

Kalamunda Club Inc.
Constitution and Rules

CONSTITUTION AND RULES KALAMUNDA CLUB INC.



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**Kalamunda Club Inc.
Constitution and Rules**

1. Name

- 1.1. The name of the Club is Kalamunda Club Inc., hereinafter referred to as the Club.

2. Definitions

- 2.1. In this Constitution, unless the contrary intention appears:
 - 2.1.1. **Act** means the Associations Incorporation Act 2015, as amended and any other legislation that may come into force to replace or supplement the Act, and forms part of these Rules.
 - 2.1.2. **Annual Meeting** means an Annual General meeting.
 - 2.1.3. **Board** means the Board of Management of the Club, duly elected in accordance with the Rules contained herein.
 - 2.1.4. **Board Meeting** means a meeting of the Board.
 - 2.1.5. **Books of the Club** means; the Members Register; the Financial Record, Reports and Statements, record of Office Holders; and the Club Constitution.
 - 2.1.6. **By-Laws** mean the codes of rules made and adopted in accordance with Rule 51.
 - 2.1.7. **Club** means the Kalamunda Club Inc.
 - 2.1.8. **Club Premises** means all land, buildings and structures thereon of which The Club is the bona fide occupier.
 - 2.1.9. **Club Manager** means the person appointed to the position by the Board under Rule 38.1.3.
 - 2.1.10. **Executive Committee** means a committee consisting of the President, Vice President and one other Board Director
 - 2.1.11. **Financial year** means from 1st July each year until the 30th June next.
 - 2.1.12. **General Meeting** means the General meeting of The Club, whether Annual or Special.
 - 2.1.13. **Liquor Act** means the Liquor Control Act 1988, as amended and any other legislation that may come into force to replace or supplement the Act, and forms part of these Rules.
 - 2.1.14. **Month** means a calendar month.
 - 2.1.15. **Special General Meeting** means a General Meeting as defined above, called in accordance with Rule 41.

3. Objectives

- 3.1. The principal objectives of the Club are to establish, maintain and conduct a club for sporting, social and cultural activities. These objectives include the provision of such facilities and for any other lawful purpose that provides benefits and enjoyment for Members of the Club.
- 3.2. To borrow, raise or secure finance for the purposes of the Club in such manner as Members think fit.
- 3.3. To maintain a club license under the Liquor Control Act 1988 as amended.

- 3.4. To provide and maintain a clubhouse and sporting amenities for the use by Members.
- 3.5. To apply the property and income of the Club solely towards the promotion of the objectives of the Club, and no part of that property or income may be paid or otherwise distributed, directly or indirectly to Members, except in good faith in the promotion of those objectives.
- 3.6. A payment may be made to a Member out of the funds of the Club only if it is authorised under Rule 2.7 or Rule 32.2.
- 3.7. A payment to a Member out of the funds of the Club may be authorised by the Board if it is —
 - 3.7.1. the payment in good faith to the Member as reasonable remuneration for any services provided to The Club, or for goods supplied to the Club, in the ordinary course of business; or
 - 3.7.2. the payment of interest, on money borrowed by the Club from the Member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or
 - 3.7.3. the payment of reasonable rent to the Member for premises leased by the member to the Club; or
 - 3.7.4. the reimbursement of reasonable expenses properly incurred by the Member on behalf of the Club.

4. Eligibility for Membership

- 4.1. Any person who supports the objectives of the Club is eligible to apply to become a Member.
- 4.2. An individual who has not reached the age of 18 years is not eligible to apply for a class of membership that confers voting rights.

5. Applying for Membership

- 5.1. A person who wants to become a Member of the Club must apply in writing.
- 5.2. The application must include a Member's nomination of the application for membership and the required subscription.
- 5.3. The application must be signed by the applicant, the Member nominating and the Member seconding the application
- 5.4. The applicant must specify in the application the class of membership to which the application relates.

6. Dealing with Membership Applications

- 6.1. The Board must consider each application for membership of the Club and decide whether to accept or reject the application.
- 6.2. Subject to Rule 6.3, the Board must consider applications in the order in which the Club receives them.

- 6.3. The Board may delay its consideration of an application if it considers that any matter relating to the application needs to be clarified by the applicant or that the applicant needs to provide further information in support of the application.
- 6.4. The Board will not accept an application unless the applicant –
 - 6.4.1. is eligible under Rule 4; and
 - 6.4.2. has applied under Rule 5
- 6.5. The Board may reject an application even if the applicant –
 - 6.5.1. is eligible under Rule 4; and
 - 6.5.2. has applied under Rule 5
- 6.6. The Board must notify the applicant of the Board's decision to accept or reject the application as soon as practicable after making the decision
- 6.7. In the event of the Board rejecting an application, the Board is not required to give the applicant its reasons for doing so.

7. Becoming a Member

- 7.1. An applicant for membership of the Club becomes a member when –
 - 7.1.1. the Board accepts the application; and
 - 7.1.2. the applicant pays the membership subscription under Rule 12, applicable to the class of membership granted.

8. Class of Membership

- 8.1. Membership of The Club consists of the following –
 - 8.1.1. **Ordinary Member** – A person over the age of 18 years.
 - 8.1.2. **Bowls Member** A person over the age of 18 years who is prepared to play pennant bowls for the Club.
 - 8.1.3. **Life Member** – Members may elect a person who have rendered meritorious service to the Club, as Life Member for such service and in accordance with the following –
 - 8.1.3.1.1. In recognition of long or meritorious service to the Club or other commendable reason.
 - 8.1.3.1.2. An Ordinary, Bowls or Life Member may propose another Member for Life Membership to the Board in writing giving the reasons why that Life Membership should be granted.
 - 8.1.3.1.3. Any nomination requires the endorsement of the Board before it may be presented to an Annual General Meeting.
 - 8.1.3.1.4. An Annual General Meeting may, upon a 75% majority vote of those present, confer Life Membership on a member who has rendered special and outstanding service to the Club.
 - 8.1.3.1.5. A Life Member is entitled to all rights and privileges of an Ordinary or Bowls Member and has the same obligations.

