CONSTITUTION

Albany Creek Excelsior Netball Club Inc.

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Albany Creek Excelsior Netball Club Inc. Constitution dated 27th June 2024

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1. **NAME** Albany Creek Excelsior Netball Club Incorporated

2. DEFINITIONS

The Act	Associations Incorporation act 1981 (Qld) as amended from time to time
AGM	Annual General Meeting of members convened in accordance with Clause 34.
BNR	Brisbane North Region
By-Laws	any by-laws made by the Management Committee under Clause 41
Constitution	this Constitution of the Club
Delegate	the person appointed from time to time to act for and on behalf of the Club
Family	a direct relation, that is, brother; sister; mother, father, husband, wife or legal guardian.
Financial Year	the year ending 30 September in each year
General Meeting	the annual, any general or special general meeting of the Club.
Intellectual Property	means all rights subsisting in copyright, business names, names, trademarks (or signs), logos, designs, equipment, images (including photographs, television, videos or films) or service marks (whether registered or registrable) relating to the Club or any competition, series or event or netball activity conducted, promoted or administered by the Club.
Member	Anyone who falls within a class of membership under clause 13
Management Committee	means the body managing the Club and consisting of members under Clause 22
N.A.	Netball Australia
N.Q.	Netball Queensland
Patron	a person who supports, guides, promotes and champions the Club both internally and externally.
Policies and Procedures	any policy and procedure made by the Management Committee under Clause 41
PRNA	Pine Rivers Netball Association Incorporated
The Club	Albany Creek Excelsior (ACE) Netball Club Incorporated.

3. INTERPRETATIONS

In this constitution:

a) A reference to a function includes a reference to a power, authority and duty;

b) A reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority of the performance of the duty;

c) Words importing the singular include the plural and vice versa;

d) Words importing any gender include the other genders;

e) References to persons include corporations and political bodies;

f) References to a person include the legal personal representatives, successors and permitted assigns of that person.

g) A reference to a statute, ordinance, code or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments or replacements of any of them (whether of the same or any legislative authority having jurisdiction)

h) A reference to "writing" shall unless the contrary intention appears, be construed as including references to printing, lithography, photography, and other modes of representing or reproducing words in a visible form, including messages sent by electronic means; and

i) A word or expression that is not defined in these model rules, but is defined in the Act has, if the context permits, the meaning given by the Act.

3.1 Severance

If any provision of this constitution or any phrase contained in it is invalid or unenforceable, the phrase or provision is to be read down if possible, so as to be valid and enforceable, and otherwise shall be severed to the extent of the invalidity or unenforceability, without affecting the remaining provisions of this constitution.

3.2 Expressions in the Act

Except where the contrary intention appears in this constitution, an expression that deals with a matter under the Act has the same meaning as that provision of the Act.

3.3 Sole Purpose

The Club is established solely for the objects.

3.4 Model Rules

The model rules under the Act are expressly displaced by this constitution.

4. **OBJECTS OF THE CLUB**

The objects of the Club are to:

4.1 Encourage, promote, support, and administer netball within the area of influence as determined by the Club from time to time, including but not limited to, the ACE community.

4.2 Provide optimum opportunities for players, coaches, umpires and administrators to reach their full netball potential.

4.3 Form linkages with PRNA, NQ, NA or any other official netball organisation to ensure optimum development outcomes are achieved for our members.

4.4 Adopt and implement appropriate policies conducive for our members; and

4.5 Encourage competitive sportsmanship and fair play within the official rules as adopted by NA.

5. POWERS

5.1 Solely for furthering the Objects, the Club has in addition the powers and functions under the Act in the exercising of its affairs, all the powers of an individual; and

5.2 The Club may, for example, but not limited to:

5.2.1 Enter into contracts;
5.2.2 Acquire, hold, deal with and dispose of property;
5.2.3 Make charges for services and facilities it supplies, and
5.2.4 Do other things necessary or convenient which are deemed relevant in carrying out its affairs.

6. MOTTO

Encourage, promote, support and provide optimum opportunities for all.

7. AFFILIATIONS

The Club shall affiliate with PRNA or such other associations and or bodies as the Club shall see fit from time to time.

