



APPLICATION TO REGISTER AN AMENDMENT OF RULES



2912308

Instructions

Please use BLOCK letters when you fill out this form. Attach extra sheets if there is not enough space. All dates should be DD/MM/YYYY. If you need help completing this form, please contact the Office of Fair Trading on 1300 658 030.

Please note applications must be lodged within three (3) months after the passing of the special resolution at a general meeting of the association.

Privacy Statement - Please Read

The Department is collecting information, including personal information, on this form for the purposes of the *Associations Incorporation Act 1981* and *Associations Incorporation Regulation 1999*. In accordance with this legislation, a register of this information and any documents required by the Department is available for inspection by the public upon payment of a prescribed fee. Where authorised or required by law, information on this form can be disclosed without your consent.

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07 APR 2005
Tourism, Fair Trading and Wine Industry Development

LU: 7005307...
#13-20

Fee: \$13.20

No GST payable on fees

Part 1 - Application details

Incorporated Association Details

Incorporated Association Number 6839
Name of Incorporated Association Capalaba Soccer + recreation club

Application Details

* A special resolution is a resolution passed at a general meeting by the votes of 3/4 of the members who are present and entitled to vote on the resolution. Written notice of a proposed special resolution, and of the time and place of the general meeting at which it is proposed to move the resolution, must be given as required under the association's rules, before the general meeting to each member who has a right to vote on the resolution.

Application is made (pursuant to section 46 of the *Associations Incorporation Act 1981*) to register an amendment of the rules of the abovenamed association. At a general meeting of the members of the said association duly convened and held at (place)

CAPALABA BULLDOGS SOCCER + RECREATION CLUB

on 20/01/2005 (date) a special resolution* was passed

effecting a change to the following rule(s) number(s):

"CLASSES OF MEMBERSHIP" SECTION 5

OR

adopting a complete set of own/model rules (copy attached)



Authorisation

To be completed by Secretary

Signature of Secretary [Signature] Dated 20/03/2005

Daytime Contact Number 07 3922 5938 Associations Incorporation Act 1981

Registered On

19 APR 2005

[Signature]

Delegate of the Director General



QUEENSLAND

ASSOCIATIONS INCORPORATION ACT 1981

Section 12
Regulation 7

No. 6839

CERTIFICATE OF INCORPORATION OF AN ASSOCIATION

This is to Certify

that

CAPALABA SOCCER AND RECREATION CLUB INCORPORATED

is, on and from thetwelfth..... day of.....February....., 19 90 ,
incorporated under the Associations Incorporation Act 1981.

~~Under Secretary~~ Director-General,
Department of Justice.



DEPARTMENT OF

Changes to the Constitution



Changes Recommended to "Classes of Membership"

The whole of section 5. Classes of Members shall be deleted and replaced by the following:

5. Classes of members

5.1 The membership of the Club shall consist of ordinary members, life members, honorary members, temporary members and social members.

a. Ordinary Members

- i. Ordinary members shall include ordinary family members and ordinary single members. The word "ordinary" may be omitted when referring to family and single members.
- ii. Family refers only to immediate relatives.
- iii. Family membership entitles a maximum of two adults and any children of the respective adults under the age of 18 to all rights and privileges available at the club.
- iv. Family members shall be bound by the rules and regulations applicable to the club.
- v. Family membership entitles a maximum of two adult members of the same family over the age of eighteen (18) years to full voting powers.
- vi. Additional family members over the age of eighteen (18) years must become a single member and shall pay a separate membership fee.
- vii. Single membership entitles only the holder to rights and privileges available to members of the club.
- viii. Single membership is a class for membership only for persons over the age of eighteen (18).
- ix. Single members have full voting rights.
- x. Single Members shall be bound by the rules and regulations applicable to the club.
- xi. The Management Committee reserves the right not to accept an application for ordinary membership but the applicant(s) will have a right of appeal as set down in this constitution.

b. Life Members

- i. Life membership shall only be considered on the basis of ten (10) years continual financial membership and dedicated service to the club.
- ii. A maximum of two (2) Life Members can be appointed per year if deemed appropriate by the Management Committee.
- iii. Nominations for Life Membership may be submitted by any financial member of the Club in the form of a nomination and resume of the nominee's services to the Club. The decision to grant Life Membership will be made by the Management Committee at its final meeting before the Annual General Meeting and that decision shall then be conveyed to the Annual General Meeting for ratification.
- iv. A Life Member shall enjoy all the privileges available to financial members and shall be bound by the same Rules and Regulations applicable to the Club.
- v. The practice of granting Life Membership on the payment of a special fee for such is discontinued, but all Life Memberships previously granted will continue to be recognised whether granted for meritorious service or the payment of a special fee.

