



**NOOSA DISTRICT RUGBY
LEAGUE FOOTBALL CLUB INC.
CLUB CONSTITUTION & RULES**

(QUEENSLAND – IA07306)

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PREAMBLE

The game of Rugby League was established in Australia in 1908. Presently, sixteen teams compete in the flagship National Rugby League (NRL) competition and the game is a recognised major sporting code in Australia. Currently there are in excess of 1200 Clubs competing in more than 120 competitions across the nation.

The Queensland Rugby Football League (QRL) is the governing body for rugby league in Queensland and is a member of the Australian Rugby League Commission (ARLC). The QRL aims to foster, develop, extend, govern and control Rugby League Football throughout the State of Queensland. Today the QRL administers the rugby league through its regional divisions, of which the Noosa District Rugby League Football Club (NDRLFC) competes in the Sunshine Coast / Gympie competitions and is placed in the Central Division.

The Noosa District Rugby League Football Club (The Pirates) was formed in 1975 and plays Rugby League (generally recognised and termed as ‘NRL’ in the wider community) as its core activity and purpose.

The club has and continues to experience, a long and successful relationship with the Noosa community and the wider Sunshine Coast area, as a premier regional sporting club. The Pirates compete in the Sunshine Coast Junior Rugby League competition fielding boys and girls teams in the Under 6 through to Under 16 age groups. While in the senior ranks the Club fields teams in the Division 1, Division 2, Under 18 and Women’s Division in the Sunshine Coast Gympie Rugby League competition.

In September 2019 the members of both the junior and senior rugby league Clubs voted in favour of an amalgamation which saw the two Clubs become one entity, as part of a merger to grow and ensure the long-term future and prosperity for all stakeholders associated with the Club.

The Headquarters of the Noosa Pirates is located at the Noosa District Sports Complex in Tewantin with their other playing and training facility located at Christensen Oval in Cooroy.

The *Incorporations Act 1988* (the Act) states that as an Incorporated Association, the Noosa District Rugby League Football Club Inc. must have a constitution and that such constitutions will have no effect unless approved by the Management Committee of the Club and its members, from time to time. This model constitution (the Constitution) has been prepared and adopted by the Management Committee and supercedes and replaces any previous constitution.

1 NAME:

- a) The Club shall be known as the NOOSA DISTRICT RUGBY LEAGUE FOOTBALL CLUB INCORPORATED (Abbreviated: Noosa District RLFC Inc./NDRLFC Inc/NDRLFC), hereinafter referred to as "the Club".
- b) The Club shall function as an affiliated body of the Queensland Rugby League (QRL) and its associated bodies, competitions and divisional regions, the Sunshine Coast Gympie Rugby League (SCGRL), the Sunshine Coast Junior Rugby League (SCJRL) and the QRL Central Division.
- c) The Club shall not be dissolved, nor its name changed without the consent of 75% or more of the members of the Noosa District Rugby League Football Club Inc.

2 COLOURS, NAMING & LOGO:

The colours of the Club will be predominantly Royal Blue and Gold, or as varied by the members of Club as determined from time to time. The Club emblem and logo will be feature that of a Pirate and all teams will subsequently be known as the ‘Noosa Pirates’.

3 OBJECTS:

The objectives of the Club shall be:

- i) The promotion and advancement of the game of rugby league through the coaching and management of Noosa junior and senior players rugby league and related sporting activities in their respective Sunshine Coast, and any affiliated or associated QRL competitions.
- ii) To at all times protect, work towards and act in the best interest of its players, volunteers, members, sponsors and supporters that leads to the improvement and advancement of the Club.
- iii) To create an ongoing environment of co-operation and commitment that encourages positive collaboration, in order to strive for and achieve the best possible outcomes for the members and players.
- iv) To improve and develop where possible, the playing, supporter and community infrastructure that acts to serve improved health, well-being, recreational, sporting, social, cultural and active lifestyle outcomes for the Club.
- v) Construct, maintain and develop any facilities and business operations that are financially sustainable and prove beneficial to the members, players and wider community.

4 POWERS:

The powers of the Club are:

- i) To manage the funds, assets and the liabilities of the Club, known as the Noosa District Rugby League Football Club Incorporated.
- ii) In furtherance of the objects of the Club, to buy, sell and deal in all kinds of articles, commodities and provisions, for the members of the Club or persons frequenting the Club's premises.
- iii) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal; and any rights or privileges which may be requisite for the purpose of, or capable of being, conveniently used in connection with, any of the objects of the Club. Provided that in case that the Club shall take or hold any property which may be subject to any trusts, and only deal with the same in such manner as is allowed by law with having regard to such trusts.
- iv) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Club, and to obtain from any such Government or Authority any rights, privileges and concessions which the Club may think it desirable to obtain; therefore ensuring compliance with any such arrangements, rights, privileges and concessions.
- v) To appoint, employ, remove or suspend any managers, clerks, secretaries, servants, workers and/or other persons deemed necessary or convenient for the purpose of the Club.
- vi) To remunerate any person, business, association or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise, in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated Club, or in or about the Club or promotion of the incorporated Club or in furtherance of its objects.
- vii) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works, facilities or conveniences which may seem calculated directly or indirectly to advance the Club's interests and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration and/or control thereof.
- viii) To invest and deal with the money of the Club not immediately required, in such a manner as may from time to time be considered fit.
- ix) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.
- x) In furtherance of the objects of the Club, to lend and advance money or give credit to any person, business, association or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person, business, association or body corporate, and otherwise to assist any person, business, association or body corporate.

- xi) To borrow or raise money, either alone or jointly with any other person or legal entity in such manner as may be thought fit and proper and whether upon fluctuating advance account, loan or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone, or with others as foresaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated Club's property or assets present or future and to purchase, redeem or pay-off any such securities.
- xii) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills and other negotiable or transferable instruments.
- xiii) In furtherance of the objects of the Club to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Club.
- xiv) To take or hold mortgage, lien or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Club's property of whatsoever kind sold by the Club, or any money due to the Club from purchasers and others.
- xv) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Club but subject always to the proviso in Rule 6.a) iv).
- xvi) To take such steps by personal or written appeals, public meets or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions towards the funds of the Club in the shape of donations, annual subscriptions, fees or otherwise.
- xvii) To print and publish any newspapers, periodicals, books, newsletters or leaflets that the Club may think desirable for the promotions of its objects.
- xviii) In furtherance of the objects of the Club, to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Club and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Club under or by virtue of Rule 44.
- xix) In furtherance of the objects of the Club, to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Club is authorised to amalgamate.
- xx) In furtherance of the objects of the Club, to transfer all or any part of the property, assets, liabilities and engagements of the Club to any one or more of the incorporated associations with which the Club is authorised to amalgamate.
- xxi) To make donations for patriotic, charitable or community purposes.
- xxii) To do all such other things considered as incidental or conducive to the attainment of the objects and the exercise of the powers of the Club.
- xxiii) To subscribe to, become a member of and co-operate with any other association, Club or organisation, whether incorporated or not, whose objectives are altogether or in part, similar to those of the Club, provided that the Club shall not subscribe to or support with its funds

any Club, association or organisation which does not prohibit the distribution of its income and property among its members.

5 CLASSES OF MEMBERS:

- a) The membership of the Club shall consist of the following classes of members;
 - i. **JUNIOR PLAYING MEMBERS** – Players under the age of eighteen (18) are ineligible to vote or hold a position on the Management Committee or Sub-committees. However, one (1) person only representing each child, as either a parent, guardian or carer of the junior player and who is aged over 18 years, is eligible to vote at any Special or Annual General Meetings and can stand for any official positions in the Club.
 - ii. **SENIOR PLAYING MEMBERS** - Financial playing members aged eighteen (18) years or over, are eligible to vote at any Special or Annual General Meetings and can stand for a position on the Management Committee or a Sub-committee.
 - iii. **ORDINARY MEMBERS** - Financial members who are aged over eighteen (18) and pay an annual subscription fee to the Club, (and do not represent a junior player, are a senior playing member, or a life member) can vote at any Special or Annual General Meetings and can stand for any official positions in the Club.
 - iv. **LIFE MEMBERS** are members as defined within Rule 9 and include any current life memberships in the Noosa District Rugby League Football Club and will also include any existing life memberships bestowed within the Noosa District Junior Rugby League Club.
- b) The number of members in every class shall be unlimited.

6 MEMBERSHIP:

- a) By way of the payment of annual registration fees in full, all junior and senior players will be deemed to be either **JUNIOR** or **SENIOR PLAYING MEMBERS**, pursuant to the voting eligibility as set out previously in Rule 5 a) i and ii.
- b) Applicants for the **ORDINARY** class of membership of the Club shall be proposed by one member of the Club and seconded by another member. The application for membership shall be made in writing, signed by the applicant and their ‘proposer’ and ‘seconder’ and shall be in such form as the Management Committee from time to time prescribes.
- c) **CANCELLATION OF MEMBERSHIP:** The Management Committee may cancel the election of any Member within three (3) months of payment of his first subscription and shall not be required to give any reason for so doing, but such Member's subscription fee may, at the discretion of the Management Committee, be returned to him. In this clause, the period of three (3) months referred to shall be one of probation. The decision of the Management Committee shall be final and there is no right of appeal.