8. UNIFORM AND CLUB COLOURS

8.1 The ACE Netball Club uniform will reflect the history and heritage of the Red, White and Black and sporting the ACE inception of the diamond shape within the logo.

8.2 The uniform worn by members shall be mutually agreed by representatives and subject to the approval of the Management Committee and PRNA (or relevant association)

9. APPLICATION OF INCOME

9.1 The income and property of the Club shall be applied solely towards the promotion of the objects.

9.2 Except as prescribed in this constitution:

9.2.1 No portion of the income or property of the Club shall be paid or transferred, directly or indirectly by way of dividend, bonus or to any member; unless at the discretion of the Executive Committee.

9.2.2 Remuneration paid to Management Committee Members, relatives or sub committee members will be disclosed in the annual financial year statements; including the number of people paid and the amount otherwise.

9.3 Nothing contained in Clauses 9.1 or 9.2 shall prevent payment in good faith of or to any member for:

9.3.1 Any services actually rendered to the Club whether as an employee or otherwise;
9.3.2 Goods supplied to the Club in the ordinary and usual course of operation;
9.3.3 Interest on money borrowed from any member;
9.3.4 Rent for premises demised or let by any member to the Club; or
9.3.5 Any out-of-pocket expenses incurred by the member on behalf of the Club, provided that any such payment shall not exceed the amount ordinarily paid between ordinary commercial parties dealing at arm's length in a similar transaction.

10. LIABILITY OF MEMBERS

A secretary, Management Committee member or member of the Club, as such, is not personally liable except as provided in the rules of the Club, to contribute towards the payment of the debts and liabilities of the club or the costs, charges and expenses of a winding-up of the club, beyond the property of the Club in the person's hands.

11. MEMBERS' CONTRIBUTIONS

Every member of the Club undertakes to contribute to the assets of the Club in the event of it being wound up while still a member, or within one year after ceasing to be a member for payment of the debts and liabilities of the Club contracted before the time at which it ceases to be a member and the costs, charges and expenses of winding up the Club, such an amount not exceeding one dollar.

12. DISTRIBUTION OF PROPERTY ON WINDING UP – GENERAL

12.1 This rule applies if the Club has surplus assets and is wound up under part 10 of the Act;

12.2 The surplus assets must not be distributed among the members of the Club;

12.3 The surplus assets must be given or transferred to another entity:

12.3.1 Having objects similar to the Club's objects; and
12.3.2 The rules of which prohibit the distribution of the entity's and assets to its members.

12.4 In this rule, surplus assets see section 92(3) of the Act.

13. CLASSES OF MEMBERS

13.1 The membership of the Club shall consist of the following classes of individual members:

13.1.1 **Ordinary Member** is an individual playing member who has paid the prescribed registration fee to the Club. Ordinary financial members over the age of 18 years have voting rights at all General meetings.

13.1.2 **Non Playing Member** is an individual member who has paid the prescribed registration fee to the Club and includes but not limited to coaches, umpires, managers, parents or legal guardians of Ordinary Members. Non Playing members over the age of 18 years have voting rights at all General meetings.

13.1.3 **Volunteer Member** is an individual member who has registered with the club as a volunteer; however, has not paid any membership fees. Volunteer members have no voting rights at any General meetings.

13.1.4 **Life Member** may be granted to an individual member who has rendered not less than 10 years distinguished or special service to the Club.

a. The Life Member must be nominated in writing by two financial members of the Club and such nomination is to be in the hands of the secretary not less than five weeks prior to the AGM;
b. The nomination must be approved by the Executive Committee prior to being accepted by a two thirds majority of the voting members present at the AGM;
c. This class of membership continues from the date of appointment for the lifetime of the member unless Clause 17.3 applies;
d. A maximum of two such nominations for Life Membership can be recommended in any calendar year;
e. This class of membership affords the same rights and privileges as that of an ordinary member, without payment of fees; and
f. Life Members are voting members of the Club and have voting rights at all General meetings.

13.1.5 **Honorary Member** is an individual who may not be a financial member of the Club but furthers the interests of the Club, by but not limited to, sponsorship and promotion of the Club. Honorary Members must be proposed at the AGM by two financial members and accepted by two-thirds of a majority of the members present. Honorary Members have no voting rights at any General meetings.