c. Honorary Members

- i. The Management Committee may from time to time confer the rights and privileges of Honorary Membership for a period not exceeding **one year**.
- ii. There is no maximum limit to the number of Honorary Memberships that may be conferred by the Management Committee.
- iii. Honorary Membership may be conferred at any time of the year, but will only last until the first day of the next year (that is 1st of January).
- iv. Honorary Membership shall be considered on the basis of voluntary service provided by the member, or agreed by the member to be provided for the time period of the Honorary Membership.
- v. Honorary Membership may be cancelled if a member fails to provide voluntary service as agreed by written notice from the management committee.
- vi. In the case where an Honorary Member has a spouse and children, all members of the Honorary Member's immediate family shall have the same rights and privileges as Family Members, including full voting rights for two adults over the age of eighteen (18).

- vii. In the case where an Honorary Member has no spouse or children, all rights and privileges, including voting rights, are confined to the member themselves.
- viii. An Honorary Member shall be bound by the same Rules and Regulations applicable to the Club.

d. Temporary Members

- i. The Management Committee may from time to time confer temporary membership of the club for a period not exceeding one (1) month in any year.
- ii. Temporary membership is a class of membership provided to persons who are not resident within a radius of 50Km of the club and who may be deemed as visitors, or guests of existing members of the club.
- iii. Temporary members have no voting rights.
- iv. In the case of a visiting family, all members of the visiting family may make use of the club's facilities and participate in programs organised by the club for the payment of a temporary membership fee.

e. Social Members

- i. Social membership is a class of membership for persons wishing to enjoy the facilities within the clubhouse and not actively participate in programs, events or services outside the clubhouse i.e. soccer programs and events.
- ii. Social members have no voting rights.
- iii. Social members must complete a formal application utilising the forms provided by the Management Committee for that purpose in that year.
- iv. The Management Committee reserves the right not to accept an applicant for social membership but the applicant will have a right of appeal as set down in this constitution.

5.2 The number of members in each class of membership is unlimited.

5.3 The voting rights of each class of membership are as follows:

- a. Family members – two full voting rights for adults over the age of eighteen (18)
- b. Single members – full voting rights
- c. Life members – full voting rights

As is :-

22(b) after the end of the playing season
but in no case later than the end
of November in each year

Amended To :-

22(b) after the end of the playing season
but in no case later than
(3) three months in each year.

MINUTES OF MEETING ATTACHED

- d. Honorary members – full voting rights
- e. Temporary members – no voting rights
- f. Social members – no voting rights
- g. Minors have no voting rights.

Changes Recommended to “Annual General Meetings”

The whole of section 22. Annual General Meetings shall be deleted and replaced by the following:

22. Annual General Meeting

22.1 The Annual General Meeting must be held

- a. At least once in any calendar year.
- b. Within three months of the end of the club's financial year.

22.2 The Secretary must give at least fourteen (14) days notice of the Annual General Meeting to:

- a. Ordinary, Life and Honorary members in writing, delivered by post or email, and including a notice of any motions to be voted on at the Annual General Meeting.
- b. Social Members, by way of a poster in a prominent place within the clubhouse. A notice of motions to be voted on at the Annual General Meeting may similarly be displayed in a prominent place within the clubhouse. Such a requirement to give notice of Annual General Meetings to Social Members is a courtesy and in no way should be construed that Social Members are entitled to vote.
- c. There is no requirement to give Temporary Members any notice of the Annual General Meeting.

CAPALABA SOCCER AND RECREATION CLUB

CONSTITUTION

1. WORDS AND EXPRESSIONS TO HAVE MEANING IN ACT

A word or expression that is not defined in this Constitution, but is defined in the *Associations Incorporations Act 1981* has, if the context permits, the meaning given by the Act.

2. NAME

The name of the incorporated Association is **Capalaba Soccer and Recreation Club Inc** ("the Club").

3. OBJECTS

The objects of the Club are:-

- 3.1 To actively promote and foster the game of soccer in the Capalaba area and surrounding districts.
- 3.2 To field soccer teams in whatever competition may be available.
- 3.3 To field teams in any other sport as the Management Committee may from time to time decide providing that the primary object of the Club is to be heavily involved in Soccer.
- 3.4 To incorporate any other sporting Club whose members intend to abide by the rules of the Club and whose members intend to play sport under the umbrella of the Club.
- 3.5 The Club shall be affiliated with the Brisbane Southern Districts Junior Soccer Association (BSDJSA), the Queensland Soccer Federation (QSF) and the Brisbane Women's Association (BWA) and any other relevant Association or

body deemed necessary by the Management Committee for the successful operation and general running and well being of the Club.