7 MEMBERSHIP FEES:

- a) The amount of annual subscription/membership fees for each class of membership shall be decided as the Management Committee shall agree from time to time at any general meeting.
- b) The membership fees for each class of membership shall be payable at such time and in such a manner as the Management Committee shall from time to time determine.
- c) Unless otherwise determined in accordance with Rule 6 b), the membership subscription shall be due and payable on March 1st and cannot be extended beyond May 31st.
- d) **WAIVING OF SUBSCRIPTIONS:** Should any member become temporarily, through illness or hardship, unable to meet his obligations, the Executive Management Committee shall have the power to waive or reduce their subscription fees during such period.
- e) **FINANCIAL MEMBERS:** These are members who have paid such membership or subscription fees, or who are Life Members of the Club.
- f) A non-financial member is one that is thirteen (13) weeks in arrears of any fees, which fall due at the annual renewal time each year on the March 1st each year.
- g) All financial members, apart from the individual Junior Playing Members but not excluding a parent, guardian or carer of a registered Junior player (as per Rule 5 a) i), shall have full voting power at the Annual General Meeting and any Special Meetings held by the Club.

8 ADMISSION AND REJECTION OF MEMBERS:

- a) At the next meeting of the Management Committee after the receipt of any application and the fee applicable for any class of membership (not being Life Membership), such applications shall be considered by the Management Committee, who shall thereupon determine upon the admission or rejection of the applicant.
- b) Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which such applications are being considered, shall be accepted as a member to the class of membership applied for.
- c) Upon rejection of an application for any class of membership, the Secretary shall forthwith give the applicant notice in writing of such rejection within fourteen (14) days of the decision.
- d) The decision of the Management Committee shall be final and there shall be no right of appeal.

9 LIFE MEMBERS:

- a) Life Membership may be considered for any person within the Club who has served a minimum of ten (10) years or more as a senior player, as a volunteer, coach or official (including their time at the Noosa District Junior Rugby League Football Club), or who has

served ten (10) years conjointly in both capacities. Nominations will be considered by a member panel of five (5) members (known as the ‘Life Membership Sub-committee’), where at least three (3) members will be current life members of the club with the remaining two (2) members comprising at least one member of the current Executive Management and one member from the Management Committee.

- b) A majority of members present at a General Meeting shall have power to endorse a Life Member/s of the Club, but only those persons who have been previously endorsed and recommended for this honour by the Life Membership Sub-committee.
- c) There shall be not more than two Life Members of the Club elected in any one year. A Club Life Membership badge shall be presented to each Life Member.
- d) Life Members shall have the right to exercise all the privileges of the Club without payment of the prescribed annual subscription fee.
- e) Whereupon any person upon whom Life Membership has been conferred, voluntarily transfers his allegiance to any other Club constituted under the QRL, accepts any official position with any such Club and then actively assists any such Club to the detriment of the Noosa District Rugby League Football Club, then a majority of Members present at a General Meeting shall have the power to refer such Life Memberships for review to the Life Membership Sub-committee with the possibility of the said mentioned recipient, being required to return to the Secretary of the Club the Life Membership badge issued to the Life Member subject to the final decision of the Life Membership Sub-committee.
- f) There is no right of appeal against the termination of Life Membership.

10 FUNCTIONS OF MANAGEMENT COMMITTEE & EXECUTIVE MANAGEMENT

The control and management of the Club shall be provided in the following manner:

- a) Overall responsibility for the affairs of the Club will be vested in the Management Committee, which consists of the President (Chairperson), Vice President, Treasurer, Secretary, Junior Sub-Committee delegate, Senior Sub-Committee delegate and an Independent committee member and will be referred to as the ‘Management Committee’.
- b) The primary functions of the Management Committee are to govern and provide leadership to the Club, any sub-committees, management staff, auxiliary organisations or related activities.
- c) The Management Committee will set the strategic direction through the adoption and endorsement of; strategic and business plans, annual budgets, major policies and procedures, constitutional amendments, internal control measures, performance monitoring and the progress and results of these functions.
- d) The Management Committee has the power to frame rules consistent with these articles for the management and good governance of the Club, which rules shall be binding until varied or rescinded by a resolution of the Management Committee or of any General Meeting, provided that any rules so framed shall not conflict with the existing rules, or be prejudicial to the objects of the Club.

