



Constitution of the Italian Club Fremantle Incorporated

(Updated as at 17th October 2019)



Constitution of the Italian Club Fremantle Incorporated

INTERPRETATION CLAUSE

These rules shall be the rules of the Club and shall be binding on all members and unless there is something in the subject or context inconsistent therewith:

- “The Club” means the Italian Club Fremantle Incorporated.
- “Committee” or “Committee of Management” means the management committee of the Club.
- “Annual Meeting” means Annual General Meeting.
- “Special Meeting” means a meeting convened by the Committee as in Rule 29.
- “General Meeting” means a General Meeting of the Club whether Annual or Special.
- “The Act” means the Associations Incorporation Act 2015.
- “Association” means the incorporated association to which these rules apply (otherwise referred to as the Club)
- Books of the Association includes a Register, financial records, financial statements or financial reports however compiled ordered or stored, any document and any other record of information.
- “Commissioner” means the person for the time being designated as the commissioner under section 153 of the Act
- “He”, “him” and “his” shall include and mean “she”, “her” and “hers” respectively.
- “Liquor Act” means the Liquor Licensing Act 1988
- “Register of Members” means the register of members referred to in section 53 of the Act

OBJECTS

The objects of the Club shall be:

- (a) To promote goodwill between Italian and Australian communities.
- (b) To establish, maintain and conduct a Club of Social, Literary, Scientific, Sporting, Athletic, Professional and any other lawful purpose of non-political character, for the purpose of providing benefits and enjoyment for the members of the Club and their guests, upon premises of which the Club is the bona fide occupier.
- (c) To acquire, lease and maintain premises for the use of the Club and its members.
- (d) To promote good fellowship, social intercourse and unity among the members and to assist needy members and charitable institutions.
- (e) To borrow or raise or secure the payment of money for the purpose of the Club in such manner as the members think fit, and in particular by the issue of debentures or charges upon all or any of the Club property (both present and future) and to redeem or payoff any such securities; and for the purpose aforesaid to draw, make, accept, endorse and issue negotiable securities or instruments on any part of the assets of the Club.
- (f) To promote, foster and encourage competitive sporting activities by organising and taking active part in out-door and indoor sports such as football (all codes), tennis, all sports played with bowls, squash, darts and all games played on billiard or similar table, or any other lawful sport which may be in the wishes of the members to be part of and involved with, and to become affiliated or associated with any lawful State, Federal or International

Organisation which promotes, conducts and organises any of the above competitive sports.

- (g) To accept affiliation and association of any other Club or association, having the same or similar objects as the Club's objects and which may be accepted as affiliated or associated bodies of the Club, subject to the conditions of affiliation or association as set out in the RULES of the Club.
- (h) To do all other things incidental or conducive to the attainment of the above objects or any of them.

NONE of the above Objects shall be deemed to entitle the Club to engage in the pursuit of gain or profits for distribution among the members.

INCOME AND PROPERTY

3. The income and property of the Club shall be applied solely towards the promotion on the objects and purpose of the Club and no portion thereof shall be paid or transferred directly or indirectly to any member of the Club provided that nothing herein shall prevent the payment in good faith of remuneration to any member of the Club, or other person in return for any services actually rendered to the Club PROVIDED THAT no such payment shall be made to any member of the management committee unless authorized by resolution of the Club.

4. No member shall be entitled to take any legal action against the Club (other than a claim for goods sold or delivered or for services rendered) and must conform to the decisions of the Committee and in case of appeal to the general meeting to which he appeals.

CLUB REGISTER

5. A register of members of the Club for the time being shall be kept on the Club premises and shall be available for inspection for purposes and by persons authorised by law or by the Committee in writing from time to time.

MEMBERSHIP

6. Any person who desires to become a member of the Club shall sign and deliver to the Secretary of the Club an application on the form provided and such forms must bear the signature of two members of the Club as proposer and seconder provided that no person shall become a member of the Club who is under the age of eighteen (18) years unless as a Family Member, or as a Junior Member upon such terms and conditions as permitted by law and as provided in the rules from time to time.

7. The Club shall consist of the following classes of members:-

- (a) Ordinary Members.
- (b) Life Members.
- (c) Provisional Members.
- (d) Associate Members.
- (e) Country Members.
- (f) Honorary.
- (g) Temporary Members.
- (h) Family Members.
- (i) Junior Members.
- (j) Pensioner Members.
- (k) Any other class of members that the Club provides for in the rules and of which the Licensing Court approves.