4. POWERS

4.1 The Club has the powers of an individual.

4.2 The Club may, for example -

- (a) Enter into contracts; and
- (b) Acquire, hold, deal with and dispose of property; and
- (c) Make charges for services and facilities it supplies; and
- (d) Do other things necessary or convenient to be done in carrying out its affairs.

4.3 The Club may also issue secured and unsecured notes, debentures and debenture stock for the Club

5. CLASSES OF MEMBERS

5.1 The membership of the Club shall consist of ordinary members, and any of the following classes of members:-

- (a) Family members:
 - i. Family membership entitles a maximum of two adult members of the same family over the age of eighteen (18) years to full voting powers.
 - ii. Additional family members over the age of eighteen (18) years

shall pay a separate membership fee entitling such person or persons to full voting powers.

(b) Life members:

- i. There shall be two (2) classes of life membership namely ordinary life membership and honorary life membership.
- ii. Honorary life membership shall only be considered on the basis of ten (10) years continual financial membership and dedicated service to the Club.
- iii. A maximum of two (2) honorary life members can be appointed per year if deemed appropriate by the Management Committee.
- iv. Nominations for honorary life membership may be submitted by any financial member of the Club in the form of a nomination and resume of the nominee's services to the Club. The decision to grant honorary life membership will be made by the Management Committee at its final meeting before the Annual General Meeting and that decision shall then be conveyed to the Annual General Meeting for ratification.
- v. An honorary life member shall enjoy all the privileges available to financial members and shall be bound by the same Rules and Regulations applicable to the Club
- vi. The Management Committee may from time to time grant ordinary life membership of the Club on the payment of a life membership fee. The extent of such payment and the amount thereof is to be decided by the Management Committee from time to time. An

ordinary life member shall enjoy all the privileges available to financial members and shall be bound by the same Rules and Regulations of the Club.

(c) Honorary and Temporary Members:

The Management Committee may from time to time confer the privileges of honorary and temporary membership of the Club for a period not exceeding one (1) month in a year. The Management Committee or its duly appointed representative or servant may confer the privileges of honorary and temporary membership of the Club for a period not exceeding one (1) month in any one year provided however that in the case of honorary membership being conferred by the Management Committee, such privileges shall be restricted to the use and enjoyment of the Club premises and Club facilities.

(d) Social Members:

Social members shall be entitled to enjoy all Club facilities and join in Club activities.

5.3 the number of members in each class is unlimited.

5.4 The voting rights of each class of membership are as follows:-

- (a) Ordinary members - full voting rights;
- (b) Family members - full voting rights;
- (c) Life members - full voting rights;

- (d) Honorary and temporary members - no voting rights;
- (e) Social members - no voting rights;
- (f) Minors have no voting rights.

6. MEMBERSHIP

An application for membership must be:-

- 6.1 in writing; and
- 6.2 signed by the applicant and the applicant's proposer and seconder; and
- 6.3 in the form decided by the Management Committee.

7. MEMBERSHIP FEES

The membership fee for each class of membership:-

- 7.1 is the amount decided by the members from time to time at a general meeting; and
- 7.2 is payable when, and in the way, the Management Committee decides.

8. ADMISSION AND REJECTION OF MEMBERS

- 8.1 The Management Committee must consider an application for membership at the next meeting of the committee held after it receives:-
 - (a) The application; and
 - (b) The appropriate membership fee for the application.

- 8.2 The Management Committee must decide at the meeting whether to accept or reject the application.
- 8.3 If a majority of the Management Committee members present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member to the class of membership applied for.
- 8.4 The Secretary of the Club must, as soon as practicable after the Management Committee decides to accept or reject an application, give the applicant a written notice of the decision.

9. WHEN MEMBERSHIP ENDS

- 9.1 A member may resign from the Club by giving a written notice of resignation to the Secretary.
- 9.2 The resignation takes effect on:-
- (a) The day and at the time the notice is received by the Secretary; or
 - (b) If a later day is stated in the notice - the later day.
- 9.3 the Management Committee may terminate a member's membership if the member:-
- (a) Is convicted of an indictable offence; or
 - (b) Does not comply with any of the provisions of these rules; or
 - (c) Has membership fees in arrears for at least 2 months; or
 - (d) Conducts himself or herself in a way considered to be injurious or

prejudicial to the character or interests of the Club.