13.2 The number of ordinary and non-playing members is unlimited. The number of Honorary Members is limited to ten.

14. MEMBERSHIP

14.1 An application for membership of the Club must be:

14.1.1 By electronic means or in writing, on the form prescribed from time to time by the Club's management committee; and

14.1.2 The applicant must agree to all the conditions of membership as outlined, including the acknowledgement and agreement of the conditions on the electronic form or by signing the prescribed hard copy application form; and

14.1.3 Accompanied by the appropriate fee; or

14.1.4 A payment plan authorised by the Management Committee.

14.2 Unless otherwise provided for in Clause 17.3, the period of membership shall be for 12 months from the date the member became financial with the club unless sooner terminated or cancelled under this Constitution.

15. MEMBERSHIP FEES

15.1 The membership fees shall be decided by the members of the Management Committee and presented at the AGM or Special Meeting.

15.2 Separate membership fees shall be identified for each season, including off-season training fees or any specialist courses/programs.

15.3 Any member who desires to withdraw from the Club shall remain liable for all membership fees and or levies incurred on behalf of that member up to the time of withdrawal and shall forfeit any Club membership fees paid for that period.

15.4 The Management Committee may at its discretion accept reduced membership fees for players joining during a season or fixture or activity having regard to the objects of the Club.

15.5 One parent per family with two or more financially registered ordinary members who are under the age of 18 years of age, have one vote at any General meeting.

16. ADMISSION AND REJECTION OF NEW MEMBERS

16.1 The Management Committee must consider an application for membership at the next Management Committee meeting held after it receives:

16.1.1 The application for membership; and
16.1.2 The appropriate membership fee for the application.

16.2 The Management Committee must, decide by a vote of two-thirds of the members present, at the meeting whether to accept or reject the application.

16.3 All applicants for membership must be a fit and proper person to become a member of the Club, and the Management Committee will determine the process by which an applicant shall satisfy the Management Committee that they are a fit and proper person, including but not limited to conditions outlined in Clause 17.3 of this constitution.

16.4 If the Management Committee votes to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for.

16.5 If a membership application is refused, the Secretary must notify the applicant in writing within 28 days after the Management Committee makes a decision.

16.6 The Management Committee members are not required or compelled to provide any reason for the rejection of membership.

16.7 Should an applicant wish to appeal this decision; they must write to the secretary within 28 days of the written notification date. This request for appeal must be accompanied by $200, which will be refunded only if the appeal is successful.

17. WHEN MEMBERSHIP ENDS

17.1 A member may resign from the Club by giving a written notice of resignation to the Secretary.

17.2 The resignation takes effect at:

17.2.1 The time the notice is received by the Secretary; or
17.2.2 If a later time is stated in the notice - the later time.

17.3 The Management Committee may terminate or reject a member's membership if the member:

17.3.1 Is convicted of an indictable offence; or
17.3.2 Does not comply with any of the provisions of the constitution, by-laws and the policies and procedures endorsed by the Club; or
17.3.3 Has membership fees in arrears for at least two months; or
17.3.4 Conducts themselves in a way considered to be injurious or prejudicial to the character or interests of the Club or the sport.

17.4 Before the Management Committee terminates a member's membership, the Management Committee must give the member a full and fair opportunity to show why their membership should not be terminated in accordance with the by-laws and discipline policy.

17.5 If the member waives their right to appeal or fails to attend the meeting a decision will be made in their absence.

17.6 If, after considering all representations made by the member, the Management Committee decides to terminate the membership, the Secretary of the Management Committee must give the member written notice of the decision within seven days.

17.7 Where a membership ends, all fees paid up to the date of rejection/termination shall be forfeited to the Club.

18. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

18.1 A person whose application for membership has been rejected, or whose membership has been terminated, may give the Secretary written notice of the person's intention to appeal against the decision.

A notice of intention to appeal must be given to the Secretary within 28 days after the person receives written notice of the decision, subject to Clauses 16.6 and 16.7.

18.2 If the Secretary receives a notice of intention to appeal, the Secretary must, within 28 days after receiving the notice, call a General Meeting to decide the appeal.