8. Definition of Members:

- (a) Ordinary Member: means a member who is entitled to exercise the full privileges of the Club.
- (b) Life Member: means a member who has rendered distinguished service to the Club and who has been approved as such by the Club at an Annual General Meeting upon the nomination of the Committee.
- (c) Provisional Member: means a member who is entitled to exercise, subject to such restrictions as the Rules of the Club provide, the privileges of the Club, and is elected as such a member.
- (d) Associate Member: means a member who is entitled to exercise all the privileges of the Club except voting.
- (e) Country Member: means a member who is permanently residing not less than 40 kilometres from the Club premises and who is entitled to the same privileges as an Ordinary Member.
- (f) Honorary: means a member who is subject to the provisions of Rules 19 to 23.
- (g) Temporary Member: see clause 24(a).
- (h) Family Member: means a Husband and Wife or a couple living as Husband and Wife and any of their children under 18. Children up to the age of 18 years shall be deemed to be Junior Members.
- (i) Junior Member: means any members under the age of 18 years.

- (j) Pensioner Member: means any member who is recognised by and is issued a Pensioner card or an equivalent card by the Department of Social Security.
- (k) Any other class of members that the Club provides for in the Rules and of which the Director of Liquor Licensing approves.

SUBSCRIPTIONS

9. A nomination fee fixed by the Committee from time to time and shall be payable by any intending member upon application for membership.

10. The Annual Subscription Fee shall be fixed by the Committee from time to time and shall be payable either annually in advance or in the case of special circumstances of need proven to the satisfaction of the Committee any member may be permitted to pay the subscription by half yearly or quarterly installments in advance together with an accounting fee of not more than 10% of the annual subscription payable with the first instalment.

ELECTION OF MEMBERS

11 (a) Any person who desires to become a member of the Club shall sign and deliver to the Secretary of the Club an application on the form provided and such form shall bear the signature of two members of the Club, not being an Honorary, Provisional or Associate Member as proposer and seconder.

11 (b) When the Secretary receives an application from any person desiring to become a member, on the form provided and complying with the regulations at the time being in force, he shall forthwith place the said application on the Notice Board in the Club premises specifying the name and address of such person and day on which he is to be proposed and a record shall be kept by the Secretary of the names of the members of the Committee present and voting on such day.

12. After such Application has been on the Notice Board for at least fourteen days the candidate shall be elected or excluded by the Committee at their next meeting. When elected and all fees paid, applicant becomes a financial member.

13. No person shall be entitled to exercise any of the privileges of a member unless and until he shall have paid all subscriptions payable by him upon his election, and if he shall not within four weeks of his election make all such payments, his election shall be null and void and he shall nevertheless remain liable for the payment of all such moneys.

14 (a) Rules 11 to 14 inclusive, apply for the election of Provisional members except that special nomination forms shall be used for any person intending to join the Club in the class of Provisional Members.

The nomination form to be filled in by the applicant shall have listed the conditions provided for in Rules 8(c) and 26.

14 (b) On the election of each candidate he shall on payment of his subscription be enrolled as a member of the Club and become entitled to the privileges and be bound by its rules and by all consequences resulting from breach or non-performance thereof and shall thereby absolve every person concerned in carrying out and enforcing such rules from all personal responsibility or legal liabilities on such account.

REJECTED AND UNFINANCIAL MEMBERS

15. No candidate who has been refused admission to the Club as a member shall be again proposed before the expiration of six months at least from the date of the meeting at which he was so refused.

16. If any member shall fail or neglect for a period of two months to pay any money due from him to the Club for subscription or on any other account he shall (without prejudice to the right of the Club to recover the same at law) "ipso facto" cease to be a member and shall not be permitted to resume his membership, or exercise the privileges of a member unless and until he is again elected as a member in the manner provided by these rules for the admission of members.

17. It shall be the duty of the Secretary of the Club to excise the name of any defaulting members from the Club's Register of Members, also to keep a list of the names of any members expelled from the Club together with the names of applicants refused admission to membership.

RESIGNATION OF MEMBERS

18. Any member may resign or withdraw from the Club by first giving to the Secretary one calendar month's notice in writing of his desire to do so and upon the expiration of the period mentioned in such notice such member shall, unless he has previously withdrawn same, cease to be a member. Any member who shall by resignation or any other means

whatsoever cease to be a member shall nevertheless remain liable for and shall pay to the Club all moneys including his subscription which at the time of his ceasing to be a member may be due from him to the Club.