9.4 Before the Management Committee terminates a member's membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.

9.5 If, after considering all representations made by the member, the Management Committee decides to terminate the membership, the Secretary of the committee must give the member a written notice of the decision.

10. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

10.1 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.

10.2 A notice of intention to appeal must be given to the Secretary within one (1) month after the person receives written notice of the decision.

10.3 If the Secretary receives a notice of intention to appeal, the Secretary must, within three (3) months after the day of receipt, call a general meeting to decide the appeal.

10.4 At the 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.

10.5 Also, the Management Committee and the committee members who rejected the application or terminated the membership must be given an opportunity to show why the application should be rejected or the membership should be terminated.

- 10.6 An appeal must be decided by a vote of the members present at the meeting.
- 10.7 If a person whose application has been rejected does not appeal against the decision within one (1) month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the Secretary must, as soon as practicable, refund the application fee paid by the person.

11. REGISTER OF MEMBERS

11.1 The Management Committee must keep a register of members.

11.2 The register of members must include the following particulars for each member:-

- (a) The full name and residential address of the member;
- (b) The date of admission as a member;
- (c) The date of death or resignation of the member;
- (d) Details about the termination or reinstatement of membership;
- (e) Any other particulars the Management Committee or the members at a general meeting decide.

11.3 The register must be open for inspection at all reasonable times.

11.4 However, before the member may inspect the register, the member must apply to the Secretary to inspect it.

12. SECRETARY

12.1 The members of the Club's Management Committee must ensure that a

Secretary is appointed or elected for the Club.

12.2 If a vacancy happens in the office of Secretary, the members of the Management Committee must ensure a Secretary is appointed or elected for the Club within one (1) month after the vacancy happens.

12.3 The Secretary must be an individual residing in Queensland, or in another State but not more than 65 km from the Queensland border, who is:-

(a) A member of the Club elected by the Club as Secretary; or

(b) Any of the following persons appointed by the Management Committee:-

i. a member of the Club's Management Committee;

ii a member of the Club; or

iii another person

12.4 The Management Committee may appoint and remove the Club's Secretary at any time.

13. MEMBERSHIP OF MANAGEMENT COMMITTEE

13.1 The Management Committee of the Club consists of President, Vice President, Treasurer, Secretary, Assistant Secretary, Football Co-ordinator, Senior Co-ordinator, Ladies Co-ordinator and Junior Co-ordinator and any other members of the Club members elect or appoint at a General Meeting.

13.2 A member of the Management Committee, other than the Secretary, must be a member of the Club.

13.3 At each Annual General Meeting of the Club, the members of the Management Committee must retire from office, but are eligible, on nomination, for re-election.

14 ELECTING THE MANAGEMENT COMMITTEE

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

(a) Any 2 members of the Club may nominate another member (the "candidate") to serve as a member of the Management Committee;

(b) The nomination must be:-

i. in writing; and

ii signed by the candidate and the members who nominated him or her; and

iii given to the Secretary at least fourteen days before the Annual General Meeting at which the election is to be held;

(c) Each member present at the Annual General Meeting may vote for any number of candidates not more than the number of vacancies;

(d) If, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.

14.2 A list of the candidates' names in alphabetical order, with the names of the members who nominated each candidate must be posted in a conspicuous place in the office or usual place of meeting of the Club for at least 7 days immediately preceding the Annual General Meeting.

14.3 If required by the Management Committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.

15. **RESIGNATION OR REMOVAL FROM OFFICE OF MANAGEMENT COMMITTEE MEMBER**

15.1 A Management Committee member may resign from the committee by giving written notice of resignation to the Secretary.

15.2 The resignation takes effect on -

(a) The day and at the time the notice is received by the Secretary; or

(b) If a later day is stated in the notice, the later day.

15.3 A member may be removed from office at a general meeting of the Club if a majority of the members present at the meeting vote in favour of removing the member.

15.4 Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.

15.5 A member has no right of appeal against the member's removal from office under this section.

16 VACANCIES ON MANAGEMENT COMMITTEE

16.1 The Office of any member of the Management Committee shall be declared vacant if he/she:-

(a) Fails to attend three (3) consecutive meetings of the Committee without having obtained leave of absence or without a reason acceptable to the Committee.

(b) Resigns

(c) Dies

(d) Ceases to be a member of the Club

16.2 If a casual vacancy happens on the Management Committee, the continuing members of the Committee may appoint another member for the Club to fill the vacancy until the next Annual General Meeting.

16.3 The continuing members of the Management Committee may act despite a casual vacancy on the Management Committee.

16.4 However, if the number of committee members is less than the number fixed under these rules as a quorum of the Management Committee, the continuing members may act only to:-

(e) Increase the number of Management Committee members to the number required for a quorum; or

(f) Call a general meeting of the Club.

