Association include—

(a) **any members under the age of 18 years;** and

(b) any other category of member as determined by special resolution at a general meeting.

(2) An associate member must not vote but may have other rights as determined by the Committee or by resolution at a general meeting.

9 Rights not transferable

The rights of a member are not transferable and end when membership ceases.

10 Ceasing membership

(1) The membership of a person ceases on resignation, expulsion or death.

(2) If a person ceases to be a member of the Association, the Secretary must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

11 Resigning as a member

(1) A member may resign by notice in writing given to the Association.

(2) A member is taken to have resigned if the member's annual subscription is more than 12 months in arrears

Division 2—Disciplinary action

12 Grounds for taking disciplinary action

The General Committee shall have full power to suspend or terminate the Membership of a Member for any of the following reasons:-

a) Taking any course of action or line of conduct liable to bring the Association into disrepute.

b) Willful infringement of any rules of the Association.

c) Refusing to abide by any decision of the General Management Committee.

13 Disciplinary subcommittee

(1) If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.

- (2) The members of the disciplinary subcommittee—
 - a) may be Committee members, members of the Association or anyone else; but
 - b) must not be biased against, or in favour of, the member concerned.

14 Notice to member

- (1) Before disciplinary action is taken against a member, the Secretary must give written notice to the member—
 - a) stating that the Association proposes to take disciplinary action against the member; and
 - b) stating the grounds for the proposed disciplinary action; and
 - c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the disciplinary meeting); and
 - d) advising the member that he or she may do one or both of the following—
 - (i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
 - (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
 - e) setting out the member's appeal rights under rule 23.
- (2) The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.

15 Decision of subcommittee

- (1) At the disciplinary meeting, the disciplinary subcommittee must—
 - a) give the member an opportunity to be heard; and
 - b) consider any written statement submitted by the member.
- (2) After complying with subrule (1), the disciplinary subcommittee may—
 - a) take no further action against the member; or
 - b) subject to subrule (3)—
 - (i) reprimand the member; or
 - (ii) suspend the membership rights of the member for a specified period; or
 - (iii) expel the member from the Association.
- (3) The disciplinary subcommittee may not fine the member.

(4) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

16 Appeal rights

- (1) A person whose membership rights have been suspended or who has been expelled from the Association under rule 22 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- (2) The notice must be in writing and given—
 - a) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
 - b) to the Secretary not later than 48 hours after the vote.
- (3) If a person has given notice under subrule (2), a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but in any event not later than 21 days, after the notice is received.
- (4) Notice of the disciplinary appeal meeting must be given to each member of the Association who is entitled to vote as soon as practicable and must—
 - a) specify the date, time and place of the meeting; and
 - b) state—
 - (i) the name of the person against whom the disciplinary action has been taken; and
 - (ii) the grounds for taking that action; and
 - (iii) that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

17 Conduct of disciplinary appeal meeting

- (1) At a disciplinary appeal meeting—
 - a) no business other than the question of the appeal may be conducted; and
 - b) the Committee must state the grounds for suspending or expelling the member and the reasons for taking that action; and
 - c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- (2) After complying with subrule (1), the members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- (3) A member may not vote by proxy at the meeting.
- (4) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

Division 3—Grievance procedure

18 Application

(1) The grievance procedure set out in this Division applies to disputes under these Rules between—

- a) a member and another member;
- b) a member and the Committee;
- c) a member and the Association.

(2) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

19 Parties must attempt to resolve the dispute

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

20 Appointment of mediator

(1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 26, the parties must within 10 days—

- a) notify the Committee of the dispute; and
- b) agree to or request the appointment of a mediator; and
- c) attempt in good faith to settle the dispute by mediation.

(2) The mediator must be—

- a) a person chosen by agreement between the parties; or
- b) in the absence of agreement—
 - (i) if the dispute is between a member and another member—a person appointed by the Committee; or
 - (ii) if the dispute is between a member and the Committee or the Association—a person appointed or employed by the Dispute Settlement Centre of Victoria.

(3) A mediator appointed by the Committee may be a member or former member of the Association but in any case must not be a person who—

- a) has a personal interest in the dispute; or
- b) is biased in favour of or against any party.

21 Mediation process

(1) The mediator to the dispute, in conducting the mediation, must—

- a) give each party every opportunity to be heard; and
 - 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 throughout the mediation process.
- (2) The mediator must not determine the dispute.