HONORARY MEMBERS

19. No person shall be allowed to become an honorary member of the Club or be relieved of the payment of the regular subscription except he be a person possessing the following qualifications and subject in every case to the conditions and regulations provided in these rules.

The qualifications are as follows:

The proposed honorary member must be a resident in some part of Western Australia distant more than forty kilometres from the Club premises or a person from outside the State limits.

He must be a person who has not within three months immediately preceding his proposal for honorary membership be afforded the privileges of the Club as an honorary member or who is under the age of eighteen years.

20. Before any person can become an honorary member of the Club under the preceding rules:-

- (a) He must be proposed in writing for such honorary membership and such proposal shall be signed by a member in a form setting out that such person is, to the knowledge of the proposer, eligible according to the rules of the Club, and a fit and proper person to be elected an honorary member.
- (b) Notice that such person is proposed must be posted on the Notice Board of the Club on the Club premises by the Secretary thereof, the time of such posting being marked thereon.
- (c) At least four hours must elapse between the posting of such notice and the election.

21. When the requirements of the foregoing rules have been complied with the proposed honorary member may be elected by any two of the Committee or one member of the Committee and the Secretary and until so elected shall not be deemed to be an honorary member of the Club.

22. An honorary membership shall last for twenty-eight days from the date of election or such extended period as the Committee think fit. Honorary members shall pay no subscriptions.

23. The Committee shall have power in cases appearing to them to require it to revoke the admission of any honorary member without any notice.

23 (a) Honorary members shall not hold any office in the Club nor vote at any meeting of members of the Club nor be present at any such meeting nor have any right, title or interest in or to any property of the Club, nor propose or second any candidate for admission as a member or an honorary member nor bring any guest into the Club premises. Except as aforesaid, honorary members shall be afforded all the privileges enjoyed by members.

24 TEMPORARY MEMBER

- (a) Any person who possesses any of the special qualifications hereinafter mentioned may be elected by the Committee to be a Temporary Member for such periods as the Committee shall determine:-
 - The Governor General of the Commonwealth and Members of his staff when accompanying him.
 - The Governor and the Lieutenant-Governor of any State of the Commonwealth and members of his staff when accompanying him.
 - Any Judge of any Court of this State or of the Commonwealth of Australia.
 - Stipendiary Magistrates of this State.
 - Any Diplomatic Representative of the Government of any country.
 - The Officer commanding the Army, Navy or Air Force in this State and members of his staff when accompanying him.
 - Any Member of any Parliament in the Commonwealth of Australia or of the State and any member of his

staff when accompanying him.

- The Lord Mayor of any capital city of Australia.
 - The Lord Mayor and Councillors of the City of Fremantle and his Executive Officers.
 - The Mayor or president and any member of a local authority in the municipal district of which the premises of the Club are situated and any member of the staff of that local authority when accompanying him.
 - The Chairman and member of the Licensing Court.
 - A person who is the deputy of any person referred to in the preceding paragraphs.
 - A person who at the express invitation of the Club accompanies any person referred to in the preceding paragraphs.
- (b) A person who is on any day visiting the Club as a member of or an official of, or assisting a team that is to contest a pre-arranged event or at the invitation of a member, to participate in a sport referred to in Rule 2(f) shall on that day be accorded temporary membership of the Club.

25 LIFE MEMBER

- (a) A member may be elected to life membership of the Club by a three-fourths majority of the members present at the General Meeting at which the member has been so recommended.
- (b) A life member shall not be required to pay any membership fees but shall be entitled to all the privileges of a financial member.
- (c) Any person who in the opinion of the Committee has rendered distinguished service to the Club may be nominated for Life Membership of the Club
- (d) Nominations for Life Membership may be made by any member of the Club to the Committee which shall refer the same to the Life Membership Sub-Committee
- (e) The Life Membership Sub-Committee shall consider all nominations for Life Membership in accordance with the criteria for selection of Life Members set out in the By-Laws (if any) or in accordance with any criteria the Committee may set for the Life Membership Sub-Committee from time to time
- (f) The Life Membership Sub-Committee will, if it approves the nomination, refer the same to the Committee which in turn may, if it agrees with the nomination, refer it to the next Annual General Meeting of the Club for approval and election of the nominated member as a Life Member
- (g) No more than 2 Life Members may be elected in any one year

AFFILIATED SPORTING AND SOCIAL CLUBS

26. Any group of persons associated together for any lawful purpose may apply to the Committee of Management of the Club to become an Affiliated Body of The Italian Club Fremantle Incorporated (hereinafter called the Club), if the group is a "bona-fide" Association incorporated or not.