19. GENERAL MEETING TO DECIDE APPEAL

19.1 The General Meeting to decide an appeal must be held within three months after the Secretary receives the notice of intention to appeal.

19.2 At the General Meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.

19.3 The Management Committee members who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.

19.4 An appeal must be decided by a majority vote of the members present and eligible to vote at the General Meeting.

19.5 If a person whose application for membership has been rejected and does not appeal against the decision within 28 days after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful. All fees paid up to the date of rejection/termination shall be forfeited to the Club.

19.6 If the member waives their right to appeal or fails to attend the meeting a decision will be made in their absence.

https://qld.netball.com.au/policies

20. REGISTER OF MEMBERS

20.1 The Management Committee must keep a Register of Members of the Club.

20.2 The Register must include the following particulars for each member:

20.2.1 The full name of the member;
20.2.2 The residential address of the member;
20.2.3 The date of admission as a member;
20.2.4 The date or time of resignation of the member;
20.2.5 Details about the termination or reinstatement of membership; and
20.2.6 Any other particulars the Management Committee or the members at a General Meeting decide.

20.3 Any financial member of the Club may inspect the Register upon a written request to the Secretary; this will be approved at the discretion of the Management Committee.

20.4 The Management Committee may, on the application of a member of the Club, withhold information about the member (other than the member's full name) from the register available for inspection if the Management Committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

21. PROHIBITION ON USE OF INFORMATION IN REGISTER OF MEMBERS

21.1 A member of the Club must not:

21.1.1 Use information obtained from the Register of Members of the Club to contact, or send material to, another member of the Club for the purpose of advertising for political, religious, charitable or commercial purposes; or for trading player information; or

21.1.2 Disclose information obtained from the Register to someone else, knowing the information is likely to be used to contact, or send material to, another member of the Club for the purpose of advertising for political, religious, charitable or commercial purposes; or for trading player information.

22. MEMBERSHIP OF MANAGEMENT COMMITTEE

22.1 The Management Committee of the Club shall consist of:

22.1.1 President;
22.1.2 Vice President;
22.1.3 Secretary;
22.1.4 Treasurer;
22.1.5 Coach Development Officer;
22.1.6 Player Development Officer;
22.1.7 Operations Officer

22.2 A member of the Management Committee must be over the age of 18 and a financial member of the Club, not insolvent or an undischarged bankrupt, not convicted of an indictable offence, must be of sound mind, have no outstanding disciplinary action, must not have been in any adverse disputes, discipline or court action involving:

22.2.1 The Club;
22.2.2 PRNA;
22.2.3 Any netball club affiliated with the PRNA;
22.2.4 NQ or any affiliated Association with NQ;
22.2.5 NA or any affiliated State with NA;

22.3 Office holders will be elected on a rotational basis and in opposite years as follows:

- President, Treasurer & Coach Development Officer
- Vice President, Secretary, Player Development Officer and Operations Officer

The nominated officers must retire from office but shall be eligible upon nomination for re-election.

22.4 All elected members of the Management Committee must be willing to undergo a Criminal History Check as required under the Club's affiliation with NQ.

22.5 All Management Committee members must be the holder of a current valid working with children (blue card) or unless an exemption applies.

22.6 A financial member of the Club may be appointed to a casual vacancy on the Management Committee under Clause 24.

22.7 No two of the same family members can hold office of the Management Committee.

23. ELECTING THE MANAGEMENT COMMITTEE

23.1 A member of the Management Committee may only be elected as follows:

23.1.1 Any two financial members of the Club may nominate another member (the Candidate) to serve as a member of the Management Committee;

23.1.2 The nomination must be:

23.1.2.1 In writing on the approved nomination form;
23.1.2.2 Signed by the candidate and the members who nominated them;
23.1.2.3 Given to the Secretary at least 21 days before the AGM at which the election is to be held; and
23.1.2.4 Each Club member present and eligible to vote at the Annual General Meeting may vote for one candidate for each vacant position on the Management Committee;
23.1.2.5 If, at the start of the Annual General Meeting, there are no candidates nominated for any of the positions on the Management Committee, nominations may be taken from the floor of the meeting.