22 Failure to resolve dispute by mediation

If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

PART 4—GENERAL MEETINGS OF THE ASSOCIATION

23 Annual general meetings

- (1) The Annual General Meeting shall be held within two months after the close of the financial year giving at least fourteen (14) days notice in writing to members. Fifteen (15) members shall form a quorum for Annual or General Meetings.
- (2) The order of business at Annual General Meetings shall be:-
 - a) Minutes
 - b) Correspondence
 - c) Consideration and adoption of the various Committees' reports,
consideration of the Annual Reports, Honorary Treasurer's statement duly audited.
 - d) Changes to the Constitution
 - e) Election of Office-Bearers
 - f) Election of various Committees
 - g) Election of Honorary Auditor
 - h) General Business

24 Special general meetings

Special Committee meetings may be convened at any time by the President, Honorary Secretary, or three members thereof, by giving Notice in writing, such Notice to be forwarded to the Honorary Secretary, who shall call a meeting within fourteen (14) days of receipt thereof. Seven (7) Members shall form a quorum at all General Management Committee meetings.

25 Special general meeting held at request of members

General Meetings may be called either by –

- a) The General Management Committee, or

- b) 40 financial Members of the Association by submitting their request in writing to the General Management Committee through the Secretary. Such request shall be dealt with forthwith and meeting shall be called within twenty-eight (28) days. Notices to be sent fourteen days (14) prior to Meeting.

26 Proxies

Each member entitled to vote may appoint another member as his proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed. The Notice appointing the proxy shall be in the form set out in Appendix 2.

27 Adjournment of general meeting

- (1) The Chairperson of a general meeting at which a quorum is present may, with the consent of a majority of members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- (2) Without limiting subrule (1), a meeting may be adjourned—
 - a) if there is insufficient time to deal with the business at hand; or
 - b) to give the members more time to consider an item of business.

Example

The members may wish to have more time to examine the financial statements submitted by the Committee at an annual general meeting.

- (3) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- (4) Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 23.

28 Voting at general meeting

- (1) On any question arising at a general meeting—
 - a) subject to subrule (3), each member who is entitled to vote has one vote; and
 - b) members may vote personally or by proxy; and
 - c) except in the case of a special resolution, the question must be decided on a majority of votes.
- (2) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- (3) If the question is whether or not to confirm the minutes of a previous meeting, only members who were present at that meeting may vote.
- (4) This rule does not apply to a vote at a disciplinary appeal meeting conducted under rule 17.

29 Special resolutions

A special resolution is passed if not less than three quarters of the members voting at a general meeting (whether in person or by proxy) vote in favour of the resolution.

Note

In addition to certain matters specified in the Act, a special resolution is required—

- a) to remove a committee member from office;
- b) to alter these Rules, including changing the name or any of the purposes of the Association.

30 Determining whether resolution carried

(1) Subject to subsection (2), the Chairperson of a general meeting may, on the basis of a show of hands, declare that a resolution has been—

- a) carried; or
- b) carried unanimously; or
- c) carried by a particular majority; or
- d) lost—

and an entry to that effect in the minutes of the meeting is conclusive proof of that fact.

(2) If a poll (where votes are cast in writing) is demanded by three or more members on any question—

- a) the poll must be taken at the meeting in the manner determined by the Chairperson of the meeting; and
- b) the Chairperson must declare the result of the resolution on the basis of the poll.

(3) A poll demanded on the election of the Chairperson or on a question of an adjournment must be taken immediately.

(4) A poll demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

31 Minutes of general meeting

(1) The Committee must ensure that minutes are taken and kept of each general meeting.

(2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.

(3) In addition, the minutes of each annual general meeting must include—

- a) the names of the members attending the meeting; and
- b) proxy forms given to the Chairperson of the meeting under rule 26; and

- c) the financial statements submitted to the members in accordance with rule 48; and
- d) the certificate signed by two committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Association; and
- e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

PART 5—COMMITTEE

Division 1—Powers of Committee

32 Role and powers

- (1) The business of the Association must be managed by or under the direction of a Committee.
- (2) The Committee may exercise all the powers of the Association except those powers that these Rules or the Act require to be exercised by general meetings of the members of the Association.
- (3) The Committee may—
 - a) appoint and remove staff;
 - b) establish subcommittees consisting of members with terms of reference it considers appropriate.

