

06 NOV 2012

RULES OF THE CLUB

Name of the Club

CONS Name of the Club is Scarborough Junior Basketball Club Inc.

Definitions

2 In these rules, unless the contrary intention appears-

"annual general meeting" is the meeting convened under paragraph (b) of rule 17 (1);

"Committee meeting" means a meeting referred to in rule 16;

"Committee member" means person referred to in paragraph (a), (b), (c), (d), (e) or (f) of rule 10 (1);

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

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

"financial year" means a period not exceeding 15 months fixed by the Committee, being each period commencing 1 October and ending on 30 September in the following year;

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

"member" means member of the Club;

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

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

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

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

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

At a meeting at which a resolution proposed as a special resolution is submitted, a declaration by the person presiding that the resolution has been passed as a special resolution shall be evidence of the fact unless, during the meeting at which the resolution is submitted, a poll is demanded in accordance with the rules of the club or, if the rules do not make provision as to the manner in which a poll may be demanded, by at least 3 members of the club present in person or, where proxies are allowed, by proxy.

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

"the Act" means the Associations Incorporation Act 1987;

This is the annexure of 22 page(s)
marked "A" referred to in the form 5
Signed by me and dated 19.1.10.1.12
Bernie M Blum
Signature(s)

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

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

"the Committee" means the Committee of Management of the Club referred to in rule 10 (1);

"the President" means the president referred to in paragraph (a) of rule 10 (1);

"the Property Officer" means the property officer referred to in paragraph (e) of rule 10 (1);

"the Secretary" means the secretary referred to in paragraph (c) of rule 10 (1);

"the Treasurer" means the treasurer referred to in paragraph (d) of rule 10 (1);

"the Vice-President " means the vice-president referred to in paragraph (b) of rule 10 (1).

"Registrar " means the Registrar referred to in paragraph (b) of rule 10 (1).

"Patron" is appointed on an honorary member by the committee, and means a person who supports the objects and activities of the Club.

Objects of the Club

3 (1) The objects of the Club are-

- (a) to encourage, manage and promote the playing of basketball;
- (b) to provide access to facilities for the playing of basketball and for associated social and recreational purposes;
- (c) to provide coaching and instruction in basketball;
- (d) to obtain sponsorship for basketball other than from the promotion of liquor, cigarettes and gambling; and
- (e) to act either alone, or with other individuals or bodies, in the interests of sport generally.

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

Powers of the Club

4 The powers conferred on the Club are the same as those conferred by section 13 of the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, the Club may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may -

- (a) acquire, hold, deal with, and dispose of any real or personal property;
- (b) open and operate bank accounts;
- (c) invest its money -

- (i) in any security in which trust monies may lawfully be invested; or*
- (ii) in any other manner authorised by the rules of the Club;*

- (d) borrow money upon such terms and conditions as the Club thinks fit;
- (e) give such security for the discharge of liabilities incurred by the Club as the Club thinks fit;
- (f) appoint agents to transact any business of the Club on its behalf;
- (g) enter into any other contract it considers necessary or desirable;
- (h) act as trustee and accept and hold real and personal property upon trust, but does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene this Act or the rules of the Club;
- (i) make gifts and donations and give prizes;
- (j) amalgamate, affiliate or associate with any other basketball club or sporting association;
- (k) employ hire or engage managers, clerks, secretaries, coaches or other persons; and
- (l) do all such things as are incidental or conducive to the objects of the Club.

Qualifications for membership of the Club

5 (1) Membership of the Club is open to any person subscribing to the objects of the Club.

(2) The Club will provide for the following categories of membership:

- (a) registered playing members;
- (b) ordinary members;
- (c) life members; and
- (d) honorary members.

(3) Registered playing membership is open to any person wishing to play basketball within the age groups catered for by the Club.

(4) Ordinary membership is open to all active supporters of the Club, including registered playing members who are over the age of 18 years.