- 8.1.3.1.6. A Life Member is exempt from annual subscriptions but is liable for any levies and sporting affiliation fees.
- 8.1.4. **Family Member** – A person over the age of 18 years, a relative of a financial Ordinary, Bowls or Life Member and resides at the same address as that Member. Persons granted this category of membership are not entitled to hold office or vote at any Club meeting; or propose or second any application for membership to The Club; or have the authority to sign in guests to the Club.
- 8.1.5. **Country Member** – A person who is a member of a non-metropolitan Lawn Bowling Club outside a radius of 50km from the Club and is prepared to play pennant bowls for the Club. Persons granted this category of membership are not entitled to hold office or vote at any Club meeting; or propose or second any application for membership to the Club; or have the authority to sign in guests to the Club.
- 8.1.6. **Junior Member** – A person under the age of 18 years. Persons granted this category of membership are not entitled to hold office; or vote at any Club meeting; or propose or second any application for membership to the Club or have the authority to sign in guests to the Club. Any Junior Member on attaining the age of 18 years will be granted Ordinary Membership and will be required to pay the pro rata subscription applicable to that membership.
- 8.1.7. **Temporary Member** – Temporary Membership may be granted to –
 - 8.1.7.1.1. Persons who are an official or assisting a group that is to participate in a pre-arranged activity for the day.
 - 8.1.7.1.2. Persons who, at the invitation of a Member, are engaged in sport on that day
 - 8.1.7.1.3. Persons who are bona fide member of any like club in Western Australia or any licensed club outside Western Australia.
 - 8.1.7.1.4. Persons, who for age, ill health or infirmity and distance from the Club have retired from active participation but desire to retain an association with the Club.
 - 8.1.7.1.5. Persons granted this category of membership are not entitled to hold office; or vote at any Club meeting; or propose or second any application for membership to the Club or have the authority to sign in guests to the Club.
- 8.1.8. **Honorary Member** – Honorary Membership may be granted to Club Patrons, Sponsors, selected Government Officers and any such person as the Board may decide from time to time. Persons granted this category of membership are not entitled to hold office, other than the office of Patron, or vote at any Club meeting; or propose or second any application for membership to the Club; or have the authority to sign in guests to the Club.
- 8.1.9. **Supernumerary Member** - An Ordinary, or Bowls Member who is placed on a Supernumerary Members List in accordance with Rule 12.7. Persons granted this category of membership are not entitled to hold office; or vote at any Club meeting; or propose or second any application for membership to the Club; or have the authority to sign in guests to the Club.
- 8.1.10. Or any other type of membership that may be classified by way of the Club's By-laws.

9. When Membership Ceases

- 9.1. A person ceases to be a member of the Club when any of the following takes place –
 - 9.1.1. the Member resigns from the Club under Rule 10; or
 - 9.1.2. the Member is expelled from the Club under Rule 15; or
 - 9.1.3. the Member ceases to be a member under Rule 12.5; or
 - 9.1.4. the Member dies.
- 9.2. The Club Manager must keep a record, for at least one year after a person ceases to be a member of –
 - 9.2.1. the date on which the person ceased to be a Member; and
 - 9.2.2. the reason why the person ceased to be a Member.

10. Resignation

- 10.1. A Member may resign from membership of the Club by giving written notice of the resignation to the Club Manager.
- 10.2. The resignation takes effect –
 - 10.2.1. when the Club Manager receives the notice; or
 - 10.2.2. if a later time is stated in the notice, at that time.
- 10.3. A person who has resigned from membership of the Club remains liable for any fees that are owed to The Club at the time of resignation.
- 10.4. Any fees owed to the Club from a past Member who has resigned from the Club, may be recovered by The Club in a court of competent jurisdiction as a debit to the Club.
- 10.5. Any fees paid by a Member for membership are not refundable.

11. Rights not Transferable

- 11.1. The rights of a Member are not transferable and end when membership ceases.

12. Membership Subscriptions

- 12.1. The annual membership subscription and fees of the Club will be set by majority vote of the Board prior to the commencement of the financial year.
- 12.2. The subscription determined under Rule 12.1 may be different for each class of membership
- 12.3. Notice of the fees and subscriptions will be notified to the Members, via the Club notice board within seven (7) days of such determination.
- 12.4. A Member must pay the annual subscription to the Club Manager, or other such person authorised by the Board to accept payments, on or before the first day of July.
- 12.5. If a Member has not paid the annual subscription within one month after the due date, the Member ceases to be a Member on the expiry of that period.

- 12.6. If a person who has ceased to be a Member under Rule 12.5 offers to pay the annual subscription after the period referred to in Rule 12.5 has expired –
 - 12.6.1. the Board may, at its discretion, accept that payment; and
 - 12.6.2. if the payment is accepted, the person's membership is reinstated from the date the payment is accepted.
- 12.7. Any Member, who gives notice in writing to the Club Manager of an inability on account of illness or absence from the State to use the facilities of the Club for a period of not less than one year, may at the discretion of the Board be placed on the Supernumerary Membership list.

13. New Member Subscriptions

- 13.1. New Members subscriptions must be paid with their application for membership.
- 13.2. Subscriptions for new members are payable on a pro-rata basis as follows –
 - 13.2.1. if nominated between 1st of July and 30th of September – Full annual subscription; or
 - 13.2.2. if nominated between 1st of October and 31st of December – 75% of annual subscription; or
 - 13.2.3. if nominated between 1st of January and 31st of March – 50% of annual subscription; or
 - 13.2.4. if nominated between 1st of April and 30th of June – 25% of annual subscription;

14. Register of Members

- 14.1. The Club Manager is responsible for the requirements imposed on the Club under section 53 of the Act to maintain the register of Members and record in that register any change in membership of the Club.
- 14.2. In addition to the matters referred to in section 53(2) of the Act, the register of Members must include the class of membership to which each Member belongs and the date on which the Member is granted membership.
- 14.3. The register of Members must be kept at the offices of the Club.
- 14.4. A Member who wishes to inspect the register of Members must contact the Club Manager to make arrangements suitable to both the Member and the Club Manager.
- 14.5. The Board may require a Member who wishes to make a copy or take an extract from the register under 54(2) of the Act, or makes a written request under section 56(1) of the Act to be provided with a copy of the register, to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of the Club.

15. Suspension or Expulsion of Members

- 15.1. The President or Executive Committee on receipt of a complaint from the Club Manager or Duty Manager, of a member's behaviour which is considered a serious breach of acceptable Member behaviour, of the Liquor Control Act or where police involvement is required, may suspend a Member for a period of time until disciplinary action under Rule 15.3 can be taken.