33 Delegation

- (1) The Committee may delegate to a member of the Committee, a subcommittee or staff, any of its powers and functions other than—
 - a) this power of delegation; or
 - b) a duty imposed on the Committee by the Act or any other law.
- (2) The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.
- (3) The Committee may, in writing, revoke a delegation wholly or in part.

Division 2—Composition of Committee and duties of members

34 Composition of Committee

In addition to the Office Bearers there shall be elected at each Annual General Meeting, at least seven (7) financial members over the age of eighteen to form the Committee.

35 General Duties

- (1) These members, together with the office bearers shall constitute the General Management Committee and shall have the general management and control of the affairs of the Association, and power to borrow funds in the course of the Association's business, subject to the approval of a duly constituted General Meeting of the Association. The General Management Committee shall have power to appoint Sub-Committees and convenors, and to co-opt any other member to act upon such Sub-Committees.
- (2) As soon as practicable after being elected or appointed to the Committee, each committee member must become familiar with these Rules and the Act.
- (3) The Committee is collectively responsible for ensuring that the Association complies with the Act and that individual members of the Committee comply with these Rules.
- (4) Committee members must exercise their powers and discharge their duties with reasonable care and diligence.
- (5) Committee members must exercise their powers and discharge their duties—
 - a) in good faith in the best interests of the Association; and
 - b) for a proper purpose.
- (5) Committee members and former committee members must not make improper use of—
 - a) their position; or
 - b) information acquired by virtue of holding their position—so as to gain an advantage for themselves or any other person or to cause detriment to the Association.

Note

See also Division 3 of Part 6 of the Act which sets out the general duties of the office holders of an incorporated association.

- (6) In addition to any duties imposed by these Rules, a committee member must perform any other duties imposed from time to time by resolution at a general meeting.

36 President and Vice-President

- (1) Subject to subrule (2), the President or, in the President's absence, the Vice-President is the Chairperson for any general meetings and for any committee meetings.
- (2) If the President and the Vice-President are both absent, or are unable to preside, the Chairperson of the meeting must be—
 - a) in the case of a general meeting—a member elected by the other members present; or
 - b) in the case of a committee meeting—a committee member elected by the other committee members present.

37 Secretary

The Secretary, or delegate, shall keep all Minutes of Meetings, receive and answer correspondence, keep a list of names of Members of the Association.

38 Treasurer

(1) The Treasurer shall receive all monies and pay all accounts and will work under guidance of the General Management Committee. The Balance Sheet showing the financial position of the Association shall be prepared by the Treasurer and submitted to the Annual General Meeting or to the General Management Committee at any such time that the Secretary or Treasurer shall resign or are retired from office, or at the request of the committee. Prior to presentation, the Balance Sheet shall be audited and certified to by the Auditor.

(2) All books, documents and securities of the Association shall be retained by the Treasurer but shall be available at any reasonable time to any member for inspection but no member shall be entitled to remove same without the consent of the Secretary or Treasurer.

(3) The accounts of the Association shall be audited at the end of every financial year by an Honorary Auditor who shall not be a signatory of the Association.

(4) All monies shall be banked to the credit of the Association at any bank the General Management Committee desires.

(5) Signatories of all cheques shall be any two of the following:-

- a) President
- b) Secretary
- c) Treasurer

39 General Management Committee Indemnity

The Officers of the Association and Members of the General Management Committee shall be indemnified out of the Funds of the Association against all losses and expenses incurred personally on behalf of the Association, and it shall be the duty of the General Management Committee out of the funds of the Association to pay all losses, damages and expenses, costs and charges which they shall respectively incur or be put to in the execution of their respective offices or by reason or on account of any Contract, act, deed, matter or thing which shall be made, done, permitted, entered into or executed by them respectively on behalf of or bona-fide in the interest of or with the view of benefiting the Association and any such Officer or Member of the General Management Committee shall be chargeable only for so much money as he or she shall actually receive and they respectively shall not be answerable for the acts, receipts, neglects or defaults of each other, but each of them for his own acts, receipts, neglects or default only, nor shall they respectively be answerable for any Banker, Broker, Collector or other persons appointed by the General Management Committee with whom or into whose hands any property or monies of the Association may be deposited or come nor the insufficiency of any title of the estate or property which from time to time be purchased by order of the committees nor for any loss or damage which may happen in the execution of their respective offices unless the same happens through their own respective willful neglect or default.