An association seeking affiliation with the Club shall undertake to comply with the hereunder conditions and not less than three officials of the Association, being, the President, the Vice-President, the Secretary or Treasurer or Trustee, shall sign a Statutory Declaration indicating that the Association and all its associated members desire to become an affiliated body of the Club.

The condition of the affiliations shall be as follows; and may be altered, rescinded, amended by a majority decision of the committee of the Club, with or without prior consultation with the Affiliation Associations.

- (a) All members of the Association seeking affiliation shall be financial members of the Club in one of the Class of members of the Club, but excluding honorary members.
- (b) Any monetary funds in possession of the Association at the moment of the approved affiliation shall be paid into

a Trust Account in the name of the Club, and the Committee of the Club, shall have the exclusive right to use the fund at its exclusive discretion to foster, sponsor or subsidise the activities of that particular Association.

- (c) The Affiliated Association shall have its own financial Committee which shall be elected by the members of that Association who must be at least provisional members of the Club. The election shall be controlled by the Committee of the Club. The President of the Club, or his delegate, shall be "ex-officio" member of that Committee.
- (d) The Committee of the Association shall be empowered to organise sporting, social, cultural or other lawful activities inside or outside the Club premises, raise funds and administer the affairs of the Association, under the sponsorship of the Club, but only after having obtained approval in writing by the Committee of the Club.
- (e) Any Association intending to organise any activity shall submit to the Committee of the Club a budget indicating the foreseen profit or loss.
- (f) Any profit or fund raising derived by any activity shall be paid into the Trust Account.
- (g) If the Association imposes a membership fee to be paid by its own members, that fee shall be paid into the Trust Account.
- (h) The Committee of the Club at its sole discretion shall decide on any financial assistance or subsidy for an approved budgeted activity of the Affiliated Association, after a request in writing has been made by the Association.
- (i) The Committee of the Club shall make by-laws if necessary to cover the diversity of interest and activities of the Affiliated Associations.
- (j) Every six months and at the end of any financial year, the Association must produce to the Club its membership books minute book and any other book showing the activities of the Association. For this purpose the financial year is from the first of July to the thirtieth of June of each year. The Committee of the Club will peruse the said books and shall have the discretion of making any recommendation it thinks fit.
- (k) The Association or its members shall only be permitted to invite persons to the Club premises in accordance with the provisions of Act and only in accordance with rule 27.
- (l) No act of the Affiliated Association shall be binding upon the Committee of the Club or the Club, until such act is ratified by the Committee of the Club.
- (m) The Committee of any Association affiliate with the Club shall report and be responsible to the Committee of the Club which shall have the sole discretion to approve, veto, or alter any decision intended to be made or made by the Committee of the Association.
- (n) If the Association seeking the affiliation with the Club, is an Incorporated Association under the provision of the Associations Incorporation Act, the Association shall immediately after the application for affiliation has been approved by the Committee of the Club, proceed with the de-registration of the Association with the Corporate Affairs Office in Perth, unless when that Association is actively engaged in a sport which is under the control of a State, Federal or International body, having in its Rules and Regulations a clause which requires that Association to be an Incorporated Body under the provisions of the Associations Incorporation Act.
- (o) A member of the Association seeking affiliation with the Club shall, if not otherwise a member of the Club, become a provisional member of the Club under the Rules of the Club governing admission to that class of members, provided that such a provisional member shall not be entitled to:
 - i. nominate or second any person for membership of the club.
 - ii. nominate or second any person for any position in the Committee of management.
 - iii. be nominated for any position in the management of the Club.
- (p) Affiliated Associations whose affiliation with the Club has been duly approved by the Committee of the Club, shall submit a complete list of their members with names addresses of each one of them and the proper nomination and annual fees in force at the time of submission.

- (q) A member of any affiliated association, if elected as Provisional member of the Club, shall cease to be a member of the club upon his/hers resignation from that association or on becoming an unfinancial member of that association.
- (r) The Management Committee of the Club shall after approving the affiliation or association of any association seeking affiliation or association, give notice to the Director of Liquor Licensing Court indicating the Rules of the Club under which the association has been approved as an association of affiliated body of the Club.
- (s) The Club shall not approve an application lodged by a body or association which at the moment of lodging the application is unfinancial, has outstanding debts with any lending institution, bank, association, private firms or persons or its banking account is in an overdraft situation and in any case the Club shall not be held responsible for any undeclared outstanding or unclaimed debt incurred by that association or body before the application is lodged and approved.