23.2 A person may be a candidate only if the person:

23.2.1 Is an adult; and
23.2.2 Is not ineligible to be elected as a member under Clause 22.2 of this Constitution.

23.3 A list of the candidates' names in alphabetical order, together with the names of the members who nominated each candidate, must be posted on the Club's website at least 14 days immediately preceding the AGM.

23.4 Balloting lists must be prepared containing the surnames of the candidates in alphabetical order.

23.5 Should any member be nominated for an office on the Management Committee an election by a secret ballot shall be conducted in the manner as outlined in the Club's by-laws and policies and procedures.

23.6 No person shall fill more than one position on the Management Committee at any one time.

23.7 Only one family member shall be a member of the Management Committee at any one time.

23.8 If any position is still vacant, other family members may nominate from the floor of the meeting.

24. RESIGNATION, REMOVAL OR VACATION OF OFFICE OF A MANAGEMENT COMMITTEE MEMBER

24.1 A member of the Management Committee may resign from the committee by giving written

notice of resignation to the Secretary.

24.2 The resignation takes effect at:

24.2.1 The time the notice is received by the Secretary; or

24.2.2 If a later time is stated in the notice - the later time if acceptable by all parties.

24.3 A Committee member may be removed from office at a General Meeting of the Club if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.

24.4 Before a vote of members is taken to remove a Committee member from office, the Committee member must be given a full and fair opportunity to show cause why they should not be removed from office.

24.5 A Committee member has no right of appeal against their removal from office under this rule.

24.6 A Committee member immediately vacates the office of member in the circumstances mentioned in Section 64(2) of the Act.

25. SECRETARY

25.1 If a vacancy occurs in the office of secretary, the members of the Management Committee must ensure a secretary is appointed or elected for the club within (1) one month after the vacancy occurs.

26. VACANCIES ON MANAGEMENT COMMITTEE

26.1 If a casual vacancy occurs on the Management Committee to ensure rotational terms in accordance with the constitution, the continuing members of the committee may appoint another member of the Club to fill the vacancy, and the person so appointed, may continue in office up to the AGM at which, their term would have expired.

26.2 The continuing members of the Management Committee may continue to operate despite a casual vacancy on the Management Committee existing.

26.3 If the number of Management Committee members is less than the number fixed under Clause 37.1 as a quorum of the Management Committee, the continuing members may act only to:

26.3.1 Increase the number of Management Committee members to the number required for a quorum; or

26.3.2 Call a General Meeting of the Club.

27. FUNCTIONS OF MANAGEMENT COMMITTEE

27.1 Subject to these rules or a resolution of the members of the Club carried at a General Meeting, the Management Committee has the general control and management of the administration of the affairs, property and funds of the Club.

27.2 The Management Committee has authority to interpret the meaning of these rules and any matter relating to the Club on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.

Note - The Act prevails if the Club's rules are inconsistent with the Act—see section 1B of the Act.

27.3 The Management Committee may exercise the powers of the Club:

27.3.1 To borrow, raise or secure the payment of amounts in a way the members of the Club decide; and

27.3.2 To secure the amounts mentioned in Clause 26.3.1 or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Club in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Club's property, both present and future; and

27.3.3 To purchase, redeem or pay off any securities issued; and

27.3.4 To borrow amounts from members and pay interest on the amounts borrowed; and

27.3.5 To mortgage or charge the whole or part of its property; and

27.3.6 To issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Club; and

27.3.7 To provide and pay off any securities issued; and

27.3.8 To invest in a way the members of the Club may from time to time decide.

27.4 For Clause 26.3.4, the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by:

27.4.1 The financial institution for the Club; or

27.4.2 If there is more than one financial institution for the Club - the financial institution nominated by the Management Committee.

28. MEETINGS OF MANAGEMENT COMMITTEE

28.1 Subject to this rule, the Management Committee may meet and conduct its proceedings as it considers appropriate.

28.2 The Management Committee must meet at least once every two months to exercise its functions.

28.3 The Management Committee must decide how a meeting is to be called.

28.4 Notice of a Meeting is to be given in the way decided by the Management Committee.

28.5 The Management Committee may hold meetings or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.

28.6 A Management Committee member who participates in the meeting as mentioned in Clause 27.5 is taken to be present at the meeting.