17 FUNCTIONS OF MANAGEMENT COMMITTEE

17.1 Subject to these rules or a resolution of the Club members carried at a general meeting, the Management Committee:-

(a) Has the general control and management of the administration of the affairs, property and funds of the Club; and

(b) Has authority to interpret the meaning of these rules and any matter relating to the Club on which the rules are silent.

17.2 The Management Committee may exercise the powers of the Club:-

- (a) To borrow, raise or secure the payment of amounts in a way the Club members decide; and
- (b) To secure the amounts mentioned in paragraph (a) 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
- (c) To purchase, redeem or pay off any securities issued; and
- (d) To borrow amounts from members and pay interest on the amounts borrowed; and
- (e) To mortgage or charge the whole or part of its property; and
- (f) To issue debentures and other securities, whether outright or as security of any debt, liability or obligation of the Club; and
- (g) To provide and pay off any securities issued; and
- (h) To invest in a way the members of the Club may from time to time decide.

17.3 For sub-section 17.2, (d), 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:-

- (a) the financial institution for the Club; or

- (b) if there is more than one financial institution for the Club - the financial institution nominated by the Club

18 MEETINGS OF MANAGEMENT COMMITTEE

- 18.1 Subject to subsections (2) to (16), the Management Committee may meet and conduct its proceedings as it considers appropriate.
- 18.2 The Management Committee must meet at least every month to exercise its functions. The Management Committee, at its discretion, may hold meetings more regularly than on a monthly basis.
- 18.3 the committee must decide how a meeting is to be called.
- 18.4 Notice of a meeting is to be given in the way decided by the committee.
- 18.5 If the Secretary receives a written request signed by at least 33% of the Management Committee members, the Secretary must call a special meeting of the committee.
- 18.6 A request for a special meeting must state:-
- (a) why the special meeting is being called; and
 - (b) the business to be conducted at the meeting.
- 18.7 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.
- 18.8 A question arising at a committee meeting is to be decided by a majority vote of committee members present at the meeting and, if the votes are equal, the

question is decided in the negative.

18.9 A Management Committee member must not vote on a question about a contract or proposed contract with the Club if the member has an interest in the contract or proposed contract, and if the member does vote the member's vote must not be counted. Any Management Committee member who has an interest in a contract or proposed contract with the Club must declare that interest prior to any discussion or vote on that matter.

18.10 The Secretary must give each Management Committee member at least by the Management Committee fourteen days notice of a special meeting of the committee.

18.11 A notice of a special meeting must state:-

- (a) the day, time and place of the meeting; and
- (b) the business to be conducted at the meeting.

18.12 The President or, if there is no President or if the President is not present within ten minutes after the time fixed for Management Committee meeting, the Vice-President is to preside as Chairperson at the meeting.

18.13 If the President and the Vice-President are absent from a Management Committee meeting, the members may choose one of their number to preside as Chairperson at the meeting.

18.14 If a quorum is not present within thirty minutes after the time fixed for a Management Committee meeting called on the request of committee members, the meeting lapses.

18.15 If a quorum is not present within thirty minutes after the time fixed for a Management Committee meeting called other than on the request of committee members, the meeting is to be adjourned to:-

- (a) the same day, time and place in the next week; or
- (b) a day, time and place decided by the committee.

18.16 If, at the adjourned meeting mentioned in subsection 18.15, a quorum is not present within thirty minutes after the time fixed for the meeting, the meeting lapses.

19. DELEGATION OF MANAGEMENT COMMITTEE POWERS

19.1 The Management Committee may delegate the whole or part of its powers to a subcommittee consisting of the Club members considered appropriate by the committee.

19.2 A subcommittee may only exercise delegated powers in the way the Management Committee decides.

19.3 A subcommittee may elect a Chairperson of its meetings.

19.4 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 of their number to be Chairperson of the meeting.

19.5 A subcommittee may meet and adjourn as it considers appropriate.

19.6 A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

19.7 Delegates shall be appointed from the Management Committee to the B.S.D.J.A. and any other relevant body. The delegates shall report to the Management Committee on a monthly basis.

20 ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS

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

20.2 Subsection 20.1 applies even if the act was performed when:-

- (a) there was a defect in the appointment of a member of the Management Committee, subcommittee or person acting as a member of the Management Committee; or
- (b) a Management Committee member, subcommittee member or person acting as a member of the Management Committee was disqualified from being a member.

21 RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING

21.1 A written resolution signed by each member of the Management Committee for the time being entitled to receive notice of a committee meeting is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.