SUPPLY OF LIQUOR

27. Subject to the Club premises being duly licensed under the Liquor Act:-

- a) A guest shall not be supplied with liquor in the club premises unless on the invitation and in the company of a member for consumption on the Club premises.
- b) No liquor shall be sold or supplied for consumption elsewhere than on the Club premises unless such liquor is removed from the premises of the Club by or on instructions from the Member purchasing the same.
- c) No person under eighteen years of age shall be employed in the Club but this restriction shall not apply to persons employed in the administrative work of the Club. Provided that no person under the age of eighteen shall serve in the bar and provided also that no person under the age of eighteen shall be employed in or about a bar or in the delivery of liquor on the Club premises.
- d) The maximum number of guests per member per day for the purposes of Section 48 (4)(b) of the Act is three (3).
- e) Members may with the approval of and on conditions set by the Committee hold private functions in the Club premises.

GENERAL MEETINGS

28. The Annual General Meeting shall be held in the month of September on a date and at a time to be fixed by the Committee for the purpose of transacting the general business of the Club. A copy of the financial statement for the twelve (12) months just ended shall:-

- a) Be posted on the Notice Board at least seven (7) days before the Annual General Meeting.
- b) Be available to members on request.

29. The Secretary shall, whenever required by the Committee or by a requisition made in writing by not less than ten per cent or fifty in number of the financial members of the Club, whichever number is the greater, convene a Special General Meeting. Any requisition made by members shall express the object of the meeting proposed to be called and on the receipt thereof the Secretary shall forthwith convene a Special General Meeting. If he does not convene a Special General Meeting to be held in not less than 14 days from nor more than twenty-one days after the time of the requisition being so sent, the requisitionists or anyone of them may convene such meeting.

30.

- a) Seven days notice at the least of every Special or General Meeting specifying the time and place of meeting and nature of the business shall be given to the members.
- b) The notice of every special or general meeting of the Club may be given to members by post or email to the last address or last email appearing in the Club's register of members or as otherwise known to the Club.

31. At all meetings of the Club ten per cent of the financial members or seventy financial members, whichever number is the lesser, shall form a quorum.

32. If within half an hour from the time appointed for a General Meeting, a quorum of members is not present the meeting

shall be dissolved except that such members as are present may receive and adopt any reports.

33. The President of the Committee or in his absence the Vice-President or in the absence of both some member of the Committee shall preside at every meeting of the Club. If within ten minutes after the time appointed for the meeting none of the persons aforesaid are present the meeting may elect its own Chairman.

34. At any General Meeting unless a show of hands is requested by at least five members, a declaration by the Chairman that a resolution has been carried or lost, and an entry to that effect in the minute book of the Club shall be sufficient evidence of the decision. The meeting may by resolution of a majority of those present determine any other method of recording votes.

ELECTIONS AND COMMITTEE

35. The Committee shall consist of the President, Vice-President, Secretary, Treasurer and seven other members not being a Provisional, Honorary, Temporary, Junior or Associate Member or any other Member not having full voting rights in the Club. No person shall be nominated or shall be a member of the committee unless he is a financial member of the club and have been a financial member for at least one complete year immediately preceding the date of the closing of nominations and the nomination shall close at least twenty one (21) days prior to the Annual General Meeting.

36. The Committee of the Club should be elected by ballot of financial members not under disqualification or suspension.

37. A Returning Officer and not less than two scrutineers shall be appointed by the Committee for the purpose of conducting the election.

38. The method of conducting the election shall be as follows:-

Ballot papers shall be available for voting at the Club on the Friday and Saturday immediately preceding the Annual General Meeting from 11.00am to 6.00pm provided however that every member whose residential address as shown in the Membership register of the Club is outside a radius of forty (40) kilometres from the GP Fremantle shall have posted to him a ballot paper at least seven (7) days immediately prior to the day on which the ballot opens. The names of the candidates proposed as members of the committee with the names of their proposers and seconders shall be sent to the Secretary and posted in the Club for at least three weeks before the Annual General Meeting.

39. The conduct of the ballot and the counting of the same shall proceed notwithstanding the withdrawal or disqualification of any candidate after the closing of nominations or the commencement of the ballot. The counting of the ballot and the ascertaining of the result of such ballot shall be completed within three days of close of voting, and voting shall close at 6pm on the Saturday immediately preceding the Annual General Meeting. The President, Vice President, Treasurer, Secretary and seven ordinary members of the Committee shall be declared elected immediately after the result of the ballot has been ascertained, and shall hold office for the twelve months following such declarations of the result or until successors have been appointed to their place under the provisions of Rule 40.