- 15.2. A Member suspended under Rule 15.1 may except the decision of the President or Executive Committee and the matter need not proceed further.
- 15.3. The Board may decide to suspend a Member's membership or expel a Member from the Club if –
 - 15.3.1. the Member contravenes any Rule of the Club, or any By-law of the Club or any order or directive of the Board or of any General Meeting.
 - 15.3.2. the Member, in the judgement of the Board, has been guilty in or out of the Club's premises of any act, conduct, or matter which may bring discredit on the Club or its Members, or impair or affect the enjoyment of the Club by other Members.
- 15.4. The Club Manager must give the Member written notice of the proposed suspension or expulsion at least 14 days before the Board Meeting at which the proposal is to be considered by the Board.
- 15.5. The notice given to the member must state —
 - 15.5.1. when and where the Board Meeting is to be held; and
 - 15.5.2. the grounds on which the proposed suspension or expulsion is based; and
 - 15.5.3. that the Member, or the member's representative, may attend the Meeting and will be given a reasonable opportunity to make written or oral (or both) submissions to the Board about the proposed suspension or expulsion.
- 15.6. At the Board Meeting, the Board must –
 - 15.6.1. give the Member, or the Member's representative, a reasonable opportunity to make written or oral (or both) submissions to the Board about the proposed suspension or expulsion; and
 - 15.6.2. give due consideration to any submissions made; and
 - 15.6.3. decide –
 - 15.6.3.1.1. whether or not to suspend the Member's membership and, if the decision is to suspend the membership the period of suspension; or
 - 15.6.3.1.2. whether or not to expel the Member from the Club.
- 15.7. A decision of the Board to suspend the Member's membership or to expel the Member from the Club takes immediate effect.
- 15.8. The Board must give the Member written notice of the Board's decision and the reasons for the decision, within 7 days after the Board meeting at which the decision is made.
- 15.9. A Member whose Membership is suspended or who is expelled from the Club may, within 14 days after receiving notice of the Board's decision under Rule 15.8, give written notice to the Club Manager requesting the appointment of a mediator under rule 19.1.1.
- 15.10. If notice is given under Rule 15.9 the Member who gives the notice and the Board are the parties to the mediation.

16. Consequences of Suspension

- 16.1. During the period a Member's membership is suspended, the Member –

- 16.1.1. may lose any or all rights arising as a result of membership; and
- 16.1.2. is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable to the Club.
- 16.2. When a Member's membership is suspended, the Club Manager must record in the register of members –
 - 16.2.1. that the Member's membership is suspended; and
 - 16.2.2. the date on which the suspension takes effect and the period of suspension.
- 16.3. When the period of suspension ends, the Club Manager must record in the register of members that the Member's membership is no longer suspended.

17. Dispute Resolution Procedure

- 17.1. The following procedure applies to disputes or grievances -
 - 17.1.1. between Members; or
 - 17.1.2. between one or more Members and the Club.
- 17.2. The parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.
- 17.3. If the parties to a dispute are unable to resolve the dispute between themselves within the time required by Rule 17.2, any party to the dispute may start the grievance procedure by giving written notice to the Club Manager of the parties to the dispute and the matters that are the subject of the dispute.
- 17.4. Within 28 days after the Club Manager is given the notice, a Board Meeting must be convened to consider and determine the dispute.
- 17.5. The Club Manager must give each party to the dispute written notice of the Board Meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.
- 17.6. The notice given to each party to the dispute must state when and where the Board Meeting is to be held and that the party's representative may attend the meeting and will be given reasonable opportunity to make written or oral (or both) submissions to the Board about the dispute.
- 17.7. If the dispute is between one or more Members and the Club the Board must not determine the dispute, if any party to the dispute gives written notice to the Club Manager stating that the party -
 - 17.7.1. does not agree to the dispute being determined by the Board; and
 - 17.7.2. request the appointment of a mediator under rule 19.1.2.

18. Determination of Dispute by the Board

- 18.1. At the Board Meeting at which a dispute is to be considered and determined, the Board must -
 - 18.1.1. give each party to the dispute, or the party's representative, a reasonable opportunity to make written or oral (or both) submissions to the Board about the dispute; and
 - 18.1.2. give due consideration to any submissions so made; and

- 18.1.3. determine the dispute.
- 18.2. The Club Manager must give each party to the dispute written notice of the Board's determination, and the reasons for the determination, within 7 days after the Board Meeting at which the determination was made.
- 18.3. A party to a dispute may, within 14 days after receiving written notice of the Board's determination under Rule 18.1.3, give written notice to the Club Manager requesting the appointment of a mediator under Rule 19.1.2.
- 18.4. If notice is given under Rule 18.3, each party to the dispute is a party to the mediation.

19. Appointment of a Mediator

- 19.1. The mediator must be a person chosen -
 - 19.1.1. if the appointment of a mediator is requested by a Member under Rule 15.9 - by agreement between the Member and the Board; or
 - 19.1.2. if the appointment of a mediator is requested by a party to the dispute under Rule 17.7.2 or Rule 18.3 – by agreement between the parties to the dispute.
- 19.2. If there is no agreement for the purposes of Rule 19.1.1 or Rule 19.1.2, then subject to Rule 19.3 and Rule 19.4, the Board must appoint a mediator.
- 19.3. The person appointed as mediator by the Board must be a person who acts as a mediator for another not-for-profit body, such as a community legal centre, if the appointment of a mediator was requested by –
 - 19.3.1. a Member under rule 15.9; or
 - 19.3.2. a party to a dispute under rule 17.7.2; or
 - 19.3.3. a party to a dispute under rule 18.3 and the dispute is between one or more Members and the Club.
- 19.4. The person appointed as mediator by the Board may be a Member of the Club or former Member of the Club but must not –
 - 19.4.1. have a personal interest in the matter that is the subject of the mediation; or
 - 19.4.2. be biased in favour of or against any party to the mediation.

20. Mediation Process

- 20.1. The parties to the mediation process must attempt in good faith to settle the matter that is the subject of the mediation.
- 20.2. Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation at least 5 days before the mediation takes place.
- 20.3. In conducting the mediation, the mediator must -
 - 20.3.1. give each party to the mediation every opportunity to be heard; and
 - 20.3.2. allow each party to the mediation to give due consideration to any written statement given by the other party; and
 - 20.3.3. ensure that natural justice is given to the parties to the mediation throughout the mediation process.