21.2 A resolution mentioned in subsection 21.1 may consist of several documents in like form, each signed by one or more members of the committee.

22 ANNUAL GENERAL MEETINGS

The Annual General Meeting must be held:-

- (a) at least once each year; and
- (b) after the end of the playing season but in no case later than the end of November in each year.
- (c) The Secretary must give at least fourteen (14) days notice of the meeting to each Club member.

23 BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING

The following business must be conducted at each Annual General Meeting:-

- (a) receiving the statement of income and expenditure, assets, liabilities and mortgages, charges and securities affecting the property of the Club for the last financial year;
- (b) receiving the auditor's report on the financial affairs of the Club for the last financial year;
- (c) presenting the audited statement to the meeting for adoption;
- (d) electing members of the Management Committee;
- (e) appointing an auditor.

24 SPECIAL GENERAL MEETING

24.1 The Secretary may only call a Special General Meeting by giving each member notice of the meeting within fourteen (14) days after:-

- (a) being directed to call the meeting by the Management Committee; or
- (b) being given a written request signed by:-

- i At least 33% of the members of the Club presently on the Management Committee; or
 - ii At least the number of ordinary members of the Club equal to double the number of members of the Club presently on the Management Committee plus one; or
- (c) being given a written notice of an intention to appeal against the decision of the Management Committee:-
- i To reject an application for membership; or
 - ii To terminate a person's membership.

24.2 A request mentioned in subsection 24.1(b) must state:-

- (a) why the Special General Meeting is being called; and
- (b) the business to be conducted at the meeting.

25 NOTICE OF GENERAL MEETING

25.1 The Secretary may call a General Meeting of the Club.

25.2 The Secretary must give at least fourteen (14) days notice of the meeting to each Club member.

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

25.4 However, notice of the following meetings must be given in writing:-

- (a) a meeting called to hear and decide the appeal of a member against the rejection or termination of the member's membership by the Management Committee; or
- (b) a meeting called to hear and decide a proposed special resolution of the Club.

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

26 QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETING

26.1 Subject to subsection 27.5, at a General Meeting the number of members equal to double the number of members of the association presently on the Management Committee plus one form a quorum.

26.2 No business may be conducted at a General Meeting unless a quorum of the members is present when the meeting proceeds to business.

26.3 If a quorum is not present within thirty (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.

26.4 If a quorum is not present within thirty (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, the meeting is to be adjourned to:-

- (a) the same day, time and place in the next week; or
- (b) a day, time and place decided by the Management Committee.

26.5 If at an adjourned meeting, a quorum under subsection 26.1 is not present within

thirty (30) minutes after the time fixed for the meeting, the members present form a quorum.

26.6 The Chairperson may, with the consent of any meeting at which a quorum is present, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.

26.7 If a meeting is adjourned under subsection 26.6, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.

26.8 The Secretary is not required to give the members notice of an adjournment or the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least thirty (30) days.

26.9 If a meeting is adjourned for at least thirty (30) days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

26.10 In this Constitution:-

“**member**” includes a person attending as a proxy or representing a corporation that is a member.

27 PROCEDURE AT GENERAL MEETING

27.1 Subject to these rules, at each General Meeting:-

- (a) the President or, if there is no President or if the President is not present within fifteen (15) minutes after the time fixed for the meeting or is unwilling to act, the Vice-President is to preside as Chairperson; and
- (b) if the Vice-President is absent or unwilling to act as Chairperson, the

members present must elect one of their number to be Chairperson of the meeting; and

- (c) the Chairperson must conduct the meeting in a proper and orderly way; and
- (d) each question, matter or resolution must be decided by a majority of votes of the members present; and
- (e) each member present and entitled 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; and
- (f) a member is not entitled to vote at a General Meeting if the member's annual subscription is in arrears at the date of the meeting; and
- (g) voting may be a show of hands or a division of members, unless at least 20% of the members present demand a secret ballot; and
- (h) if a secret ballot is held, the Chairperson must appoint two (2) members to conduct the secret ballot in the way the Chairperson decides; and
- (i) the result of a secret ballot as declared by the Chairperson is taken to be a resolution of the meeting at which the ballot was held; and
- (j) a member may vote in person or by proxy or by attorney and:-
 - i. on a show of hands, each person present who is a member or a representative or a member has one (1) vote; and
 - ii in a secret ballot, each member present in person or by proxy or by attorney or other properly authorised representative has one (1)

vote; and

- (k) an instrument appointing a proxy must be in writing; and:-
 - i. if the appointor is an individual - signed by the appointor or appointor's attorney properly authorised in writing; or
 - ii. if the appointor is a corporation - either under seal or signed by a properly authorised officer or attorney of the corporation; and
- (l) a proxy may be a member of the association or another person; and
- (m) the instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot; and
- (n) if someone wants to give a member an opportunity to vote for or against a resolution, the instrument appointing a proxy must be in the following or like form:-

ASSOCIATION:

I, _____ of _____, being a member of the association, appoint _____ of _____ as my proxy to vote for me on my behalf at the (Annual) General Meeting of the Club, to be held on the _____ day of _____, 19__ and at any adjournment of the meeting.