(5) An ordinary member or past ordinary member who has rendered notable service to the Club may on recommendation by the Committee to members at the annual general meeting, be elected a life member of the Club by a special resolution. A maximum of two life members may be given in any one financial year.

(6) The Committee shall have power to admit a person to honorary membership, on a temporary basis. An honorary member shall be entitled to such rights and privileges as the Committee determines.

(7) A person who wishes to become a registered playing member or an ordinary member must apply for membership to the Committee in writing in such form as the Committee from time to time directs.

(8) The Committee members must consider each application made under sub-rule (7) at a Committee meeting and must at the Committee meeting or the next Committee meeting accept or reject that application.

(9) An applicant whose application for membership of the Club is rejected under sub-rule (8) must, if he or she wishes to appeal against that decision, give notice to the Secretary of his or her intention to do so within a period of 14 days from the date he or she is advised of the rejection.

(10) When notice is given under sub-rule (9), the Club in a general meeting no later than the next annual general meeting, must either confirm or set aside the decision of the Committee to reject the application, after having afforded the applicant who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Club in

the general meeting.

Register of members of the Club

6 (1) The Registrar, on behalf of the Club, must comply with section 27 of the Act by keeping and maintaining in an up to date condition a register of the members of the Club and their e-mail, postal or residential addresses and, upon the request of a member of the Club, shall make the register available for the inspection of the member and the member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.

(2) The register must be so kept and maintained at the Registrar's place of residence, or at such other place as the members at a general meeting decide.

(3) The Registrar must cause the name of a person who dies or who ceases to be a member under rule 8 to be deleted from the register of members referred to in sub-rule (1).

Subscriptions of members of the Club

7 (1) The Committee may from time to time at a general meeting determine the amount of the subscription to be paid by registered playing members. No subscription shall be paid by ordinary members (unless they are also registered playing members), life members or honorary members.

(2) Each registered playing member must pay to the Treasurer, annually on or before 1 July or such other date as the Committee from time to time determines, the amount of the subscription determined under sub-rule (1).

(3) Subject to sub-rule (4), a member whose subscription is not paid within 3 months after the relevant date fixed by or under sub-rule (2) ceases on the expiry of that period to be a member, unless the Committee decides otherwise.

(4) A person exercises all the rights and obligations of a member for the purposes of these rules if his or her subscription is paid on or before the relevant date fixed by or under sub-rule (2) or within 3 months thereafter, or such other time as the Committee allows.

Termination of membership of the Club

8 Membership of the Club may be terminated upon-

(a) receipt by the Secretary or another Committee member of a notice in writing from a member of his or her resignation from the Club. Such person remains liable to pay to the Club the amount of any subscription due and payable by that person to the Club but unpaid at the date of termination; or

(b) non-payment by a member of his or her subscription within three months of the date fixed by the Committee for subscriptions to be paid, unless the Committee decides otherwise in accordance with rule 7 (3); or

(c) expulsion of a member in accordance with rule 9.

Suspension or expulsion of members of Club

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

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

not less than 30 days before the date of the Committee meeting referred to in paragraph (a).

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

(3) Subject to sub-rule (5), a member has his or her membership suspended or ceases to be a member 14 days after the day on which the decision to suspend or expel a member is communicated to him or her under sub-rule (2). A suspended or expelled member is not entitled to any refund of any subscription paid.

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

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

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

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

Committee of Management

10 (1) Subject to sub-rule (9), the affairs of the Club will be managed exclusively by the Committee consisting of-

- (a) a President;
- (b) a Vice-President;
- (c) a Secretary;
- (d) a Treasurer;
- (e) a Uniform Coordinator;
- (f) a Registrar;
- (g) a Coaching Coordinator;
- (h) a Gym and Equipment Coordinator;
- (h) other positions deemed necessary and approved by the Committee.

all of whom must be ordinary members of the Club.

(2) Committee members must be elected to membership of the Committee at an annual general meeting or appointed under sub-rule (8).