- 20.4. The mediator cannot determine the matter that is the subject of the mediation.
- 20.5. The mediation must be confidential, and any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is the subject of the mediation.
- 20.6. The costs of the mediation are to be paid for by the party or parties to the mediation that requested the appointment of the mediator.
- 20.7. If mediation takes place because a Member whose membership is suspended or who is expelled from the Club and the Member has given notice under Rule 15.8, and as a result of the mediation, the decision of the Board to suspend the Member's membership or expel the Member is revoked, that revocation does not affect the validity of any decision made at a Board Meeting or General Meeting during the period of suspension or expulsion.

21. Powers of the Board

- 21.1. The Board Members are the persons who, as the Board of Management of the Club, have the power to manage the affairs of the Club.
- 21.2. Subject to the Act, these Rules, the By-laws and any resolution passed at a general meeting, the Board has the power to do all things necessary or convenient to be done for the proper management of the affairs of the Club
- 21.3. The Board must take all reasonable steps to ensure that the Club complies with the Act, these Rules and the By-laws.

22. Board Members

- 22.1. The Board members consist of –
 - 22.1.1. President;
 - 22.1.2. Vice President;
 - 22.1.3. Four (4) Board Directors; and
 - 22.1.4. Directors or Director of sporting sections of The Club as determined by the Board.
- 22.2. A Member may be a Board member if the Member is –
 - 22.2.1. an Ordinary Member; or
 - 22.2.2. a Bowls Member; or
 - 22.2.3. a Life Member
- 22.3. A person may not hold two (2) or more of the offices mentioned in Rule 21.1.

23. Executive Committee Members

- 23.1. The Executive Committee members consist of –
 - 23.1.1. President;
 - 23.1.2. Vice President; and
 - 23.1.3. one (1) Board Director.

- 23.2. The Board Member under Rule 23.1.3 shall be elected by the Board at its first meeting after each Annual General Meeting of the Club.
- 23.3. The duty of the Executive Committee is to deal with all urgent Club administrative matters that may arise between normal scheduled Board Meetings.

24. Club President

- 24.1. It is the duty of the President to consult with the Club Manager regarding the business to be conducted at each Board meeting and General meeting of the Club.
- 24.2. The President has the powers and duties relating to convening and presiding at each Board Meeting, Special Meeting and General Meeting.
- 24.3. The President shall be an ex-officio member of all committees and sub-committees of the Club and have a vote on such if so desired.
- 24.4. The President will preside at each Executive Committee Meeting.

25. Club Vice President

- 25.1. It is the duty of the Vice President to exercise the powers of the President in the absence of the President.
- 25.2. The Vice President shall be an ex-officio member of all committees and sub-committees of the Club and have a vote on such if so desired.

26. Club Manager

- 26.1. A Club Manager may be appointed under Rule 41.1.3 and once appointed will hold office during the pleasure of the Board.
- 26.2. The Club Manager has the following duties to; –
 - 26.2.1. deal with the Clubs correspondence;
 - 26.2.2. consult with the President regarding the business to be conducted at each Board meeting and General meeting;
 - 26.2.3. prepare the notices required for meetings and for the business to be conducted at meetings;
 - 26.2.4. maintain the Club register of Members as required by the Act;
 - 26.2.5. maintain an up-to-date copy of the Club's Constitution and Rules as required by the Act;
 - 26.2.6. maintain a record of the Club's Board Members and other persons authorised to act on behalf of the Club as required by the Act;
 - 26.2.7. ensure the safe custody of the books of the Club, other financial records, and financial statements as applicable to the Club;
 - 26.2.8. maintain an accurate record of the Board meetings and General meetings.
 - 26.2.9. ensure that the amounts payable to the Club are collected and receipts issued for those amounts in the name of the Club;
 - 26.2.10. ensure that any amounts paid to the Club are credited to the appropriate account of the Club, as directed by the Board;

- 26.2.11. ensure that any payments to be made by the Club that have been authorised by the President or at a Board meeting are made on time;
- 26.2.12. ensure that the Club complies with the relevant requirements of Part 5 of the Act;
- 26.2.13. provide any assistance required by an auditor or reviewer conducting an audit or review of the Club's financial statements or financial record under Part 5 Division 5 of the Act; and
- 26.2.14. carry out any other duty given to the Club Manager under these Rules, The Club's By-laws or as directed by the President.

27. Becoming a Board Member

- 27.1. A Member becomes a Board Member if the Member; –
 - 27.1.1. is elected to the Board at a General Meeting of the Club; or
 - 27.1.2. is elected to the Board as sports Director at an annual general meeting of a sports section.
 - 27.1.3. is appointed to the Board by the Board to fill a casual vacancy under Rule 33.1.

28. Nomination for Election of Board Members

- 28.1. The Club Manager must place a written notice on the Club's notice board 42 days prior to an Annual General Meeting; –
 - 28.1.1. calling for nominations for election to the Board; and
 - 28.1.2. stating the date by which nominations, on the prescribed nomination form, must be received by the Club Manager to comply with Rule 28.2.
- 28.2. A Member who wishes to be considered for election to the Board at the Annual General Meeting must nominate for election by sending a completed nomination form to the Club Manager at least 28 days before the Annual General Meeting.
- 28.3. The nomination form must include the closing date for nominations for election to the Board, the name, and position the Member is seeking election, and the signature of the Member forwarding their nomination together with a proposer and seconder for the Member's nomination and the signatures of both the proposer and seconder.
- 28.4. A member may nominate for one specified position of office of the Club or to be a Board Director.
- 28.5. A Member whose nomination does not comply with this Rule is not eligible for election to the Board unless the Member is nominated under Rule 29.2 or Rule 29.3.

29. Election of Board Members

- 29.1. At the Annual General Meeting an election by secret ballot must be held for each position on the Board declared vacant.
- 29.2. If there is no nomination for a position on the Board, the Chairperson of the meeting may call for nominations from the eligible voting Members at the meeting.

- 29.3. If the number of Members nominating for the vacant positions on the Board is greater than the number to be elected, or the number of Members nominating under Rule 29.2 for the vacant positions on the Board is greater than the number to be elected the election shall be by a secret ballot.
- 29.4. If a Ballot is required the Chairperson shall appoint a returning officer who has not nominated for any position on the Board and call for two (2) scrutineers to be nominated from the Members eligible to vote at the meeting. If more than two (2) scrutineers nominate a simple election by show of hands will determine the Members to be scrutineers.
- 29.5. The Chairperson shall vacate the chair in favour of the returning officer. The returning officer shall conduct the secret ballot and is not entitled to vote unless in the case of an equality of vote the returning officer shall have a casting vote.
- 29.6. Each Ordinary Member, Bowls Member or Life Member present at the meeting may cast one vote for each vacant position on the Board.
- 29.7. On declaration of the ballot by the returning officer, the newly elected Chairperson shall assume the chair for the remainder of the meeting.