40. Any vacancy occurring in the Committee shall be filled at a special meeting of the Committee called for that purpose when a member shall be elected to fill such vacancy until the next election provided the member elected at such Committee meeting shall hold office in the place of and upon the same terms and conditions as his predecessor had the latter continued office.

41. The President shall preside at all meeting of the Committee of the Club and in his absence the Vice- President. Should neither be present a Chairman shall be elected by the meeting. All resolutions of the Committee shall be decided by a majority vote of those present. The Chairman shall have a casting vote in addition to his own vote whenever there would otherwise be an equality of votes. The President or in his absence the Acting President shall be authorised to speak on behalf of the Club.

POWERS AND DUTIES OF THE COMMITTEE

42. The business and affairs of the Club shall be under the management of the Committee. It shall be the duty of the Committee to manage and conduct the Club and to see that all rules and by-laws are carried out. All members of the Committee shall be indemnified by the Club for all losses and expenses incurred by them in or about the lawful and proper discharge or their respective duties but not such as are incurred through their own wrongful and willful act or default. The Committee in its discretion may pay honorariums to members for services rendered.

43. The Committee shall meet at least monthly on a day to be agreed upon by the majority of the members of the Committee from time to time.

44. Six members shall form a quorum.

45. Minutes of all resolutions and proceedings shall be entered in a book provided for the purpose. The minute book shall record that date of the meeting, the persons present and all relevant proceedings of the meeting and mover and seconder of all motions considered.

46. The Committee shall have power to make by-laws (provided that they be not inconsistent with the Rules) and to alter, amend and rescind the same. A book containing the by-laws shall be kept.

47.

- a) The Committee shall furnish a report and financial statement to the members at least seven days prior to the Annual General Meeting.
- b) The financial statement shall refer to the financial affairs of the Club for the financial year immediately preceding the annual general meeting.
- c) The financial year of the Club shall commence on first day of July in each year

48. The Committee shall at all times see that no debts are incurred in excess of the Club assets and should an occasion arise when an outlay beyond the then available resources of the Club is considered advisable the Committee shall call a Special General Meeting of the Club to approve the same.

49. The Committee shall decide upon the interpretation of all rules of any matter in dispute.

50.

- a) Any member of the Committee failing to attend three consecutive meetings shall, unless such absence is or has been excused by the Committee, cease to be a member of the Committee.
- b) No person shall without the leave of the Commissioner accept an appointment of or act as a member of the management committee if he is according to the Section 13 of the Interpretation Act 1984 a bankrupt person who's affairs are under insolvency laws or a person who has been convicted under any law within or outside the State of an indictable offense in relation to the promotion formation or management of a body corporate or an offense involving fraud or dishonesty punishable by imprisonment for a period of not less than three months or an offense under Part Four Division Three of Section 127 of the Act. This disqualification only applies to for a period of five years after conviction or five years after the time of the persons release from custody if the conviction results in a term of imprisonment.

51 MANAGER

- (a) If the Committee so decides there shall be a Manager who shall be appointed by the Committee. He shall hold office during the pleasure of the Committee, at such remuneration and conditions as the Committee may think proper. It shall be his duty to conduct the affairs of the Club under the direction of the Committee and to keep in books provided for that purpose, correct accounts showing the financial affairs of the Club and the particulars usually shown in books of account of a like nature, all of which books shall at the reasonable times be open to inspection by any member, and shall be produced to the Committee at every meeting thereof .
- (b) The Committee may delegate or nominate that any or all the powers and duties of the Secretary, the Treasurer or the Manager may be performed by anyone of these or any members of the Committee.

52 SECRETARY

- (a) The Secretary shall attend and record in a Register of Members the names of members present at and take minutes of the proceedings of all meetings of the members of the Club and of the committee and shall properly enter such minutes in a book kept for that purpose and in consultation with the President shall prepare an agenda for all such meetings.
- (b)
 - i. The secretary, or other person authorized by the committee, is responsible for the requirements imposed on the Association under section 53 of the act to maintain a register of members and record in that register any change in the membership of the Association.
 - ii. In addition to the matters referred to in section 53(2) of the act, the register of members must include the class of membership (if applicable) to which each member belongs and the date on which each member becomes a member.
 - iii. The register of members and books of the Club must be kept in the secretary's place of residence or at