28.7 A question arising at a Management Committee Meeting is to be decided by a majority vote of members of the Committee present at the meeting and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.

28.8 A member of the Management Committee must not vote on any matter where there is a conflict of interest.

28.9 No proxy votes shall be allowed at a Management Committee Meeting.

28.10 The President is to preside as chairperson at a Management Committee meeting.

28.11 If there is no President or if the President is not present within ten minutes after the time fixed for a Management Committee meeting, the Vice President will preside as chairperson

at the meeting. If both the President and Vice President are absent at the meeting, the members may choose another member to preside as chairperson at the meeting.

29. QUORUM FOR AND ADJOURNMENT OF MANAGEMENT COMMITTEE MEETING

29.1 At a Management Committee Meeting, more than 50% of the members elected or appointed to the Committee as at the close of the last General Meeting of the members form a quorum.

29.2 If there is no quorum within 30 minutes after the time fixed for a Management Committee meeting called on the request of members of the committee, the meeting lapses.

29.3 If there is no quorum within 30 minutes after the time fixed for a Management Committee meeting called other than on the request of the members of the committee:

29.3.1 The meeting is to be adjourned for at least one day; and

29.3.2 The members of the Management Committee who are present are to decide the day, time and place of the adjourned meeting.

29.4 If, at an adjourned meeting mentioned in Clause 28.3, there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

30. SPECIAL MEETING OF MANAGEMENT COMMITTEE

30.1 If the Secretary receives a written request signed by at least 50% of the members of the Management Committee, the Secretary must call a Special Meeting of the Management Committee by giving each member of the committee notice of the meeting within 14 days after the Secretary receives the request.

30.2 If the Secretary is unable or unwilling to call the Special Management Committee Meeting, the President must call the meeting.

30.3 A request for a Special Management Committee Meeting must state:

30.3.1 Why the Special Management Committee Meeting is called; and

30.3.2 The business to be conducted at the meeting.

30.4 A notice of a Special Management Committee meeting must state:

30.4.1 The day, time and place of the meeting; and

30.4.2 The business to be conducted at the meeting.

30.5 A Special Management Committee meeting must be held within 14 days after notice of the meeting is given to the members of the Management Committee.

31. MINUTES OF MANAGEMENT COMMITTEE MEETINGS

31.1 The Secretary must ensure full and accurate minutes of all questions, matters, resolutions, and other proceedings of each Management Committee meeting are stored electronically as part of the Club's records.

31.2 To ensure the accuracy of the minutes, the minutes of each Management Committee Meeting must be signed by the chairperson of the meeting, or the chairperson of the next Management Committee meeting, verifying their accuracy.

32. SUB COMMITTEES

32.1 Each Sub Committee shall submit its recommendations and report to the Management Committee for approval.

32.2 Each Sub Committee shall elect a chairperson to be responsible for ensuring that the appointed tasks are carried out and for the reporting of those tasks to the Management Committee.

32.3 A sub-committee may elect a chairperson for its meetings where it is not incorporated as part of any relevant policy, procedure, or by-law.

32.4 If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose one another member to be chairperson of the meeting.

32.5 A sub-committee may meet and adjourn as it considers appropriate.

32.6 A sub-committee may consist of all types of memberships

33. ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS

33.1 An act performed by the Management Committee, a Sub Committee or a person acting as a member of the Management Committee is taken to have been validly performed.

33.2 Clause 32.1 applies even if the act was performed when:

33.2.1 There was a defect in the appointment of a member of the Management Committee, Sub-Committee or person acting as a member of the Management Committee; or

33.2.2 A Management Committee member, Sub-Committee member or person acting as a member of the Management Committee was disqualified from being a member.

34. RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING

34.1 A written resolution electronically approved by each member of the Management Committee is as valid and effectual as if it had been passed at a Management Committee Meeting that was properly called and held.

34.2 A resolution mentioned in Clause 32.1 may consist of several documents in like form, each electronically approved by each member of the Management Committee.