30. Term of Office of Board Members

- 30.1. The term of office of a Board member begins when the Member; –
 - 30.1.1. is elected at an annual General Meeting or under Rule 31.3.2; or
 - 30.1.2. is appointed to fill a casual vacancy under Rule 33.1.
- 30.2. Subject to Rule 30.3 and Rule 31, a Board Member holds office until the position is declared vacant at the subsequent bi-annual General Meeting.
- 30.3. A Board Member appointed to the Board under Rule 33.1 position shall be declared vacant at the next Annual General Meeting.
- 30.4. A retiring Board Member is eligible for re-elected.

31. Resignation and Removal from Office of Board Members

- 31.1. A Board Member may resign from the Board by giving written notice to the Club Manager, or in the absence of a Club Manager, given to the President.
- 31.2. The resignation takes effect; –
 - 31.2.1. when the notice is received by the Club Manager or President; or
 - 31.2.2. if a later time is stated in the notice, at the later time.
- 31.3. At a General Meeting, the Club may by resolution, after a notice of motion has been given; -
 - 31.3.1. remove a Board Member from office; and
 - 31.3.2. elect a Member who is eligible under Rule 22.2 to fill the vacant position.
- 31.4. A Board Member who is the subject of a proposed resolution under Rule 31.3 may make written representations to the Club Manager or President and may ask that the representations be provided to the Members.
- 31.5. The Club Manager or President may give a copy of the representation to each Member of The Club or, if they are not so given, the Board Member may require

them to be read out at the General Meeting at which the notice of motion is to be considered.

32. When Membership of a Board Member Ceases

- 32.1. A person ceases to be a Board Member if the person; –
 - 32.1.1. dies or otherwise ceases to be a Member of The Club; or
 - 32.1.2. resigns from the Board or is removed from office under Rule 31.3; or
 - 32.1.3. becomes ineligible to accept an appointment or act as a Board Member under section 39 of the Act; or
 - 32.1.4. becomes permanently unable to act as a Board Member because of a mental or physical disability; or
 - 32.1.5. fails to attend 3 consecutive Board meetings, of which the person has been given notice, without having notified the Board that the person is unable to attend.

33. Filling Casual Vacancies of the Board

- 33.1. The Board may appoint a Member who is eligible under Rule 22.2 to fill a position on the Board that; -
 - 33.1.1. has become vacant under Rule 32; or
 - 33.1.2. was not filled by election at the most recent Annual General Meeting or under Rule 31.3.2.
- 33.2. If the position of Club Manager becomes vacant the Board must appoint a Member who is eligible under Rule 22.2 to temporarily fill the position within 14 days after the vacancy arises and the Executive Committee must seek and appoint a suitable replacement Club Manager.
- 33.3. Subject to the requirement for a quorum under Rule 38.1, the Board may continue to act despite any vacancy in its membership.
- 33.4. If there are fewer Board Members than required under Rule 38.1, the Board may act only for the purpose of; –
 - 33.4.1. appointing Board Members under Rule 33.1; or
 - 33.4.2. convening a General Meeting.

34. Validity of Acts of the Board

- 34.1. The acts of the Board, Committee or Sub-committee, or of a Board Member or of a Committee Member or of a Sub-Committee Member, are valid despite any defect that may afterwards be discovered in the election, appointment or qualification of the Board Member or of a Committee Member or of a Sub-Committee Member.

35. Payments to Board Members

- 35.1. In this Rule a Board Member includes a Member of a Committee or Sub-Committee and a Board Meeting includes a Committee Meeting and a Sub-Committee Meeting.

- 35.2. A Board Member is not entitled to be paid out of the Club funds for any out-of-pocket expenses for travel and accommodation unless prior approval is given by the Board –
- 35.2.1. in attending a Board Meeting; or
 - 35.2.2. in attending a General Meeting; or
 - 35.2.3. otherwise in connection with the Club business.

36. Board Meetings

- 36.1. The Board Meeting will be held at the Club monthly and must meet for a minimum of ten (10) monthly Meetings per annum with the dates and times determined by the Board.
- 36.2. The President may call for a special Board Meeting as required and a special Board Meeting may be called on the request of three Members of the Board.
- 36.3. Notice of each Board Meeting must be given to each Board Member at least 48 hours before the time of the Meeting.
- 36.4. The notice of the Meeting must state the date and time of the Meeting and must include the agenda for the Meeting.
- 36.5. Unless Rule 36.6 applies, the only business that may be conducted at the Meeting is the business described in the agenda.
- 36.6. Urgent business that has not been included in the agenda may be conducted at the Meeting if the Board Members at the Meeting unanimously agree to treat that business as urgent.

37. Procedure and Order of Business of a Board Meeting

- 37.1. The President or, in the absence of the President, the Vice President must preside as chairperson of each Board Meeting. Should neither be present the Board Members present at the Meeting will elect a chairperson for that Meeting.
- 37.2. The order of business at a Board Meeting shall be as set out in the agenda of the Meeting.
- 37.3. The President may invite any Member or employee of the Club or other person to attend any Board Meeting.
- 37.4. A Member or person invited to attend a Board Meeting under Rule 37.3 –
 - 37.4.1. has no right to any agenda, minutes or other document circulated at the Meeting; and
 - 37.4.2. must not comment about any matter discussed at the Meeting unless invited by the chairperson to do so; and
 - 37.4.3. cannot vote on any matter at the Meeting.

38. Quorum for Board Meetings

- 38.1. The quorum for all Board Meetings is five (5) Board Members.
- 38.2. Subject to Rule 38.4, no business is to be conducted at a Board Meeting unless a quorum is present.

- 38.3. If a quorum is not present within 30 minutes after the notified commencement time of the Meeting –
 - 38.3.1. in the case of a special Board Meeting, the Meeting lapses; or
 - 38.3.2. otherwise the Meeting is adjourned to the same time and day in the following week.
- 38.4. If a quorum is not present within 30 minutes after the commencement time of a Board Meeting held under Rule 38.3.2 and at least three (3) Board Members are present at the Meeting, those Members present are taken to constitute a quorum.