another place determined by the committee

- iv. A member who wishes to inspect the register of members must contact the secretary to make the necessary arrangements
 - v. If a member wishes to take a copy or extract from the register the management committee may require the member 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
- (c) The Secretary shall issue all notices of meetings of members and the executive committee and such other notices as he may be directed to issue by The Executive Committee.
- (d) The Secretary shall keep in safe keeping the common seal, books and securities and a copy of these Rules and of any amendment thereof which from time to time may be lawfully made at his place of residence or any other place approved by the management committee. Any change in the register must be recorded within 28 days of the change occurring.
- (e) The Secretary shall present to the executive committee all correspondence directed to the Club which may be received by him and shall prepare and sign all outward correspondence as he may be directed by the Committee.

TREASURER

53. The Treasurer shall keep correct accounts and books showing the financial affairs of the Club and the particulars usually shown in books of account of like nature. He shall submit a statement of receipts and disbursements duly certified by the Auditor and a statement of the assets and liabilities of the Club and an inventory of the Club's property to the Annual General Meeting of the Club and to the committee when required to do so.

54. All payments shall be made by cheque on the authority of the Committee and to be signed by any two of the President, Vice-President, Secretary and Treasurer or in their absence or incapacity by members appointed by the Committee to act in their stead.

55. All changes of addresses of members shall be communicated in writing to the Secretary who shall register the same. All notices delivered at or sent by post to such addresses shall be valid.

56. Every notice directed to be exhibited in the Club premises shall be exhibited on the Club's notice board.

SUB-COMMITTEE

57. The Committee may delegate any of their powers to a sub-committee consisting of such Ordinary Members as they think fit. Provided that no act of any sub-committee shall be binding upon the Committee or Club until ratified by the Committee. Such sub-committee must report and be responsible to the Committee.

AUDITORS

58. The financial records and accounts of the Club shall be audited each financial year by a certified practising accountant or chartered accountant to be appointed by the Committee. The accountant so appointed shall not be a member of the Committee and shall report to the annual general meeting of the Club as to whether the Club's financial records and accounts properly reflect the Club's financial position

ALTERATION AND REPEAL OF RULES

59. No repeal of these rules and no new rule or alteration, amendment or suspension of a rule shall be valid unless a Special Resolution therefore is carried by a three fourths majority of members present and entitled to vote at a General Meeting or Special General Meeting of the Club held for that purpose.

60. No motion to repeal, alter, amend or suspend any rule shall be put before a meeting unless notice thereof in writing be given to all members at least seven clear days preceding the General Meeting on which it is intended such motion shall come up for consideration nor unless notice of the proposed repeal, alteration, amendment or suspension be exhibited on the notice board of the Club for at least fourteen days immediately preceding the day of the meeting appointed for its consideration.

61. All resolutions passed at all meetings of the Club shall be conclusive and binding on all members. Provided that such

meetings are held in conformity with the rules of the Club then in force.

SUSPENSION OR EXPULSION OF MEMBERS

62. The Committee shall have full power to suspend or expel any member of the Club:-

- (a) Who shall fail in the observance of any rule or regulation of the club or any rule or by-law of the committee or any order or direction of the Committee or of any special or ordinary meeting; or
- (b) Who shall be convicted of any indictable offence or any offence punishable by a summary conviction; or
- (c) Who shall, in the sole and absolute judgment and discretion of the Committee, have been guilty either in or out of the club Premises of any act, practice conduct, matter or thing calculated to bring discredit on, or in any way prejudicially effect the reputation of the club or calculated in any manner to impair or affect the enjoyment of the club premises by the members thereof or to cause any ill-feeling or friction between or among the members without prejudice, however, to his liability for any money then or theretofore due by to the Club.

63. The following shall be the mode of procedure:-

- i) A charge must in the first place be made either by a member or by resolution of the Committee stating the nature of the offence of which the member is accused.
- ii) The Committee shall then cause advice of at least seven day's clear notice to be sent to the member complained against, to attend before the committee to answer the said charge, and also to his accuser, if any (other than the committee) and the Secretary must on application by either party send a notice to any other member to appear and give evidence. Provided that such application must be made three clear days before the date of the hearing of such charge. Should either of the parties fail to attend the Committee shall take evidence and decide the case the same as if all parties had been present. Such decision shall subject to the right of appeal hereinafter set out be final.
- iii) If after the hearing of the evidence the Committee should be of the opinion that the charge is sustained they shall inflict such penalty as they may think fit, either by fine, suspension from the privileges of membership for a certain time, or by expulsion and shall thereupon cause notice of such penalty to be sent to the member charged. In the case of expulsion the name of such member shall be erased from the list of members.
- iv) Should any member make a charge which in the opinion of the committee shall be of a frivolous nature, or unsupported by evidence at such enquiry the Committee shall impose such penalty against him as they may think fit.