40 Life and Honorary Membership

(1) Any General Meeting of the Association may bestow Life Membership on any member of the Association or past member of the Association, in recognition of outstanding services to the Association. Life Members shall have full privileges and rights of Full Membership.

(2) Honorary membership may be bestowed, by the General Management Committee, on a person it considers deserving of recognition by the Association. Such membership does not give voting rights or allow the playing of competitive tennis.

Division 3—Election of Committee members and tenure of office

41 Who is eligible to be a Committee member

A member is eligible to be elected or appointed as a committee member if the member—

- a) is 18 years or over; and
- b) is entitled to vote at a general meeting.

42 Nominations

(1) All nominations for the positions of President, Vice-President, Honorary Secretary, Honorary Treasurer, seven members of the General Management Committee, Honorary Auditor, must be lodged with the Honorary Secretary prior to the commencement of the Annual General Meeting. As nominations are received the Secretary shall display these on the Association notice board. Nominations close at the commencement of the Annual General Meeting. If in the event of insufficient nominations, those already nominated shall be declared, elected, and the Chairman shall call for further nominations from the floor to fill the remaining vacancies.

(2) Prior to the election of each position, the Chairperson of the meeting must call for nominations to fill that position.

(3) An eligible member of the Association may—

- a) nominate himself or herself; or
- b) with the member's consent, be nominated by another member.

(4) A member who is nominated for a position and fails to be elected to that position may be nominated for any other position for which an election is yet to be held.

43 Election of President etc.

(1) At the annual general meeting, separate elections must be held for each of the following positions—

- a) President;
- b) Vice-President;

- c) Secretary;
 - d) Treasurer.
- (2) If only one member is nominated for the position, the Chairperson of the meeting must declare the member elected to the position.
- (3) If more than one member is nominated, a ballot must be held in accordance with Rule 45.
- (4) On his or her election, the new President may take over as Chairperson of the meeting.

44 Election of ordinary members

- (1) The annual general meeting must by resolution decide the number of ordinary members of the Committee (if any) it wishes to hold office for the next year.
- (2) A single election may be held to fill all of those positions.
- (3) If the number of members nominated for the position of ordinary committee member is less than or equal to the number to be elected, the Chairperson of the meeting must declare each of those members to be elected to the position.
- (4) If the number of members nominated exceeds the number to be elected, a ballot must be held in accordance with rule 45.

45 Ballot

- (1) If a ballot is required for the election for a position, the Chairperson of the meeting must appoint a member to act as returning officer to conduct the ballot.
- (2) The returning officer must not be a member nominated for the position.
- (3) Before the ballot is taken, each candidate may make a short speech in support of his or her election.
- (4) The election must be by secret ballot.
- (5) The returning officer must give a blank piece of paper to—
- a) each member present in person; and
 - b) each proxy appointed by a member.

Example

If a member has been appointed the proxy of 5 other members, the member must be given 6 ballot papers—one for the member and one each for the other members.

- (6) If the ballot is for a single position, the voter must write on the ballot paper the name of the candidate for whom they wish to vote.
- (7) If the ballot is for more than one position—

- a) the voter must write on the ballot paper the name of each candidate for whom they wish to vote;
 - b) the voter must not write the names of more candidates than the number to be elected.
- (8) Ballot papers that do not comply with subrule (7)(b) are not to be counted.
- (9) Each ballot paper on which the name of a candidate has been written counts as one vote for that candidate.
- (10) The returning officer must declare elected the candidate or, in the case of an election for more than one position, the candidates who received the most votes.
- (11) If the returning officer is unable to declare the result of an election under subrule (10) because 2 or more candidates received the same number of votes, the returning officer must—
- a) conduct a further election for the position in accordance with subrules (4) to (10) to decide which of those candidates is to be elected; or
 - b) with the agreement of those candidates, decide by lot which of them is to be elected.

Examples

The choice of candidate may be decided by the toss of a coin, drawing straws or drawing a name out of a hat.