(3) Subject to sub-rule (8), a Committee member's term will be from his or her election at an annual general meeting until the election referred to in sub-rule (2) at the next annual

general meeting after his or her election, but he or she is eligible for re-election to membership of the Committee.

(4) Except for nominees under sub-rule (7), a person is not eligible for election to membership of the Committee unless a member has nominated him or her for election by delivering notice in writing of that nomination, signed by-

(a) the nominator; and

(b) the nominee to signify his or her willingness to stand for election, to the Secretary not less than 7 days before the day on which the annual general meeting concerned is to be held.

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

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

(b) vote for himself or herself.

(6) If the number of persons nominated in accordance with sub-rule (4) for election to membership of the Committee does not exceed the number of vacancies in that membership to be filled-

(a) the Secretary must report accordingly to; and

(b) the President must declare those persons to be duly elected as members of the Committee at,

the annual general meeting concerned.

(7) If vacancies remain on the Committee after the declaration under sub-rule (6), additional nominations of Committee members may be accepted from the floor of the annual general meeting. If such nominations from the floor do not exceed the number of vacancies the President must declare those persons to be duly elected as members of Committee. Where the number of nominations from the floor exceeds the remaining number of vacancies on the Committee, elections for those positions must be conducted.

(8) If a vacancy remains on the Committee after the application of sub-rule (7), or when a casual vacancy within the meaning of rule 15 occurs in the membership of the Committee-

(a) the Committee may appoint a member to fill that vacancy; and

(b) a member appointed under this sub-rule will -

(i) hold office until the election referred to in sub-rule (2); and

(ii) be eligible for election to membership of the Committee,

at the next following annual general meeting.

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

(a) the power of delegation; and

(b) a function which is a duty imposed on the Committee by the Act or any other law.

(10) Any delegation under sub-rule (9) may be subject to such conditions and limitations as to the exercise of that function or as to time and circumstances as are specified in the written delegation and the Committee may continue to exercise any function delegated.

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

(9).

President and Vice-President

11 (1) Subject to this rule, the President must -

- (a) preside at all general meetings and Committee meetings;
- (b) be an ex-officio member of all sub-committees;
- (c) rule on all points of order at all meetings of the Club and the Committee and such rulings shall be final; and
- (d) in circumstances where immediate action is required in any matter affecting the Club and it is in the President's opinion impracticable to refer the matter to a Committee meeting, seek the advice of so many members of the Committee as may be practicable and shall act in such manner as the majority of such members approve.

(2) The Vice-President shall carry out the duties of the President in the absence of that officer.

(3) In the event of the absence from a general meeting of-

- (a) the President, the Vice-President; or
- (b) both the President and the Vice-President, a member elected by the other members present at the general meeting, must preside at the general meeting.

(4) In the event of the absence from a Committee meeting of-

- (a) the President, the Vice-President; or
- (b) both the President and the Vice-President, a Committee member elected by the other Committee members present at the Committee meeting, must preside at the Committee meeting.

Secretary

12 The Secretary must-

- (a) co-ordinate the correspondence of the Club;
- (b) keep full and correct minutes of the proceedings of the Committee and of the Club;
- (c) unless the members resolve otherwise at a general meeting, have custody of all books, documents, records and registers of the Club, but other than those required by rule 13 to be kept and maintained by, or in the custody of, the Treasurer; and
- (d) perform such other duties as are imposed by these rules on the Secretary.
- (h) report regularly to the Committee.

Treasurer

13 The Treasurer must-

- (a) be responsible for the receipt of all moneys paid to or received by, or by him or her on behalf of, the Club and must issue receipts for those moneys in the name of the Club;
- (b) pay all moneys referred to in paragraph (a) into such account or accounts of the Club as the Committee may from time to time direct;
- (c) make payments from the funds of the Club with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed

by himself or herself and at least one other authorised Committee member, or by any two others as are authorised by the Committee;
(d) comply on behalf of the Club with sections 25 and 26 of the Act with respect to the accounting records of the Club by-

- (i) keeping such accounting records as correctly record and explain the financial transactions and financial position of the Club;
- (ii) keeping its accounting records in such manner as will enable true and fair accounts of the Club to be prepared from time to time;
- (iii) keeping its accounting records in such manner as will enable true and fair accounts of the Club to be conveniently and properly audited; and
- (iv) submitting to members at each annual general meeting of the Club accounts of the Club showing the financial position of the Club at the end of the immediately preceding financial year.