RESOLVING DISPUTES BETWEEN MEMBERS, AND MEMBERS AND THE CLUB

63A.

- i. This clause applies to disputes between members ,or between one or more members and the Club (hereinafter referred to as the parties)
- ii. 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
- iii. If the parties to the dispute are unable to resolve the dispute between themselves within the time required in sub rule (ii) any party to the dispute may give written notice to the secretary of the parties to the dispute and the matters that are the subject of the dispute
- iv. Within 28 days after the secretary is given the notice a meeting of the management committee shall be convened to consider and determine the dispute
- v. The secretary must give each party written notice of the committee meeting at which the dispute is to be considered and determined at least seven days before the meeting is held
- vi. The notice given to each party to the dispute must state when and where the committee meeting is to be held and that the party or the party's representative may attend the meeting and will be given a reasonable opportunity to make written and/or oral submissions to the committee about the dispute
- vii. At the committee meeting at which the dispute is to be considered and determined the committee must give each party to the dispute or the party's representative a reasonable opportunity to make written and/or oral submissions

to the committee about the dispute and give due consideration to any submissions so made and determine the dispute

- viii. The committee must give each party to the dispute written notice of the committee's determination and the reasons for the determination within seven days after the committee meeting at which the determination is made
- ix. A party to the dispute may within 14 days after receiving notice of the committee's determination give written notice to the secretary requesting that the dispute be referred for resolution to a special general meeting of the Club and the secretary shall call such a special general meeting as if it had been requisitioned under the provisions of clause 29 of the Constitution giving notice to the members of the dispute to be considered at that meeting.

APPEAL

64. Any member of the Club who may be aggrieved by any action of the committee other than a decision of the management committee regarding a dispute which has been referred to and resolved by the committee pursuant to clause 63A[to which clause 63A(xi)] shall apply may within seven days of such action appeal to a general meeting. He shall give notice to the committee within the prescribed seven days and the Committee shall place the appeal stating the nature thereof on the business sheet of the next general meeting.

PROPERTY OF THE CLUB

65. No member shall take from the Club properties or injure or destroy anything whatsoever the property of the Club and any articles taken or removed or damaged shall be replaced or repaired or the damage made good forthwith.

66. As to whether any property is to be repaired or replaced shall be decided by the Committee whose decision shall be final and the member causing such loss or damage shall forthwith pay to the Club the amount which the Committee may determine.

COMMON SEAL

67. The person authorised to use the Common Seal of the Club shall be the President and the Secretary or in the absence of either of them the President and Vice-President or Vice-President and Secretary as the case may be and such seal shall not be affixed to any document except by order of the Committee and such documents shall be countersigned by the said persons so using the Common Seal.

DISSOLUTION OF THE CLUB

68.

- a) On application in writing made to the Committee by not less than ten per cent or seventy in number of the financial members of the club whichever is the greater signifying their desire that the Club shall be dissolved a special general meeting shall be called to consider the questions, notice of which meeting and its objects shall be posted in the usual place and sent by circular to every member fourteen days immediately preceding the date of the meeting. At the meeting the votes of at least three fourths of the members of the Club will be necessary to carry the proposition for dissolution by a Special Resolution moved to that effect and if upon the dissolution or winding up of the Club there remains after satisfaction of all debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus must be given or transferred to another club or association incorporated under the Associations Incorporations Act 1987 which has similar objects and which is not carried out for the purposes of profit or gain to its individual members and which association or club shall be determined by resolution of the members.
- b)
 - i. in this sub-clause
surplus property in relation to the Club means property remaining after satisfaction of
 - a. the debts and liabilities of the Club; and
 - b. the costs, charges and expenses of winding up or cancelling the incorporation of the Club but does not include books relating to the management of the Association.
 - ii. On the cancellation of the incorporation or the 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.

69. Upon any change being made to the rules of the Club the Secretary shall notify the following offices of those changes:

- (a) The Director of Liquor Licensing within 14 days of the change. No change shall take effect unless approved by the Director.
- (b) Department of Commerce within one month of change in accordance with requirements of Associations Incorporation's Act 1987.