46 Term of office

- (1) Subject to subrule (3) and rule 47, a committee member holds office until the positions of the Committee are declared vacant at the next annual general meeting.
- (2) A committee member may be re-elected.
- (3) A general meeting of the Association may—
 - a) by special resolution remove a committee member from office; and
 - b) elect an eligible member of the Association to fill the vacant position in accordance with this Division.
- (4) A member who is the subject of a proposed special resolution under subrule (3)(a) may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
- (5) The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting at which the special resolution is to be proposed.

47 Vacation of office

- (1) If an Office Bearer resigns or ceases to be a member of the Association the office held by such member shall be declared vacant.
- (2) If a member of the General Management Committee be absent from three consecutive General Management Committee meetings without prior leave of absence the General Management Committee will have power to declare vacant the office held by such member. The General Management Committee shall have power to fill any such vacancy, by election, at the next committee meeting.

48 Filling casual vacancies

- (1) The Committee may appoint an eligible member of the Association to fill a position on the Committee that—
 - a) has become vacant under rule 47; or
 - b) was not filled by election at the last annual general meeting.
- (2) If the position of Secretary becomes vacant, the Committee must appoint a member to the position within 14 days after the vacancy arises.
- (3) Rule 46 applies to any committee member appointed by the Committee under subrule (1) or (2).
- (4) The Committee may continue to act despite any vacancy in its membership.

Division 4—Meetings of Committee

49 Meetings of Committee

- (1) The Committee must meet at least 4 times in each year at the dates, times and places determined by the Committee.
- (2) The date, time and place of the first committee meeting must be determined by the members of the Committee as soon as practicable after the annual general meeting of the Association at which the members of the Committee were elected.
- (3) Special committee meetings may be convened by the President or by any 4 members of the Committee.

50 Notice of meetings

- (1) Notice of each committee meeting must be given to each committee member no later than 7 days before the date of the meeting.
- (2) Notice may be given of more than one committee meeting at the same time.
- (3) The notice must state the date, time and place of the meeting.
- (4) If a special committee meeting is convened, the notice must include the general nature of the business to be conducted.

(5) The only business that may be conducted at the meeting is the business for which the meeting is convened.

51 Urgent meetings

(1) In cases of urgency, a meeting can be held without notice being given in accordance with rule 59 provided that as much notice as practicable is given to each committee member by the quickest means practicable.

(2) Any resolution made at the meeting must be passed by an absolute majority of the Committee.

(3) The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

52 Procedure and order of business

(1) The procedure to be followed at a meeting of a Committee must be determined from time to time by the Committee.

(2) The order of business may be determined by the members present at the meeting.

53 Use of technology

(1) A committee member who is not physically present at a committee meeting may participate in the meeting by the use of technology that allows that committee member and the committee members present at the meeting to clearly and simultaneously communicate with each other.

(2) For the purposes of this Part, a committee member participating in a committee meeting as permitted under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

54 Quorum

(1) No business may be conducted at a Committee meeting unless a quorum is present.

(2) The quorum for a committee meeting is the presence (in person or as allowed under rule 62) of a majority of the committee members holding office.

(3) If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting—

a) in the case of a special meeting—the meeting lapses;

b) in any other case—the meeting must be adjourned to a date no later than 14 days after the adjournment and notice of the time, date and place to which the meeting is adjourned must be given in accordance with rule 50.

55 Voting

(1) On any question arising at a committee meeting, each committee member present at the meeting has one vote.

- (2) A motion is carried if a majority of committee members present at the meeting vote in favour of the motion.
- (3) Subrule (2) does not apply to any motion or question which is required by these Rules to be passed by an absolute majority of the Committee.
- (4) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- (5) Voting by proxy is not permitted.

56 Conflict of interest

- (1) A committee member who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the Committee.
- (2) The member—
 - a) must not be present while the matter is being considered at the meeting; and
 - b) must not vote on the matter.

Note

Under section 81(3) of the Act, if there are insufficient committee members to form a quorum because a member who has a material personal interest is disqualified from voting on a matter, a general meeting may be called to deal with the matter.

- (3) This rule does not apply to a material personal interest—
 - a) that exists only because the member belongs to a class of persons for whose benefit the Association is established; or
 - b) that the member has in common with all, or a substantial proportion of, the members of the Association.