- e) The Executive Management Committee will comprise of the President, Secretary and Treasurer who will be primarily tasked with the responsibility of overseeing the business and the day to day operations of the Club, including the approval of cost control measures and revenue initiatives, spending measures, the appointment of any staff and volunteer positions. They will have authority to interpret the meaning of these Rules and any matter relating to the Club on which these Rules are silent. Such interpretation shall be final and binding upon the Members until reversed by resolution of any General or Special Meeting.
- f) The Executive Management Committee have the power to act generally in all matters and may, by majority vote (with each officer having an equal vote when voting on these matters), take any necessary action regarding ‘matters of urgency’ relating to the performance of the Club’s functions. Full particulars of the actions taken by the Executive Management Committee as ‘matters of urgency’, must be tabled at the next scheduled general meeting of the Club, or at a special general meeting called for that purpose.
- g) The Executive Management Committee has the power to establish any marketing function or official publication, and to utilise any other suitable platform for the dissemination of items of interest to Members, players and the community for recording and promoting the activities of the Club.
- h) The Executive Management Committee has the power to summon any Member to attend any Committee meeting or Special meeting, convened for the purpose of furthering the interest and good governance of the Club.
- i) The members of the Management Committee may be varied in numbers from time to time on a resolution of the majority of the members present at any Annual or General Meeting.

11 SUB-COMMITTEES:

- a) The Management Committee may establish sub-committees that it considers appropriate for purposes consistent with the objectives and functions of the Club.
- b) Sub-committees may only act within the scope of the authority given to the sub-committee by the Management Committee and must follow any direction given to the sub-committee.
- c) Sub-committees will operate under the general supervision of the Management Committee and will be subject to conditions that the Management Committee considers appropriate.
- d) The Club will mandate that both a Junior and a Senior sub-committee be individually established and that each sub-committee will elect by a majority vote of the members of each sub-committee, one (1) member of the each of the Junior or Senior sub-committee to be a voting delegate on the Management Committee. The elected delegate may but does not have to be the Chairperson of any sub-committee meetings, if the members reach agreement on this procedure.
- e) Officers of the Management Committee are eligible to hold positions on sub-committees but cannot be appointed as a voting delegate to the Management Committee from any sub-committee, in addition to their voting rights already held as part of their role on the Club Management Committee. In essence they cannot have two votes on the Management Committee.

- f) Each sub-committee of the Club will, subject to a contrary direction by the Management Committee, provide a written report or update of its progress to every general meeting of the Club.
- g) The timing and frequency of meetings of each sub-committee will, subject to an alternative agreement, to be determined by the Management Committee.
- h) Matters arising at a meeting of a sub-committee are decided by a majority of the votes of members present at the sub-committee meeting, where each member present has one (1) vote on the matter. If the votes on a question are equal, the elected delegate to the Management Committee has a casting vote. The decision by the sub-committee will not be binding on the final decision that is made or carried out by the Management Committee relating to the sub-committee's recommendation or resolution.
- i) If a quorum is not present at a sub-committee meeting, the meeting will adjourn to a date determined by its members, subject to an alternative direction by the Management Committee.
- j) The tenure of each sub-committee is at the discretion of the Management Committee.

12 FINANCIAL OR CONFLICT OF INTEREST:

In this section, "relevant entity" means:

- a) the Club, the Management Committee, the Executive Committee, or a sub-committee of the Club.
- b) If a member of a relevant entity has a direct or indirect financial interest in an issue being considered, or about to be considered, by the relevant entity and the interest could, will or may conflict with the proper performance of the Interested Member's duties in relation to the consideration of the issue then, as soon as practicable after the relevant facts come to the Interested Member's knowledge, then the Interested Member must disclose the nature of the interest to a meeting of the relevant entity. The disclosure must be recorded in the relevant entity's minutes.
- c) Unless the relevant entity directs or by consensus agrees that there is no conflict of interest, the Interested Member must not be present when the relevant entity considers the issue or take part in a decision of the relevant entity about the issue.
- d) The Interested Member must not be present when the relevant entity considers whether to give a direction
- e) If there is another member of the relevant entity (the "Second Member"), they too must also disclose an interest in the issue, and the Second Member must not; be present when the relevant entity is considering whether to give a direction, or take part in making the decision about giving the direction.

13 ELECTION OF OFFICIALS AND COMMITTEE:

- a) Office Bearers and members of the Management Committee shall be elected at the Annual General Meeting.

- b) At the Annual General Meeting of the Club, all the members of the Management Committee for the time being shall retire from office but shall be eligible upon nomination for re-election.
- c) All Officials are to be financial members of the Club except in the case of Life Members, or if they are running as an Independent member on the Management Committee.
- d) Nominations for the various positions must be made in each case in writing signifying the consent of the member so nominated to act, if elected, and signed by at least one Financial Member. Such nominations are to be lodged at least one (1) week prior, or at a pre-determined date as advised prior to the Annual General Meeting.
- e) Should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.
- f) Any nominee absent at the time of a meeting convened for the election of Officers must have furnished to the Secretary, prior to the commencement of any such meeting, a written statement indicating that they are willing to accept election to any position for which they have nominated and for which they are eligible.
- g) If nominations for any Office are in excess of the number required, election shall be by secret ballot, with each ballot being exhaustive.
- h) Scrutineers, two in number, shall be Financial Members and shall be appointed by the President and endorsed by the General Meeting. Ballot papers shall be opened by the scrutineers appointed and the result of the ballot handed to the President. A scrutineer shall not officiate at his own election to any position.
- i) Should the Office of President become vacant, the Vice-President shall automatically become President and the Office of Vice-President shall be elected by the General Meeting. No non-financial Member shall be eligible for nomination or admission for various Offices of the Club.
- j) The President shall be elected from the general body of members for one (1) year.