- (e) whenever directed to do so by the President, submit to the Committee a report, balance sheet or financial statement in accordance with that direction;
- (f) provide an audited profit and loss statement and balance sheet for the previous financial year to the annual general meeting;
- (g) unless the members resolve otherwise at a general meeting, have custody of all securities, books and documents of a financial nature and accounting records of the Club, including those referred to in paragraphs (d) and (e); and
- (h) perform such other duties as are imposed by these rules on the Treasurer.
- (i) report regularly to the Committee.

The Uniform Coordinator

14. The Uniform Coordinator must -

- (a) be responsible for the care, maintenance and safekeeping of all uniforms belonging to the Club and shall report regularly to the Committee on the condition and need for replacement of such property; and
- (b) where applicable, arrange the sale of uniforms to members.
- (c) report regularly to the Committee.

The Registrar

15. The Registrar must –

(a) comply on behalf of the Club with-

- (i) section 27 of the Act with respect to the register of members of the Club, as referred to in rule 6;
- (ii) section 28 of the Act by keeping and maintaining in an up to date condition the rules of the Club and, upon the request of a member of the Club, must make available those rules for the inspection of the member and the member may make a copy of or take an extract from the rules but will have no right to remove the rules for that purpose; and
- (iii) section 29 of the Act by maintaining a record of -
 - (A) the names and residential or postal addresses of the persons who hold the offices of the Club provided for by these rules, including all offices held by the persons who constitute the Committee and persons who are authorised to use the common seal of the Club under rule 23; and
 - (B) the names and residential or postal addresses of any persons who are appointed or act as trustees on behalf of the Club,

and the Registrar must, upon the request of a member of the Club, make available the record for the inspection of the member and the member may make a copy of or take an extract from the record but will have no right to remove the record for that purpose;

(b) report regularly to the Committee.

Coaching Coordinator

16. The Coaching Coordinator must –

(a) formulate coaching activities for the basketball season

(b) assist where necessary appointment of coaches

(c) arrange the development of coaches and players, relative to the objects of the Club;

(d) report regularly to the Committee.

Gym and Equipment Coordinator

17. Gym and Equipment Coordinator must –

(a) be responsible for the care, maintenance and safekeeping of all other equipment and property belonging to the Club and shall report regularly to the Committee on the condition and need for replacement of such property;

(b) where applicable, arrange the sale of equipment to members, and venue hire for Club activities;

(c) report regularly to the Committee.

Communications Coordinator

18. The Communications Coordinator must –

(a) Prepare and distribute of all Committee communication to members and the wider community as directed by the Committee. These communications may include, but not be limited, email, correspondence, website and other media.

(b) Report regularly to the Committee.

Casual vacancies in membership of Committee

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

(a) dies;

(b) resigns by notice in writing delivered to the President or, if the Committee member is the President, to the Vice-President and that resignation is accepted by resolution of the Committee;

(c) is convicted of an offence under the Act;

(d) is permanently incapacitated by mental or physical ill-health;

(e) is absent from more than-

(i) 3 consecutive Committee meetings; or

(ii) 3 Committee meetings in the same financial year without tendering an apology to the person presiding at each of those Committee meetings; of which meetings the member received notice, and the Committee has resolved to declare the office vacant;

(f) ceases to be a member of the Club; or

(g) is the subject of a resolution passed by a general meeting of members terminating his or her appointment as a Committee member.

Proceedings of Committee

20 (1) The Committee must meet together for the dispatch of business not less than three

times in each year and the President, or at least half the members of the Committee, may at any time convene a meeting of the Committee.