57 Minutes of meeting

- (1) The Committee must ensure that minutes are taken and kept of each committee meeting.
- (2) The minutes must record the following—
 - a) the names of the members in attendance at the meeting;
 - b) the business considered at the meeting;
 - c) any resolution on which a vote is taken and the result of the vote;
 - d) any material personal interest disclosed under rule 56.

58 Leave of absence

- (1) The Committee may grant a committee member leave of absence from committee meetings for a period not exceeding 3 months.
- (2) The Committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the committee member to seek the leave in advance.

PART 6—FINANCIAL MATTERS

59 Source of funds

The funds of the Association may be derived from joining fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the Committee.

60 Management of funds

- (1) The Association must open an account with a financial institution from which all expenditure of the Association is made and into which all of the Association's revenue is deposited.
- (2) Subject to any restrictions imposed by a general meeting of the Association, the Committee may approve expenditure on behalf of the Association.
- (3) The Committee may authorise the Treasurer to expend funds on behalf of the Association (including by electronic funds transfer) up to a specified limit without requiring approval from the Committee for each item on which the funds are expended.
- (4) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 committee members.
- (5) All funds of the Association must be deposited into the financial account of the Association no later than 5 working days after receipt.
- (6) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

(7) That payment is precluded of any amount to an officer or servant of the club by way of commission or allowance from the receipts of the club for the sale and disposal of liquor.

61 Financial records

- (1) The Association must keep financial records that—
 - a) correctly record and explain its transactions, financial position and performance; and
 - b) enable financial statements to be prepared as required by the Act.
- (2) The Association must retain the financial records for 7 years after the transactions covered by the records are completed.
- (3) The Treasurer must keep in his or her custody, or under his or her control—

- a) the financial records for the current financial year; and
- b) any other financial records as authorised by the Committee.

62 Financial statements

(1) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Association are met.

(2) Without limiting subrule (1), those requirements include—

- a) the preparation of the financial statements;
- b) if required, the review or auditing of the financial statements;
- c) the certification of the financial statements by the Committee;
- d) the submission of the financial statements to the annual general meeting of the Association;
- e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

PART 7—GENERAL MATTERS

63 Common seal

(1) The Common Seal of the Association shall be kept in the custody of the Secretary.

(2) The Common Seal shall not be affixed to any instrument except by the authority of the General Management Committee and the affixing of the Common Seal shall be attested by the signatures either of two members of the General Management Committee or one member of the Committee and of the Secretary of the Association.

64 Registered address

The registered address of the Association is—

- a) the address determined from time to time by resolution of the Committee; or
- b) if the Committee has not determined an address to be the registered address—the postal address of the Secretary.

65 Notice requirements

(1) Any notice required to be given to a member or a committee member under these Rules may be given—

- a) by handing the notice to the member personally; or
- b) by sending it by post to the member at the address recorded for the member on the register of members; or
- c) by email or facsimile transmission.

- (2) Subrule (1) does not apply to notice given under rule 60.
- (3) Any notice required to be given to the Association or the Committee may be given—
 - a) by handing the notice to a member of the Committee; or
 - b) by sending the notice by post to the registered address; or
 - c) by leaving the notice at the registered address; or
 - d) if the Committee determines that it is appropriate in the circumstances—
 - (i) by email to the email address of the Association or the Secretary; or
 - (ii) by facsimile transmission to the facsimile number of the Association.

66 Custody and inspection of books and records

- (1) Members may on request inspect free of charge—
 - a) the register of members;
 - b) the minutes of general meetings;
 - c) subject to subrule (2), the financial records, books, securities and any other relevant document of the Association, including minutes of Committee meetings.
- (2) The Committee may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.
- (3) The Committee must on request make copies of these rules available to members and applicants for membership free of charge.
- (4) Subject to subrule (2), a member may make a copy of any of the other records of the Association referred to in this rule and the Association may charge a reasonable fee for provision of a copy of such a record.
- (5) For purposes of this rule—

relevant documents means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Association and includes the following—

 - a) its membership records;
 - b) its financial statements;
 - c) its financial records;
 - d) records and documents relating to transactions, dealings, business or property of the Association.

67 Alteration of Rules

These Rules may only be altered by special resolution of a general meeting of the Association.

Note

An alteration of these Rules does not take effect unless or until it is approved by the Registrar. If these Rules (other than rule 1, 2 or 3) are altered, the Association is taken to have adopted its own rules, not the model rules.