14 CLUB MEMBERSHIP YEAR:

- a) Financial membership of the Club shall be from March 1st of each year and be current for a period of twelve (12) months, with an extended grace period of three (3) months til May 31st in which to renew any overdue subscriptions fees that have fallen into arrears and before they subsequently lapse.

15 FINANCIAL YEAR:

The business operations of the Club shall be deemed to commence on October 1st each year and conclude on the 30th of September each year.

16 VOTING:

Only those Members who are financial in terms of Rule 7 shall be eligible to vote at the Annual General Meeting, Special Meetings or General Meetings held by the Club. No member shall be able to vote by proxy at any Annual General Meeting or Special Meeting.

17 REGISTER OF MEMBERS:

- a) The Secretary shall cause a Register to be kept in which the names and residential addresses and contact details of all persons admitted to membership of the Club will be maintained along with the dates of their admission.
- b) Particulars shall also be entered into the Register of resignations, terminations and reinstatements of membership along with any further particulars as the Management Committee or the members at any general meeting, may require from time to time.
- c) The Register shall be open for inspection only at all reasonable times by any member who previously applies in writing to the Secretary for such an inspection to take place.

18 MINUTES:

- a) The Secretary shall cause full and accurate Minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and General meeting to be securely stored and be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for such an inspection to take place.
- b) For the purpose of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the President/Chairperson of that meeting or the President/Chairperson of the next succeeding Management Committee verifying their accuracy. Similarly, the minutes of every General meeting shall be signed by the President/Chairperson of that meeting or the President/Chairperson of the next succeeding General meeting.

19 AUDITOR:

- a) The Auditor shall at all times have access to the Club's books of account, vouchers, documents and relevant matters, and shall have the right to obtain explanations relative to finances and affairs of the Club and its accounts from the President, Secretary or Treasurer.
- b) They Auditor shall conduct an Annual Audit or Special Audits and investigations when required by the Management Committee of the Club.
- c) The Auditor is to be a person registered as a Public Accountant under the Public Accountants Registration Act 194675 or approved by the Under Secretary of the Department of Justice.

20 VACANCY IN OFFICE:

- a) Should an Office Bearer vacate his office during the year, the vacancy may be filled by a Financial Member of the Club, appointed by the Management Committee. The Member so appointed shall hold Office until the next Annual General Meeting, when an election shall be held to fill the vacancy.
- b) Any Member of the Committee of the Club absenting himself from two (2) consecutive meetings without an apology to be tendered as directed by the Management Committee, shall be deemed to have vacated his position on the Management Committee, unless a satisfactory explanation can be furnished to the Management Committee.
- c) The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these rules as the necessary quorum of the Management Committee, then the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number, or of summoning a general meeting of the Club, but for no other purpose.

21 RESIGNATION:

A member may resign from the Club, or from any Official position which they may hold within the Club at any time, by tendering their resignation to the Secretary in writing. The resignation may be accepted by the Management Committee at its next meeting thereafter, and if accepted shall take effect from the date of such acceptance, but resignation shall not relieve any Member from the payment of any subscription, or of any other monies, due or payable by him to the Club at the time of such resignation.

22 REMOVAL OF OFFICERS:

Any member of the Committee or other person holding an Official position within the Club shall be removed from office if:

- a) They cease to be a Member of the Club.
- b) They absent themselves from two (2) consecutive meetings of the Committee without the leave or approval of the Committee or from two (2) consecutive General Meetings of the Club without the leave or approval of such meeting.
- c) Any vacancy which occurs may be filled by a Financial Member of the Club appointed by the Management Committee. The Member so appointed shall hold Office only until the next General Meeting, when an election shall be held to fill the vacancy.
- d) The member may become non-financial in terms of the following, moreover the Committee or any Officer of the Club may be removed from Office at any time on a three quarter (75%) majority of votes polled at any General or Special Meeting specially held for the purpose.

- e) If an Officer is removed by virtue of this rule, they shall have no right of appeal.

23 COMPLAINTS:

- a) All complaints shall be in writing and shall be signed and posted or emailed to the Secretary.
- b) Any complaint received shall be dealt with at the first meeting of the Management Committee following upon the receipt of the complaint. Any Member may at all times exercise right of appeal to any Special Meeting called for the purpose, or to any General Meeting of the Club.

24 DISPUTES:

- a) Disputes in connection with the affairs of the Club shall be settled by the Management Committee whose decision thereon shall be final.