(2) Committee meetings may be called or held using any technology consented to by all the Committee members. The consent may be a standing one. A Committee member may only withdraw their consent within a reasonable period before the meeting.

(3) Each Committee member has a deliberative vote.

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

(5) At a Committee meeting five Committee members, one of whom must be the President, Vice-President or Secretary, constitute a quorum.

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

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

(a) as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee; and

(b) not take part in any deliberations or decision of the Committee with respect to that contract.

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

(9) The Secretary must cause every disclosure made under sub-rule (7) (a) by a member of the Committee to be recorded in the minutes of the meeting of the Committee at which it is made.

General meetings

21 (1) The Committee-

(a) may at any time convene a special general meeting;

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

(c) must, within 30 days of-

(i) receiving a request in writing to do so from not less than fifteen members, convene a special general meeting for the purpose specified in that request; or

(ii) the Secretary receiving a notice under rule 9 (4), convene a general meeting to deal with the appeal to which that notice relates.

(d) must, after receiving a notice under rule 5 (9), convene a general meeting, no later than the next annual general meeting, at which the appeal referred to in the notice will be dealt with. Failing that, the applicant is entitled to address the Club at that next annual general meeting in relation to the Committee's rejection of his or her application and the Club at that meeting must confirm or set aside the decision of the Committee.

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

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

(3) If a special general meeting is not convened within the relevant period of 30 days referred to-

- (a) in sub-rule (1) (c) (i), the members who made the request concerned may themselves convene a special general meeting as if they were the Committee; or
- (b) in sub-rule (1) (c) (ii), the member who gave the notice concerned may him or herself convene a special general meeting as if he or she were the Committee.

(4) When a special general meeting is convened under sub-rule (3) (a) or (b) the Club must pay the reasonable expenses of convening and holding the special general meeting.

(5) Subject to sub-rule (7), the Secretary must give to all members not less than 10 days notice of a special general meeting and that notice must specify-

- (a) when and where the general meeting concerned is to be held; and
- (b) particulars of the business to be transacted at the general meeting concerned and of the order in which that business is to be transacted.

(6) Subject to sub-rule (7), the Secretary must give to all members not less than 10 days notice of an annual general meeting and that notice must specify-

- (a) when and where the annual general meeting is to be held;
- (b) the particulars and order in which business is to be transacted, as follows-

- (i) first, confirmation of minutes of the preceding annual general meeting and matters arising therefrom;
- (ii) second, the consideration of the audited accounts and reports of the Committee;
- (iii) third, the election of Committee members to replace outgoing Committee members; and
- (iv) forth, any other business requiring consideration by the Club at the general meeting.

(7) A special resolution may be moved either at a special general meeting or at an annual general meeting, however the Secretary must give to all members not less than 10 days notice of the meeting at which a special resolution is to be proposed. In addition to those matters specified in sub-rule (5) or (6), as relevant, the notice must also include the resolution to be proposed and the intention to propose the resolution as a special resolution.

(8) The Secretary must give a notice under sub-rule (5), (6) or (7) by-

- (a) serving it on a member personally;
- (b) sending it by e-mail to a member at the e-mail address of the member appearing in the register of members kept and maintained under rule 6; or
- (c) sending it by post to a member at the address of the member appearing in the register of members kept and maintained under rule 6.

(9) When a notice is sent by post under sub-rule (8) (c), sending of the notice will be deemed

to be properly effected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepaid mail.

Quorum and proceedings at general meetings

22 (1) At a general meeting eight members, three of whom must be Committee members present in person constitute a quorum.

(2) If within 30 minutes after the time specified for the holding of a general meeting in a notice given under rule 17 (5) or (6)-

(a) as a result of a request or notice referred to in rule 17 (1) (c) or as a result of action taken under rule 17 (3) a quorum is not present, the general meeting lapses; or

(b) otherwise than as a result of a request, notice or action referred to in paragraph (a), the general meeting stands adjourned to the same time on the same day in the following week and to the same venue.