35. ANNUAL GENERAL MEETING

35.1 Each AGM must be held:

35.1.1 At least once each year; and

35.1.2 Within six months after the end date of the Club's reportable financial year.

36. BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING

36.1 The following business must be conducted at each AGM of the Club:

36.1.1 President’s report;
36.1.2 Receiving of the Club's financial statement and audit report for the last reportable financial year;
36.1.3 Presenting the financial statement and audit report to the meeting for adoption;
36.1.4 Standing down of ceasing Management Committee members and electing members of the Management Committee;
36.1.5 Appointing an auditor for the present financial year;
36.1.6 Appointing a Patron;
36.1.7 Electing Life Members;
36.1.8 Appointing any Honorary Members;
36.1.9 Note fees and dates for the following year; and
36.1.10 Election of sub committees in line with the relevant policy, procedures, or by-laws.

37. NOTICE OF ANNUAL AND GENERAL MEETINGS

37.1 The Secretary may call a General Meeting of the Club under the direction of the Management Committee.

37.2 The Secretary must give at least fourteen days’ notice of the General Meeting to each Club member.

37.3 If the Secretary is unable or unwilling to call the General Meeting, the President must call the meeting.

37.4 The Management Committee may decide the way in which the notice must be given.

37.5 Notice of the following meetings must be given in writing:

37.5.1 A meeting called to hear and decide the appeal of a person against the Management Committee's decision:

37.5.1.1 To reject the person's application for membership of the Club; or
37.5.1.2 To terminate the person's membership of the Club.

37.5.2 A meeting called to hear and decide a proposed special resolution of the Club.

37.6 A notice of a General Meeting must state the business to be conducted at the meeting.

38. QUORUM FOR, AND ADJOURNMENT OF A GENERAL MEETING

38.1 The quorum for a General Meeting is 50% of the number of members elected or appointed to the Management Committee plus one. The General Meeting must not commence unless a quorum of members are present.

38.2 If there is no quorum within 30 minutes after the time fixed for a General Meeting called on the request of members of the Management Committee or the Club, the meeting lapses.

38.3 If there is no quorum within 30 minutes after the time fixed for a General Meeting called other than on the request of members of the Management Committee or the Club:

38.3.1 The meeting is to be adjourned up to seven days; and
38.3.2 The Management Committee is to decide the day, time and place of the adjourned meeting.

38.4 The chairperson may, with the consent of members at any General Meeting at which there is

a quorum, and must if directed by the members, adjourn the meeting from time to time and from place to place.

38.5 If a meeting is adjourned under Clause 36.4, only the business left unfinished at the General Meeting from which the adjournment took place may be conducted at the adjourned meeting.

38.6 The Secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned General Meeting unless a meeting is adjourned for at least 30 days.

38.7 If a General Meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

39. PROCEDURE AT GENERAL MEETING

39.1 At each General Meeting:

39.1.1 The President is to preside as chairperson; and

39.1.2 If there is no President or if the President is not present within 15 minutes after the time fixed for the General Meeting or is unwilling to act, the Vice President presides over the meeting. Where neither the President or the Vice President is able to preside over the meeting, the members present must elect another member to be chairperson of the meeting; and

39.1.3 The chairperson must conduct the General Meeting in a proper and orderly way.

40. VOTING AT ANNUAL GENERAL MEETING AND GENERAL MEETING

40.1 At AGM or a General Meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present.

40.2 Each member present and eligible to vote is entitled to one vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.

40.3 A club member is not entitled to vote at an AGM or a General Meeting if the member's fee is in arrears at the date of the AGM or General Meeting.

40.3.1 The method of voting is by secret ballot papers.

40.4 No proxy votes shall be allowed at Annual General Meeting and General Meetings.

41. SPECIAL GENERAL MEETING

41.1 The Secretary must call a Special General Meeting by giving each member of the Club notice of the meeting within 14 days after:

41.1.1 Being directed to call the meeting by the Management Committee; or

41.1.2 Being given a written request signed by:

41.1.2.1 At least 50% of the number of members of the Management Committee when the request is signed

41.1.3 Being given a written notice of an intention to appeal against the decision of the Management Committee:

41.1.3.1 To reject an application for membership; or

41.1.3.2 To terminate a person's membership.

41.2 A request mentioned in Clause 39.1.2 must state:

41.2.1 Why the Special General Meeting is being called; and
41.2.2 The business to be conducted at the Special General Meeting.