25 MISCONDUCT:

- a) The Management Committee shall have the power to deal with, and adjudicate on, any complaints in regard to the misconduct of any Member or Officer, provided that such misconduct is detrimental to the policy, interest or welfare of the Club.
- b) Any complaint charging any Member or Officer with misconduct shall be in writing and shall be signed and delivered to the Secretary within seven (7) days of the committal of the alleged misconduct.
- c) The Management Committee shall have the power to cite or cause to appear before it any Member or Officer against whom a complaint for misconduct, or for any infringement of the laws of the Club, has been laid.
- d) The Management Committee, when dealing with, or adjudicating on any complaint against a Member or Officer of the Club, shall at all times be guided by the principles of natural justice and good conscience, and shall make full enquiry before determining its verdict in accordance therein.
- e) In the event of any Member or Officer being adjudged guilty of misconduct, the Management Committee may resolve to expel, suspend/fine, or reprimand such Member, or to take any other action as the Members may think fit, and the Secretary shall notify them in writing accordingly.
- f) Where any penalty determined by the Management Committee constitutes or includes expulsion from the Club, such expulsion shall operate from the date on which it is imposed until an appeal may have finally been determined and allowed.
- g) In the event of any Member or Officer being expelled from the Club, or when any suspension imposed exceeds six (6) months, such Member or Officer shall have the right of appeal

against such decision. Any such appeal shall be in writing stating fully and in detail the grounds of the appeal and shall be delivered to the Secretary within seven (7) days of the notification of the decision to the Member or Officer.

- h) Any appeal in accordance with above sub-clause (g) above shall be decided by a Special Appeals Sub-committee consisting of five (5) financial Members of the Club, provided such Members are not Members of the Management Committee. The Chairperson shall be elected by those Members present at the first General Meeting of the Sub-committee. Any appeals shall be heard not later than fourteen (14) days after lodgement of such appeal.
- i) Should any Member or Officer be convicted of an indictable offence, they may cease to be a Member or Officer of the Club and they may forfeit all privileges of Membership, but the Management Committee shall have the power in its discretion to reinstate them at any time.
- j) All fees and levies paid by any Member or Officer who has been suspended or expelled shall be forfeited.

26 ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS:

All acts executed by any meeting of the Management Committee, a sub-committee or by a person acting as a member of the Executive Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.

27 RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING:

- a) A resolution in writing signed by all the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held.
- b) Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

28 MEETINGS:

The meetings of the Club shall be Annual General Meetings, General Meetings, Special Meetings, Special General Meetings and Sub-committee meetings.

29 VISITORS AT MEETINGS:

The Members of the Club shall have the power to admit or debar from its Meetings any persons who are not Members. Any visitors may upon the invitation of the Chairperson and with the consent of the majority of Members present, address the Meeting but shall not be allowed to vote.

30 ATTENDANCE AT MEETINGS:

Members shall sign the attendance book or be registered electronically at all meetings of the Club.

31 ANNUAL GENERAL MEETINGS:

- a) The ANNUAL GENERAL MEETING of the Club shall be held not later than 4th Sunday in October each year as required with at least fourteen(14) days notice of the date, time and place of the meeting which shall be given in writing to all financial Members of the Club in their respective categories.
- b) The Business of the ANNUAL GENERAL MEETING shall be to:
 - i) Read and adopt the Minutes of the previous ANNUAL GENERAL MEETING;
 - ii) Deal with any appropriate correspondence;
 - iii) The receiving of the Management Committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Club for the preceding financial year:
 - iv) The receiving of the auditor's report upon the books and accounts for the preceding financial year;
 - v) Conduct an Election of Officers;
 - vi) Determine any Notices of Motion;
 - vii) Deal with any General Business.

32 GENERAL MEETINGS:

General Meetings of the Club shall be held at such date, time and place as may be considered necessary by the Management Committee of the Club, generally on a monthly basis but no longer than two (2) months later than the previous meeting held.

33 NOTICE OF GENERAL MEETING:

- a) The Secretary shall convene all General Meetings of the Club by giving not less than fourteen (14) days notice of any such meeting to the members of the Management Committee.
- b) The manner by which such notice shall be given will be determined by the Management Committee.

34 SPECIAL GENERAL MEETINGS:

- a) Special General Meetings may be convened by the Executive Management or on the receipt of a requisition stating the objects, and signed by at least ten (10) Financial Members qualified to vote at any such meeting.
- b) Not less than fourteen (14) days notice shall be given to Members of the date, time and place of the holding of any Special General Meeting.