(3) If within 30 minutes of the time appointed by sub-rule (2) (b) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may nevertheless proceed with the business of that general meeting as if a quorum were present.

(4) The President may, with the consent of a general meeting at which a quorum is present, and must, if so directed by such a general meeting, adjourn that general meeting from time to time and from place to place.

(5) There must not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.

(6) When a general meeting is adjourned for a period of 30 days or more, the Secretary must give notice under rule 17 of the adjourned general meeting as if that general meeting were a fresh general meeting.

(7) At a general meeting-

(a) an ordinary resolution put to the vote will be decided by a majority of votes cast on a show of hands, subject to sub-rule (9); and

(b) a special resolution put to the vote will be decided in accordance with section 24 of the Act as defined in rule 2, and, if a poll is demanded, in accordance with sub-rules (9) and (11).

(8) A declaration by the President of a general meeting that a resolution has been passed as an ordinary resolution at the meeting will be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded in accordance with sub-rule (9).

(9) At a general meeting, a poll may be demanded by the President or by three or more members present in person or by proxy and, if so demanded, must be taken in such manner as the President directs.

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

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

Minutes of meetings of Club

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

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

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

(a) the general meeting or Committee meeting to which they relate (in this sub-rule called "the meeting") was duly convened and held;

(b) all proceedings recorded as having taken place at the meeting did in fact take place at the meeting; and

(c) all appointments or elections purporting to have been made at the meeting have been validly made.

Voting rights of members of Club

24 (1) Subject to these rules, each ordinary members, life members and honorary member present in person or by proxy at a general meeting is entitled to a deliberative vote. Registered playing members do not have voting rights.

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

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

(a) which resolution is authenticated under the common seal of that body corporate; and

(b) a copy of which resolution is lodged with the Secretary.

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

Proxies of members of Club

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

Rules of the Club

26 (1) The Club may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in sections 17, 18 and 19 of the Act, which is as follows-

(a) Subject to sub-rule (1) (d) and (1) (e), the Club may alter its rules by special resolution but not otherwise;

(b) Within one month of the passing of a special resolution altering its rules, or such further time as the Commissioner may in a particular case allow (on written application by the Club), the Club must lodge with the Commissioner notice of the special resolution setting out particulars of the alteration together with a certificate given by a member of the Committee certifying that the resolution was duly passed as a special resolution and that the rules of the Club as so altered conform to the requirements of this Act;

(c) An alteration of the rules of the Club does not take effect until sub-rule (1) (b) is complied with;

(d) An alteration of the rules of the Club having effect to change the name of the Club does not take effect until sub-rules (1) (a) to (1) (c) are complied with and the approval of the Commissioner is given to the change of name;

(e) An alteration of the rules of the Club having effect to alter the objects or purposes of the Club does not take effect until sub-rules (1) (a) to (1) (c) are complied with and the approval of the Commissioner is given to the alteration of the objects or purposes.

(2) These rules bind every member and the Club to the same extent as if every member and the Club had signed and sealed these rules and agreed to be bound by all their provisions.

Common seal of Club

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

(2) The common seal of the Club must not be used without the express authority of the Committee and every use of that common seal must be recorded in the minute book referred to in rule 19.

(3) The affixing of the common seal of the Club must be witnessed by any two of the President, the Secretary and the Treasurer.

(4) The common seal of the Club must be kept in the custody of the Secretary or of such other person as the Committee from time to time decides.

Auditor

28 (1) An auditor shall be appointed by resolution of the Committee to audit the Club's accounts.

(2) The appointed auditor shall not be a Committee member;

(3) The auditor may attend the annual general meeting and take part in discussions.

Club's Colours and Logo

29 (1) The Club's colours shall be blue and white.

(2) The official logo of the Club shall be approved by the Committee.