Signed this _____ day of _____, 19__
* in favour of _____ Signature

This form is to be used _____ the resolution.
* against _____

* Strike out whichever is not wanted. (Unless otherwise instructed, the proxy may vote as the proxy considers appropriate); and

- (o) each instrument appointing a proxy must be given to the Secretary before the start of the meeting or adjourned meeting at which the person named

in the instrument proposes to vote; and

- (p) the Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Management Committee Meeting and General Meeting are entered in a minute book; and
- (q) the Secretary must ensure the minute book for each General Meeting is open for inspection at all reasonable times by any financial member who previously applies to the Secretary for the inspection.

27.2 To ensure the accuracy of the minutes recorded under Subsection 27.1(p):-

- (a) 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; and
- (b) the minutes of each General Meeting must be signed by the Chairperson of the meeting or the Chairperson of the next General Meeting, verifying their accuracy; and
- (c) 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 or Annual General Meeting, verifying their accuracy.

28 BY LAWS

28.1 The Management Committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the Club.

28.2 A by-law may be set aside by a vote of members at a General Meeting of the

Club.

29 ALTERNATION OF RULES

29.1 Subject to the Associations Incorporation Act 1981, these rules may be amended, repealed or added to by a special resolution carried at a General Meeting.

29.2 However an amendment, repeal or addition is valid only if it is registered by the Chief Executive.

30 COMMON SEAL

30.1 The Management Committee must ensure the Club has a common seal.

30.2 The common seal must be:-

(a) kept securely by the Management Committee;

(b) used only under the authority of the Management Committee.

30.3 Each instrument to which the seal is attached must be signed by a member of the Management Committee and countersigned by:-

(a) the Secretary; or

(b) another member of the Management Committee; or

(c) someone appointed by the Management Committee.

31 FUNDS AND ACCOUNTS

31.1 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.

- 31.2 Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Club.
- 31.3 All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- 31.4. If an amount of \$500.00 or more is paid by cheque, the cheque must be signed by any two (2) of the following:-
- (a) the President;
 - (b) the Secretary;
 - (c) the Treasurer;
 - (d) another member authorised by the Management Committee for the purpose.
- 31.5 Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed "not negotiable".
- 31.6 A petty cash account must be kept on the imprest system, and the Management Committee must decide the amount of petty cash to be kept in the account.
- 31.7 All expenditure must be approved or ratified at a Management Committee Meeting.
- 31.8 The Treasurer must, as soon as practicable after the end of each financial year, ensure a statement containing the following particulars is prepared:-
- (a) the income and expenditure for the financial year just ended;

- (b) the Club's assets and liabilities at the close of the year;
- (c) the mortgages, charges and securities affecting the property of the Club at the close of the year.

31.9 The auditor must examine the statement prepared under subsection 31.8 and present a report about it to the Secretary before the next Annual General Meeting following the financial year for which the audit was made.

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

32 DOCUMENTS

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

33 FINANCIAL YEAR

The financial year of the Club closes on 30 September each year.

34 DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY

34.1 This section applies if the Club-

- (a) is wound up under part 10 of the *Associations Incorporations Act 1981*;
- (b) it has surplus assets.

34.2 The surplus assets must not be distributed among the Club members.

34.3 The surplus assets must be given to another entity:-

- (a) Having objects similar to the Club's objects; and

- (b). The rules of which prohibit the distribution of the entity's income and assets to its members.

34.4 In this section -

“**Surplus assets**” has the meaning given by section 92(3) of the *Associations Incorporations Act 1981*.

35 COMPLAINTS OR GRIEVANCES

- (a). Any financial member of the Club may lodge a complaint or grievance, relevant to the activities of the Club in writing to the Management Committee and request that the same be discussed. The Management Committee shall be required to discuss all such complaints or grievances and in due course advise the member of its findings. Any member dissatisfied with the decision of the Management Committee shall have the right at all times to appeal to a Special Meeting of the Club subject to the rules relating to the request for a Special Meeting.