35 QUORUM FOR AND ADJOURNMENT OF GENERAL MEETING:

- a) The quorum for a general meeting is at least the number of members elected or appointed to the Executive Management Committee at the close of the association's last general meeting, plus 1.
- c) No business shall be transacted at any General Meeting unless a quorum of Members is present at the time when the meeting proceeds to business.
- c) If within half an hour from the time appointed for the commencement of a General Meeting a quorum is not present, the meeting, if convened upon the requisition of Members of the Management Committee or the Club, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the Members present shall be a quorum.
- d) The Chairperson may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

36 PROCEDURE AT GENERAL MEETING:

- a) Unless otherwise provided by these Rules, at every General Meeting the President shall preside as Chairperson, or if there is no President, or if they are not present within fifteen (15)

minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-President shall be the Chairperson or if the Vice-President is not present or is unwilling to act, then the members present shall elect one of their number to be Chairperson of the meeting.

- b) The Chairperson shall maintain order and conduct the meeting in a proper and orderly manner.
- c) Questions, matters or resolutions shall be decided by a majority of votes of the members present in accordance with the agenda.
- d) Every member present shall be entitled to one vote and in the case of an equality of votes, the Chairperson shall have a second or casting vote: Provided that no member shall be entitled to vote at any General Meeting, if his annual subscription is more than two months in arrears at the date of the meeting;
- e) Voting shall be by show of hands or a division of members, unless not less than one-quarter (25%) of the members present demand a ballot, in which event there shall be a secret ballot. The Chairperson shall appoint two members to conduct the secret ballot in such manner as they shall determine and the result of the ballot as declared by the Chairperson shall be deemed to be the resolution of the meeting at which the ballot was demanded.

37 MEETINGS OF THE MANAGEMENT COMMITTEE:

- a) General Meetings of the Club shall be held at such date, time and place as may be considered necessary by the Management Committee of the Club, generally on a monthly basis but no longer than two (2) months later than the previous meeting held. It is strongly preferred that the Management Committee shall meet at least once every calendar month to exercise its functions.
- b) A Special Meeting of the Management Committee shall be convened by the Secretary on the requisition in writing signed by not less than three of the members of the Management Committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
- c) Subject as previously provided in this rule, the Management Committee may meet together and regulate its proceedings as it thinks fit; provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the Chairperson will utilise their casting vote to decide the matter.
- e) A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Club in which they have an interest, or any matter arising there out, and if they do so, their vote shall not be counted.
- f) Not less than seven (7) days notice shall be given by the Secretary to members of the Management Committee of any Special Meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed.

38 STANDING ORDERS:

The following shall be the suggested standing orders for meetings of the Club and of the Management Committee.

- a) The President (or in his absence the Vice-President) shall preside at all meetings of the Club and of the Management Committee. In the absence of both the President and Vice-President the meeting shall have the power to elect a Chairperson.
- b) In the event of a quorum not being present within thirty (30) minutes after the time appointed for any meeting, the meeting shall lapse.
- c) It shall be the duty of the Secretary to notify Members of the Committee of all meetings of the Committee. The manner and time by which such notices shall be given shall be determined by the Management Committee.
- d) The first meeting of the incoming Committee shall be held within fourteen (14) days after the conclusion of the Annual General Meeting each year.
- e) The order of business shall be determined by the Management Committee and should include the following agenda items at each meeting regardless if there is any subject matter to discuss: (1) Apologies, (2) Reading and confirmation of the Minutes of the previous meeting, (3) Business arising from the Minutes of the previous meeting, (4) Correspondence and action, (5) Secretary's Report, (6) Treasurer's Report, (7) Reports from Sub-committees, (8) Business Arising including Notices of Motion, (9) Consideration of Motions of which due notice has been given, (10) General Business and (11) Next meeting.
- f) Members will be allowed to speak only once to a motion but may 'rise to a point of order' or to correct a mis-statement, but no second speech shall be allowed except when speaking to an amendment. The proposer of a motion shall be allowed an extra five (5) minutes in his right to reply.
- g) At any stage of the discussion of any subject, any Member may move 'that the question be put without further discussion' and on being seconded and carried, the Chairperson shall immediately put the motion. An extension of time may be granted to any speaker by a majority of Members present at any meeting of the Club.
- h) Any decision or ruling by the Chairperson may be dissented from and over-ruled by a simple majority vote of the Members present, but a motion to dissent from the Chairperson's ruling shall be put without discussion.
- i) Unless a vote by ballot be required, voting at all meetings shall be by show of hands, which shall be conclusive on the declaration of the result by the Chairperson.
- j) The Chairperson of any meeting shall have a primary, as well as a Casting Vote.
- k) Any meeting may be adjourned or postponed to any time and place by the Chairperson, on the resolution of a two-third majority of the Members present at any meeting of the Club.
- l) No motion to amend, repeal or add to a Standing Order shall be considered unless seven (7) days notice shall have been given in writing, giving the name of the mover and seconder and

no such motion shall be declared or carried, unless a two-third majority of the Members present vote in favour thereof.