(3) Changes to the club colours and logo must be approved by the Committee

Inspection of records, etc. of the Club

30. A member may at any reasonable time inspect without charge the books, documents, records and securities of the Club.

Disputes and mediation

31 (1) The grievance procedure set out in this rule applies to disputes under these rules between-

- (a) a member and another member; or
 - (b) a member and the Club; or
 - (c) if the Club provides services to non-members, those non-members who receive services from the Club, and the Club.
- (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- (4) The mediator must be-
- (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement-
 - (i) in the case of a dispute between a member and another member, a person appointed by the Committee;
 - (ii) in the case of a dispute between a member or relevant non-member (as defined by sub-rule (1) (c)) and the Club, a person who is a mediator appointed to, or employed with, a not for profit organisation.
- (5) A member of the Club can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must-
- (a) give the parties to the mediation process every opportunity to be heard;
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) The mediation must be confidential and without prejudice.
- (11) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

Distribution of surplus property on winding up of Club

32 If upon the winding up or dissolution of the Club there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members.

APPOINTMENT OF CORPORATE MEMBER REPRESENTATIVE – model rule 20(2)

.....

(Insert name of CORPORATE MEMBER of incorporated association)

advises that, on it RESOLVED that

(Insert date of meeting)

.....

(Insert name of REPRESENTATIVE of the above corporate member)

represent it at:

(Tick . only ONE of the following)

the general meeting/s on
(Insert relevant date/s)

OR

all general meetings

of

.....

(Insert name of INCORPORATED ASSOCIATION)

WITNESSED/AUTHORISED BY:

(if required under the CORPORATE MEMBER'S rules)

SIGNATURE:

NAME:

POSITION:

DATE:

SIGNATURE:

NAME:

POSITION:

DATE: (Insert CORPORATE MEMBER'S
common seal)

The corporate member acknowledges that according to rule 20(4) of the Club a person appointed to represent a member which is a body corporate is deemed for all

purposes to be a member until that appointment is revoked by the body corporate or, in the case of an appointment in respect of a particular general meeting, which appointment is not so revoked, the conclusion of that general meeting.

APPOINTMENT OF PROXY

Model rule 21

I,

.....

(Insert MEMBER'S name)

of.....

(Insert MEMBER'S address)

being a member

of.....

(Insert name of INCORPORATED ASSOCIATION)

APPOINT

.....

(Insert PROXY'S name)

who also is a member of the Club, as my proxy.

My proxy is authorised to vote on my behalf: (Tick . only ONE of the following)

at the general meeting/s (and any adjournments of the meeting/s) on

.....

(Insert relevant date/s)

OR

in relation to the following resolutions and/or nominations

In favour: Against:

.....

.....

(Insert resolution Nos, brief description or (Insert resolution Nos. brief description or nominees' name/s) nominees' name/s)

Signature:.....

Date:.....

(of Member appointing Proxy)

NOTICE OF GENERAL MEETING TO ALTER THE RULES (CONSTITUTION) –
model rule 22

(Insert name of INCORPORATED ASSOCIATION)

is convening a general meeting at which the following resolution/s will be proposed as special resolutions to alter the rules of the club.

The meeting will be held at _____ a.m./p.m. on _____
the _____ 200_____.

The meeting will take place at _____

SPECIAL RESOLUTION/S:

Currently rule.....states:

.....
.....
.....
.....
.....

It is proposed to alter this rule so that it states as follows:

.....
.....
.....
.....

Currently rule.....states:

.....
.....
.....
.....
.....

It is proposed to alter this rule so that it states as follows:

.....
.....
.....
.....

OR

A list of alterations to the rules which will be proposed as special resolutions at the meeting is attached.

INFORMATION for MEMBERS

. Rule 21 allows for proxy votes. A proxy form is enclosed for you to nominate another member to vote on your behalf if you cannot attend the meeting.

. Alterations to the rules can only be made if supported by 75% of members voting at the meeting or by proxy.

. Alterations to the rules only take effect when lodged with the Department of Consumer & Employment Protection.