39. Voting at Board Meetings

- 39.1. Each Board Member present at a Board Meeting has one vote on any question arising at the Meeting.
- 39.2. A motion is carried if a majority of the Board Members present at the Meeting vote in favour of the motion.
- 39.3. If the votes are divided equally on the question, the chairperson of the Meeting has a second and casting vote.
- 39.4. A vote may take place by the Board Members present indicating their agreement or disagreement by a show of hands, unless the Board decides that a secret ballot is needed to determine a particular question.
- 39.5. If a secret ballot is needed, the chairperson of the Meeting must decide how the ballot is to be conducted.

40. Minutes of Board Meetings

- 40.1. The Board must ensure that minutes are taken and kept of each Board Meeting.
- 40.2. The minutes must record the following -
 - 40.2.1. the names of the Board Members present at the Meeting;
 - 40.2.2. the name of any person attending the Meeting under Rule 37.3;
 - 40.2.3. the business considered at the Meeting; and
 - 40.2.4. any motion on which a vote is taken at the Meeting and the result of the vote.
- 40.3. The minutes of a Board Meeting must be entered in the Club's minute book within 21 days after the Meeting is held.
- 40.4. The President must ensure that the minutes of a Board Meeting are reviewed and signed as correct by -
 - 40.4.1. the chairperson of the Meeting; or
 - 40.4.2. the chairperson of the next Board Meeting.
- 40.5. When the minutes of a Board Meeting have been signed as correct they are, until the contrary is proven, evidence that –
 - 40.5.1. the Meeting to which the minutes relate was duly convened and held; and
 - 40.5.2. the matters recorded as having taken place at the Meeting took place as recorded; and
 - 40.5.3. any appointment purportedly made at the Meeting was validly made.

41. Committees, Sub-committees and Subsidiary Offices

- 41.1. To help the Board in the conduct of the Club business, the Board may, in writing or by way of By-laws, do either or all of the following -
 - 41.1.1. appoint one or more Committees;
 - 41.1.2. appoint one or more Sub-committees;
 - 41.1.3. create one or more subsidiary offices and appoint people to those offices.
- 41.2. A Committee may consist of the number of people, whether or not Members, that the Board considers appropriate.
- 41.3. A Sub-committee may consist of the number of people, whether or not Members, that the Board considers appropriate.
- 41.4. A person may be appointed to a subsidiary office whether or not the person is a Member.
- 41.5. Subject to any direction given by the Board, or as laid down in The Club's By-laws -
 - 41.5.1. a Committee or Sub-committee may meet and conduct business as it considers appropriate; and
 - 41.5.2. the holder of a subsidiary office may carry out the functions given to the holder as the holder considers appropriate.

42. Delegation to Committees, Sub-committees and Holders of Subsidiary Offices

- 42.1. In this Rule **non-delegable duty** means a duty imposed on the Board by the Act or other written law
- 42.2. The Board may in writing or by way of By-laws delegate to a Committee, Sub-committee or the holder of a subsidiary office the exercise of any power or the performance of any duty of the Board other than -
 - 42.2.1. the power to delegate; and
 - 42.2.2. a non-delegable duty.
- 42.3. A power or duty, the exercise or performance of which has been delegated to a Committee, Sub-committee or subsidiary office under this Rule, may be exercised or performed by the Committee, Sub-committee or holder in accordance with the terms of the delegation.
- 42.4. The delegation may be made subject to any conditions, qualifications, limitations or exceptions that the Board specifies in the document by which the delegation is made.
- 42.5. The delegation does not prevent the Board from exercising or performing at any time the power or duty delegated.
- 42.6. Any act or thing done by a Committee, Sub-committee or by the holder of a subsidiary office, under delegation has the same force and effect as if the Board had done it.
- 42.7. The Board may, in writing, amend or revoke any delegated powers or duties.

43. Annual General Meetings

- 43.1. The Annual General Meeting must be held within four (4) months of the end of the Financial Year, with the Board to determine the date, time and place.
- 43.2. The ordinary business of the Annual General Meeting is as follows -
 - 43.2.1. to confirm the minutes of the previous Annual General Meeting and of any Special General Meetings held since the minutes of that Meeting not yet confirmed; and
 - 43.2.2. to receive and consider –
 - 43.2.2.1.1. the President's annual report on The Club's activities during the preceding financial year; and
 - 43.2.2.1.2. the Club's annual audited statement of accounts and balance sheet as at the end of the preceding financial year, in accordance with part 5 of the Act; and
 - 43.2.2.1.3. the Auditors report on the financial statement for the preceding financial year; and
 - 43.2.3. to elect Members to vacant positions on the Board; and
 - 43.2.4. to appoint a Club Auditor for the coming financial year in accordance with the Act; and
 - 43.2.5. any other business of which notice has been given in accordance with these Rules.

44. Special General Meetings

- 44.1. The President may, on the request of the Board, call for a Special General Meeting to be convened.
- 44.2. A Special General Meeting must be convened on the signed request of at least ten percent (10%) financial Members of the Club.
- 44.3. The Members requesting a Special General Meeting to be convened must -
 - 44.3.1. provide the Club Manager with the written, signed notice for a Special General Meeting to be convened; and
 - 44.3.2. state in the notice the business to be considered at the Meeting; and
 - 44.3.3. each Member sign the notice.
- 44.4. The Special General Meeting must be convened within 28 days after a notice is given under Rule 44.3.1.
- 44.5. If the Board does not convene a Special General Meeting within the 28-day period, the Members making the request, any of them, may convene the Special General Meeting.
- 44.6. A Special General Meeting convened by Members under Rule 44.5 -
 - 44.6.1. must be held within 3 months after the date the original request was made; and
 - 44.6.2. may only consider the business stated in the notice by which the request was made.

- 44.7. The Club must reimburse any reasonable expenses incurred by Members in convening a Special General Meeting under Rule 44.5.