- m) The President may direct at any time the Secretary to call a Special Meeting of the Management Committee by giving at least three (3) days notice to the Members of the Committee.

39 NOTICE OF MOTION:

A Notice of Motion to be moved at a meeting to add to, to rescind or amend any by-law of the Club or any other business proposed to be transacted to any Annual General Meeting other than the ordinary business, shall be given in writing together with the name of the proposer and seconder to the Secretary of the Club, in time to allow them to give seven (7) days clear notice to Members, provided that no motion to add to, to rescind or amend any by-law shall be deemed to be carried, unless three-quarters (75%) of the Members present vote in favour of it.

40 EXPENSES:

All expenses incurred by any committee member (or delegated club member or club volunteer), in attending to the business of the Club must be approved prior by Executive Management or General Manager, unless it was considered acceptable and necessary by the Executive Management or General Manager to ensure normal day to day business operations were maintained. It shall then be obligatory upon the Club to reimburse such monies (or losses) to the Member concerned upon proof of payment. It is stressed that all such expenditure should be authorised prior by two (2) members of the Executive Management Committee, or the General Manager and one (1) member of the Executive Management Committee.

41 FINANCE:

Club funds shall be administered primarily on a day to day basis by the Executive Management Committee in consultation with the General Manager, however the following courses of actions are to be adhered to;

- a) Trading accounts shall be opened for the Club, with a bank to be decided upon from time to time by the Club's Management Committee. All funds of the Club shall be lodged in the bank in the name of the Club and shall be operated upon by any two (2) of the President, the Secretary, or the Treasurer; and/or another approved member of the Club's Management Committee, or Management staff duly employed by the Club. Any of the foregoing shall have the power to endorse payments and other negotiable instruments drawn to the Club's order.
- b) All disbursements must as far as possible be made by electronic fund transfer and with an authorised purchase order. Cash payments are discouraged but in the case where it is deemed necessary, an invoice, receipt and/or claim along with approval from Executive Management Committee members or the General Manager to support the payment.

- c) All accounts are to be approved for payment or scheduling of payment by two (2) members of the Executive Management Committee and subsequently presented at the next General Meeting for oversight by the Treasurer to the Management Committee. The funds of the Club are to be used for the benefit and development of the Club and its members.
- d) The Executive Management Committee shall determine the amount of petty cash which shall be maintained by the Treasurer and/or Secretary.
- e) Official receipts shall be issued in connection with all monies received.
- f) Soliciting subscriptions or funds from Club Members must be sanctioned and approved by the Management Committee.
- g) Soliciting subscriptions, sponsorships or funds from the community on behalf of the Club must be sanctioned and approved by the Management Committee.
- g) The sanction and approval of the Management Committee must be obtained prior to the arrangement of any fund-raising activity by a Member of the Club.
- h) All monies raised by Members or authorised persons in the Club's name shall be paid to the Club's official banking account within two (2) days of such funds being raised and must be accompanied by a statement of receipts and disbursements. Members or any individuals associated with the club are not permitted to collect or hold monies and bank them in trust for the Club.
- i) A payment by the Club of \$100 or more must be made by electronic funds transfer and independently verified by the designated and authorised parties within the Club.

42 DISSOLUTION / ALMALGAMATION / MERGER:

The Club may be dissolved upon the vote of a three-quarters (75%) majority of the Members present at a Special General Meeting convened to consider the question. Any assets on hand, shall, after payment of all expenses and liabilities, be handed over to an organisation or organisations having objects similar, or in part similar to the objects of the organisation. Such an organisation/s or organisations are to be determined by the Members at or before the time of dissolution.

43 ALTERATION OF RULES:

- a) Subject to the Associations Incorporation Act 1981, these rules may be amended, repealed or added to by a special resolution carried at a General Meeting by the Management Committee.
- b) An amendment, repeal or addition is valid only if it is registered by a member/s of the Executive Management Committee and/or the General Manager on behalf of the Club.

44 BY-LAWS:

The Management Committee may from time to time make, amend or repeal by-laws, not inconsistent with these Rules, for the internal management of the Club and any by-law may be set aside by a general meeting of members.

45 COMMON SEAL:

The Common Seal shall be in the name of the Club; shall be in the custody of the Secretary and used in accordance with a resolution of the Management Committee and/or the Executive Management Committee.

46 DOCUMENTS & CONFIDENTIALITY:

The Management Committee shall provide for the safe custody and confidentiality of all books, documents, files, along with information pertained in Management Committee discussions and its associated matters of business, instruments of title and securities of the Club. All Management Committee and Sub-committee members including Club staff are reminded of the requirement and commitment to confidentiality, disclosure, privacy issues and commercial in confidence matters that pertain to personal obligations under State and Federal Government laws.