36 CLUB ENTITLEMENTS AND PRIVILEGES

- (a). Any person who is not a financial member of the Club shall not be eligible to take part in any of the Club's activities or at any time be allowed to represent the Club, vote or take part in any business of any section of the Club or in any other way be involved in the club except with the permission of the Management Committee but a non-financial member shall never be entitled to vote at a General or Annual General Meeting of the Club.

37 EMPLOYEE ENTITLEMENTS

- (a) The Management Committee must ensure that no payment to an officer or employee of the Club includes any allowance or commission calculated by reference to the quantity of liquor sold or supplied by the Club or

receipts of the Club for and liquor.

SCHEDULE

NEW CONSTITUTION	OLD CONSTITUTION
Clause 1	Nil - no similar clause
Clause 2	Clause 1(a)
Clause 3 3.1,3.2,3.3,3.4, 3.5	Clause 1(b) Clause 1(c) now Clause 29(1) and (2) of new rules, Clause 1(e)
Clause 4 - 4.1 4.2 (a)(b)(c)(d) 4.3	Clause 3
Clause 5 - classes of membership 5.1(a) 5(b)(i)(ii)(iii)(iv)(v)(vi) 5.2, 5.3, 5.4	Clause 2(a) 2(a) 2(f) Nil
Clause 6 membership 6.1, 6.2, 6.3	Clause 2(i)
Clause 7 membership 7.1, 7.2	Clause 2(c)
Admission and Rejection 8.1 8.2 8.3 8.4	2(i)(1) 2(i)(2) 2(i)(2) 2(i)(3)
Clause 9 - 9.1,9.2, 9.3 & 9.4 9.5	Nil 2(j) 2(j)
Clause 10 - 10.1 10.2 10.3 10.4 10.5 10.6 decided by vote 10.7	2(k) 2(k) 2(k) 2(k) 2(k) 2(k) 2(k)
Clause 11- 11.1 11.2(a)(b)(c)(d)(e) 11.3 11.4	4(1) 4(2) 4.3 Nil
Clause 12 - 12.1, 12.2, 12.3 12.4	Nil

Clause 13 -	13.1, 13.2 13.3 13.4	Clause 3(i)(b) Nil 3(c)
Clause 14 -	14.1(a) 14.1(b)(i)(ii)(iii)C,D 14.2 14.3	8(b) 8(b) 8(b) 8(b)
Clause 15	15.1 15.2 15.3 15.4 15.5	3(e) 3(e) 3(e) 3(e) 3(e)
Clause 16 -	16.1 16.2 16.3 16.4	3(k) 3(d) 3(d) Nil
Clause 17 -	17.1(a) 17.1(b) 17.2(a) 17.2(b) 17.2(c) 17.2(d) 17.2(e)(f)(g)(h) 17.3(a)(b)	3(e) 3(1)(2) 3(1)(3) 3(1)(3) 3(1)(3) 3(1)(3) 3(1)(3) Nil
Clause 18 -	18.1 18.2 18.3 18.4 18.5 18.6 18.7 18.8 18.9 18.10 18.11 18.12 18.13 18.14 18.15 18.16	3(f) 3(f) Nil Nil 3(f) 3(f) 3(f) Nil Nil 3(f) 3(f) 3(j) 3(j) Nil Nil Nil

Clause 19 - 19.1 19.2 19.3 19.4, 19.5, 19.6	6(a) 6(b) Nil
Clause 20 - 20.1 20.2(a)(b)	Nil
Clause 21 - 21.1, 21.2	Nil
Clause 22 - 22(a)(b)(c)	11(a)
AGM Clause 23 - 23(a)(b)(c)(d)(e)	11(a)(b)
SGM Clause 24 - 24.1 (a)(b)(c) 24.2 (a)(b)	Clause 12 (a)(b)(c)
Clause 25 - 25.1 to 25.5	Clause 10(a)(b)(c)
Clause 26 - 26.1, 26.2 26.3 to 26.10	Clause 10 and 11
Clause 27 - 27.1	Clause 10 and 11
Clause 28 - By laws	Nil
Clause 29 - Alteration	Clause 1(c)
Clause 30 - 30.1, 30.2 30.3	3(e)
Clause 31 - 31.1 funds and *** 31.2 31.3 31.4 31.5 31.6 31.7, 31.8 31.9 Auditors Report 31.10	3(n) 3(n) 3(n) 3(n) 3(n) Nil 3(n) Nil Nil
Clause 32	3(m)
Clause 33 - financial year	Nil
Clause 34 - ***	16(b)
Clause 35	13
Clause 36	14
Clause 37	Nil