41.3 A Special General Meeting must be held within 30 days after the Secretary:

41.3.1 Is directed to call the meeting by the Management Committee; or
41.3.2 Is given the written request mentioned in Clause 39.1.2; or
41.3.3 Is given the written notice of an intention to appeal mentioned in Clause 39.1.3.

41.4 If the Secretary is unable or unwilling to call the Special General Meeting, the President must call the meeting.

41.5 No proxy votes shall be allowed at Special General Meetings.

42. MINUTES OF AGM AND GENERAL MEETINGS

42.1 The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each AGM and each General Meeting are electronically stored as part of the Club's records.

42.2 To ensure the accuracy of the minutes:

42.2.1 The minutes of each General Meeting or Special General Meeting must be signed by the chairperson of the meeting, or the chairperson of the next General Meeting or Special General Meeting, verifying their accuracy; and

42.2.2 The minutes of each Annual General Meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the Club that is a General Meeting, Special General or Annual General Meeting, verifying their accuracy.

42.3 If asked by a member of the Club or a club delegate, the Secretary must, within seven days after the request is made:

42.3.1 Make the minutes for a particular General Meeting available for inspection; and
42.3.2 Provide the member copies of the minutes of the General Meeting.

42.4 The Club may require payment of reasonable costs for providing copies of the minutes.

43. BY-LAWS AND POLICIES & PROCEDURES

43.1 The Management Committee may make and propose by-laws and policies and procedures, not inconsistent with these rules, for presentation to members at a General Meeting of the Club for approval.

43.2 By-laws and policies and procedures may be amended, repealed or approved at any General Meeting of the Club.

43.3 Subject to the approval by the members at a General Meeting, all by-laws and policies and procedures made under this clause shall be binding on the Club and Club members.

43.4 Transitional arrangements for all by-laws and policies and procedures of the Club in force at the date of the approval of this constitution in so far as such clauses, rules, by-laws and regulations are not inconsistent with, or have been replaced by this constitution shall be

deemed to be policies, procedures and by-laws under this clause.

44. ALTERATION OF RULES/CONSTITUTION

44.1 Subject to the Act, these rules may be amended, repealed or added to from time to time by a special resolution carried at any General Meeting. No such alteration, repeal or addition shall be effective unless it is carried by a majority of three quarters of members present and entitled to vote.

44.2 An amendment, repeal or addition is valid only if it is registered by the Chief Executive of the Office of Fair Trading.

45. FUNDS AND ACCOUNTS

45.1 The funds of the Club must be kept in an account in the name of the Club in a financial institution decided by the Management Committee.

45.2 Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Club.

45.3 All amounts must be deposited in the financial institution account as soon as practicable after receipt.

45.4 A payment by the Club of $50 or more must be made by cheque or electronic funds transfer.

45.5 If a payment of $50 or more is to be made by cheque or electronic funds.

46.5.1 The cheque must be signed by any two of the following:

46.5.1.1 The President;

46.5.1.2 The Secretary;

46.5.1.3 The Treasurer;

46.5.1.4 One other member of the Management Committee who has been authorised to sign cheques issues by the Club;

46.6 Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.

46.7 Electronic funds transfers must be authorised by and approved by at least two members of the Management Committee, one being the Treasurer.

46.8 A petty cash account must be kept on the industry standard system, and the Management Committee must decide the amount of petty cash to be kept in the account.

46.9 All expenditure must be approved or ratified at a Management Committee Meeting or electronically approved by the Management Committee and presented at the next scheduled Management Committee Meeting.

46. GENERAL FINANCIAL MATTERS

46.1 On behalf of the Management Committee, the Treasurer must, as soon as practicable after

the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.

46.2 The income and property of the Club must be used solely in promoting the Club's objects and exercising the Club's powers.

46.3 The Treasurer shall present a financial statement at the Management Committee Meetings and all General Meetings.

47. DOCUMENTS

47.1 The Management Committee must ensure the safe custody of electronic records, books, documents, instruments of title and securities of the Club.

48. FINANCIAL YEAR

48.1 The end date of the Club's financial year is 30 September in each year.