45. Notice of General Meetings

- 45.1. The Club Manager or, in the case of a Special General Meeting convened under Rule 44.5, the Members convening the Meeting, must place on the Club notice board -
- 45.1.1. at least 21 days prior to the date of the Meeting a notice of a General Meeting if a special resolution is proposed at the Meeting; or
 - 45.1.2. at least 14 days prior to the date of the Meeting a notice of a General Meeting in any other case.
- 45.2. The notice must -
- 45.2.1. specify the date, time and place of the Meeting; and
 - 45.2.2. indicate the general nature of each item of business to be considered at the Meeting; and
 - 45.2.3. if the Meeting is an Annual General Meeting, include the names of the Members who have nominated for election to the Board under Rule 28.2; and
 - 45.2.4. If a special motion is proposed -
 - 45.2.4.1.1. set out the wording of the proposed motion as required by section 51(4) of the Act; and
 - 45.2.4.1.2. state that the motion is intended to be proposed as a special resolution.

46. Presiding Member and Quorum for General Meetings

- 46.1. The President or, in the absence of the President, the Vice President shall preside as chairperson of each General Meeting.
- 46.2. If the President and Vice President are absent the Board Members at the meeting must choose one of them to act as chairperson.
- 46.3. A minimum of 20 financial Members with voting rights is required to constitute a quorum at a General Meeting.
- 46.4. No business will be conducted at a General Meeting unless a quorum is present.
- 46.5. If a quorum is not present within 30 minutes after the notified commencement time of a General Meeting -
- 46.5.1. in the case of a Special General Meeting, the Meeting lapses; or
 - 46.5.2. in the case of an Annual General Meeting, the Meeting is adjourned to the same time and day in the following week.
- 46.6. If a quorum is not present within 30 minutes after the commencement time of an Annual General Meeting held under Rule 46.5.2 and at least 3 financial Members with voting rights are present at the Meeting, those Members present are taken as a quorum and the Meeting may proceed.

47. Adjournment of a General Meeting

- 47.1. The chairperson of a General Meeting at which a quorum is present may, with the consent of a majority of the Members present at the Meeting, adjourn the Meeting to another time at the same place or another place.
- 47.2. Without limiting Rule 47.1, a Meeting may be adjourned -
 - 47.2.1. if there is insufficient time to deal with the business at hand; or
 - 47.2.2. to give Members more time to consider an item of business.
- 47.3. No business may be conducted on the resumption of an adjourned Meeting other than the business that remained unfinished when the Meeting was adjourned.
- 47.4. Notice of the resumption of an adjourned Meeting under this Rule is not required unless the Meeting is adjourned for more than 14 days, in which case notice of the meeting must be given in accordance with Rule 45.

48. Voting at a General Meeting

- 48.1. On any question arising at a General Meeting subject to Rule 48.3, each Member, entitled to vote has one vote.
- 48.2. Except in the case of a special resolution, a motion is carried if a majority of voting Members present at a General Meeting vote in favour of the motion.
- 48.3. If the votes are divided equally on a question, the chairperson of the General Meeting has a second and casting vote
- 48.4. If the question is whether or not to confirm the minutes of a previous General Meeting, only those Members who were present at that Meeting may vote.
- 48.5. For a Member to be eligible to vote at a General Meeting, the Member must -
 - 48.5.1. have been an Ordinary, Bowls or Life Member at the time notice of the Meeting was given under Rule 45; and
 - 48.5.2. have paid any fee or other money payable to the Club by the Member.

49. When Special Resolutions are Required

- 49.1. A special resolution is required if it is proposed to do any of the following -
 - 49.1.1. to affiliate the Club with another body; or
 - 49.1.2. to request the Commissioner to apply to the State Administrative Tribunal under section 109 of the Act for the appointment of a statutory manager; or
 - 49.1.3. to alter the Club Constitution and Rules, including changing the name of the Club; or
 - 49.1.4. to be wound up voluntarily; or
 - 49.1.5. to cancel its incorporation.
- 49.2. Rule 49.1 does not limit the matters in relation to which a special resolution may be proposed.

50. Determining Whether Motion is Carried

- 50.1. In this Rule, ballot means the process of voting to a matter that is conducted in writing.
- 50.2. Subject to Rule 50.4, the chairperson of a General Meeting may, on the basis of general agreement or disagreement or by a show of hands, declare that a motion has been –
 - 50.2.1. carried; or
 - 50.2.2. carried unanimously; or
 - 50.2.3. carried by a particular majority; or
 - 50.2.4. lost.
- 50.3. If the motion pertains to a special resolution, the declaration under Rule 50.2 must identify the motion as pertaining to a special resolution.
- 50.4. If a ballot is demanded on any question by the chairperson of the Meeting or by at least five (5) other Members at the Meeting entitled to vote –
 - 50.4.1. the ballot must be taken at the Meeting in the manner determined by the chairperson of the Meeting;
 - 50.4.2. the chairperson must declare the determination of the motion on the basis of the ballot.
- 50.5. If a ballot is demanded on the election of the chairperson, under Rule 46.2 or on the question of an adjournment, the ballot must be taken immediately.
- 50.6. If a ballot is demanded on any other question, the ballot must be taken before the close of the Meeting at a time determined by the chairperson.
- 50.7. A declaration under Rule 50.2 or Rule 50.4 must be entered in the minutes of the Meeting, and the entry is, without proof of the voting in relation to the resolution, evidence of how the resolution was determined.

51. Minutes of a General Meeting

- 51.1. The Club Manager, or a person authorised by the Board from time to time, must take and keep minutes of each General Meeting.
- 51.2. The minutes must record the business considered at the Meeting, any resolution on which a vote was taken and the result of the vote.
- 51.3. In addition, the minutes of each Annual General Meeting must record –
 - 51.3.1. the names of the Members attending the Meeting entitled to vote; and
 - 51.3.2. the Presidents annual report, as referred to in Rule 43.2.2.1; and
 - 51.3.3. the Club's annual audited statement of accounts and balance sheet as at the end of the preceding financial year, as referred to in Rule 43.2.2.2.
 - 51.3.4. the Auditors report, as referred to in Rule 43.2.2.3.
- 51.4. The minutes of a General Meeting must be entered in the Club's minute book within 30 days after the Meeting was held.

- 51.5. The President must ensure that the minutes of a General Meeting are reviewed and signed as correct by –
 - 51.5.1. the chairperson of the Meeting; or
 - 51.5.2. the chairperson of the next General Meeting.
- 51.6. When the minutes of a General Meeting have been signed as correct they are, in the absence of evidence to the contrary, taken as proof that –
 - 51.6.1. the Meeting to which the minutes relate was duly convened and held; and
 - 51.6.2. the matters recorded as having taken place at the Meeting took place as recorded; and
 - 51.6.3. any election or appointment purportedly made at the Meeting was validly made.

52. Sources of Club Funds

- 52.1. The funds of the Club may be derived from entrance fees, annual subscriptions, donations, sponsorship, fund-raising activities, grants, interest and any other source approved by the Board.

53. Control of Funds

- 53.1. The Club must maintain accounts in the name of the Club with a financial institution from which all expenditure of the Club is made and into which all funds received by the Club are deposited.
- 53.2. Subject to any restrictions imposed at a General Meeting or by the By-laws of the Club the Board may approve expenditure of funds on behalf of The Club.
- 53.3. The Board may authorise the Club Manager or authorise a Board Member to expend funds on behalf of the Club up to a specified amount without requiring approval from the Board for each item on which the funds are expended.
- 53.4. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments of the Club must be signed by any two of the following -
 - 53.4.1. President, Vice President, Club Manager, or a duly authorised Board Member.
- 53.5. All funds of the Club must be deposited into the Club's account within five (5) working days after their receipt.

54. Financial Statements and Financial Reports

- 54.1. For each financial year the Board must ensure that the requirements imposed on the Club under Part 5 of the Act relating to financial statements or financial reports of the Club are met.
- 54.2. Without limiting Rule 54.1 those requirements include -
 - 54.2.1. the Club's annual audited statement of accounts and balance sheet as at the end of the preceding financial year, as referred to in Rule 43.2.2.2; and
 - 54.2.2. the Auditors report, as referred to in Rule 43.2.2.3.

55. By-laws of The Club

- 55.1. The Club may, by resolution at a General Meeting make, amend or revoke By-laws.
- 55.2. By-laws may -
 - 55.2.1. provide for the rights and obligations that apply to Members of the Club; and
 - 55.2.2. impose restrictions on the Boards powers, including the power to dispose of the Club's assets; and
 - 55.2.3. make provision for sport section Committees and or Sub-committees; and
 - 55.2.4. impose requirements relating to the financial reporting and financial accountability of the Club and auditing of the Club's accounts; and
 - 55.2.5. provide for any matter the Board considers necessary or convenient to be dealt with in the By-laws of the Club.
- 55.3. A By-law is of no effect to the extent that it is inconsistent with the Act, the regulations or these Rules.
- 55.4. Without limiting Rule 55.3, a By-law made for the purposes of Rule 55.2.4 may only impose requirements on the Club that are additional to, and do not restrict, a requirement imposed on the Club under Part 5 of the Act.
- 55.5. At the request of a Member, the Club Manager or authorised Board Member must make a copy of the Club By-laws available for inspection by the Member.

56. Executing Documents and the Common Seal of the Club

- 56.1. The Club may execute a document without using the common seal if the document is signed by -
 - 56.1.1. the President and Vice President; or
 - 56.1.2. the President and an authorised Board Member; or
 - 56.1.3. the Vice President and an authorised Board Member; or
 - 56.1.4. two authorised Board Members
- 56.2. The Club's common seal must include the name of the Club in legible characters on the seal and a document may only be sealed with the common seal by the authority of the Board and in the presence of -
 - 56.2.1. the President and Vice President; or
 - 56.2.2. the President and an authorised Board Member; or
 - 56.2.3. the Vice President and an authorised Board Member; or
 - 56.2.4. two authorised Board Members; and
 - 56.2.5. each of them to sign the document to attest that the document was sealed in their presence.
- 56.3. The Club Manager must make a written record of each use of the common seal.
- 56.4. The common seal must be kept at the Club in the custody of the Club Manager, or in the custody of a Board Member authorised by the Board.

57. Custody of Books and Securities of The Club

- 57.1. The books, securities, financial records, financial statements or financial reports of the Club must be kept at the Club in the custody of the Club Manager.
- 57.2. Rule 56.1 has effect except as otherwise decided by the Board.
- 57.3. The books of the Club must be retained for at least seven (7) years.

58. Record of Office Holders of The Club

- 58.1. The Club Manager must, under section 58 of the Act, keep at the Club a record of
 -
 - 58.1.1. the names and addresses of Board Members; and
 - 58.1.2. the name and address of any person holding subsidiary office under Rule 41.1.3; and
 - 58.1.3. the name and address of any person who is authorised to use the common seal of the Club; and
 - 58.1.4. the name and address of any person who is appointed or acts as trustee on behalf of the Club.

59. Inspection of Records and Documents of The Club

- 59.1. Rule 59.2 applies to a Member who wants to inspect -
 - 59.1.1. the register of Members under section 54(1) of the Act; or
 - 59.1.2. the record the names and addresses of Board Members, and other persons authorised to act on behalf of the Club, under section 58(3) of the Act; or
 - 59.1.3. any other document of the Club.
- 59.2. The Member must contact the Club Manager to make necessary arrangements for the inspection.
- 59.3. The inspection must be free of charge.
- 59.4. If the Member wants to inspect a document that records the minutes of a Board Meeting the right to inspect that document is subject to any decision the Board has made about minutes of Board Meetings generally, or minutes of a specific Board Meeting, being available for inspection by Members.
- 59.5. The Member may make a copy of or take an extract from a record or document referred to in Rule 59.1.3 but does not have a right to remove the record or document for that purpose.

60. Publication by Board Members of Statements about The Club Business Prohibited

- 60.1. A Board Member must not publish, or cause to be published, any statement about the business conducted by the Club at a General Meeting or Board Meeting unless
 -
 - 60.1.1. the Board Member has been authorised to do so at a Board Meeting; and
 - 60.1.2. the authority given to the Board Member has been recorded in the minutes of the Meeting at which it was given.

61. Distribution of Surplus Property on Cancellation of Incorporation or Winding Up of The Club

- 61.1. In this Rule, surplus property, in relation to the Club, means property remaining after satisfaction of -
- 61.1.1. the debts and liabilities of the Club; and
 - 61.1.2. the costs, charges and expenses of winding up or cancelling the incorporation of the Club,
 - 61.1.3. but does not include the books relating to the management of the Club.
- 61.2. On the cancellation of the incorporation or winding up of the Club, its surplus property must be distributed as determined by special resolution by reference to the persons mentioned in section 24(1) of the Act.

62. Alteration of Constitution and Rules of The Club

- 62.1. If the Club wants to alter or rescind any of these Rules, or to make additional rules, the Club may do so only by special resolution and by otherwise complying with Part 3 Division 2 of the Act.

* * * *