



# **Bathurst Gardeners' Club Inc.**

# **Constitution**

**Revised and updated**

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**Inc No. INC9886149**

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# BATHURST GARDENERS' CLUB INC. CONSTITUTION

## Part 1 Preliminary

### Definitions

(1) In this constitution:

**Ordinary committee member** means a member of the committee who is not an office-bearer of the Club.

**Secretary** means:

- (a) the person holding office under this constitution as secretary of the Club, or
- (b) if no person holds that office – the public officer of the Club.

**Special general meeting** means a general meeting of the Club other than an annual general meeting.

The **Act** means the *Associations Incorporation Act 2009*.

The **Regulation** means the *Associations Incorporation Regulation 2016*.

The **Club** means the Bathurst Gardeners' Club Inc.

(2) In this constitution:

A reference to a function (i.e. an activity that is natural to, or the purpose of, a person or thing), includes a reference to a power, authority and duty, and

a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

The provisions of the Interpretation Act 1987 apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

## **Part 2. Statement of the Club's Objectives**

The Objectives of the Club are:

- (a) To develop and coordinate the horticulture-related education of members, or other kindred organisations. To bring them into closer relationship for mutual knowledge by education through association, meetings, excursions, correspondence and publications.
- (b) To educate the members in the protection and conservation of our natural resources, especially our water resources.
- (c) To study the fine art of gardening in all its aspects.
- (d) To encourage civic beauty.
- (e) To cooperate with other agencies to further the interests of horticulture and conservation.
- (f) To give donations to charities, town beautification or any other project as determined by the committee and Club members.
- (g) To foster friendships and cordiality among members based on a common interest in gardening and horticulture.

## **Part 3 Membership**

### **1. Membership qualifications**

- (1) A person is qualified to be member of the Club if, but only if:
  - (a) the person is a natural person, and
  - (b) is at least 18 years of age, and
  - (c) has completed an application for membership and been approved for membership of the Club and has paid the appropriate fees

### **2. Membership generally**

- (a) Visitors may attend two consecutive meetings before membership is required.
- (b) Life membership may be awarded to a member for exceptional service

### **3. Application for membership**

- (1) An application by a person for membership of the Club:
  - (a) Must be made in writing on the appropriate form determined by the committee for this purpose, and
  - (b) Must be lodged with the secretary of the Club.
- (2) As soon as practicable after receiving an application for membership, the secretary must refer the application to the committee, which is to determine whether or not to approve or reject the application.
- (3) As soon as practicable after the committee makes that determination, the secretary must:
  - (a) Notify the applicant in writing (on the form approved by the committee for this purpose) that the committee approved or rejected the application (whichever is applicable), and request payment of the appropriate entrance fee and annual subscription as determined by the committee.
- (4) The secretary must, on payment by the applicant of the appropriate entrance fee and annual subscription referred to in subclause (3) (a) enter, or cause to be entered the applicant's name in the register of members and, on the name being so entered, the applicant becomes a member of the Club.

### **4. Cessation of membership**

A person ceases to be a member of the Club if the person:

- (a) Dies
- (b) Resigns membership, or
- (c) Is expelled from the Club, or
- (d) Fails to pay the annual membership fee within 3 months after the fee is due.

## **5. Membership entitlements not transferable**

A right, privilege or obligation which a person has by reason of being a member of the Club:

- (a) Is not capable of being transferred or transmitted to another person, and
- (b) Terminates on cessation of the person's membership.

## **6. Resignation of membership**

- (1) A member of the Club who has paid all amounts payable by the member to the Club in respect of the member's membership may resign from membership of the Club by first giving to the secretary written notice of intention to resign, and
- (2) Such notice to resign will be held to be effective one month from receipt of notice, and
- (3) No refund of membership fees will be given upon resignation, and
- (4) If a member of the Club ceases to be a member under sub clause (1) and in every other case where a member ceases to hold membership, the secretary must make, or cause to be made, an appropriate entry in the register of members recording the date on which the member ceased to be a member.

## **7. Register of members**

- (1) The public officer or secretary of the Club must establish and maintain, or cause to be established and maintained, a register of members of the Club (whether in written or electronic form) specifying the name and postal, residential or email address of each person who is a member of the Club together with the date on which the person became a member.
- (2) The register of members must be kept in New South Wales:
- (3) The register of members must be kept at the principal place of administration of the Club and must be open for inspection, free of charge, by any member of the Club at any reasonable hour.
- (4) A member of the Club may obtain a copy of any part of the register on payment of a fee of \$1 for each page copied, or if some other amount is determined by the committee, that other amount.
- (5) If a member requests that any information contained on the register about the member (other than the member's name), that information must not be available for inspection.
- (6) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
  - (a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the club, or
  - (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.
- (7) If the register of members is kept in electronic form:
  - (a) it must be convertible into hard copy, and

(b) the requirements in subclauses (2) and (3) apply as if a reference to the register of members is reference to a current hard copy of the register of members.

(8) Any communication to members in electronic form for the purposes of (6) (a) and (b) must be sent 'blind copy', i.e. details of individual recipient only to appear on email.

(9) Despite clauses (3) and (4), and with the exception of subclause (6) (b), the committee may refuse to permit a member of the Club to inspect or obtain a copy of any part of the register of members where it is considered that to grant such access would be prejudicial to the interests and/or privacy of individual members of the Club, or to the interests of the Club.

## **8. Fees and subscription**

(1) A member of the Club must, on admission to membership, pay an entrance fee and an annual membership fee of an amount to be determined by the committee.

(2) In addition to any amount under subclause (1) member of the Club must pay an annual membership fee, the amount to be determined by the committee, no later than three (3) months following the annual general meeting.

## **9. Members' liabilities**

The liability of a member of the Club to contribute towards the payment of the debts and liabilities of the Club or the costs, charges and expenses of the winding up of the Club is limited to the amount, if any, unpaid by the member in respect of the membership of the Club as required by (8) (2)

## **10. Disputes between members**

(1) In the event of a dispute arising between members (in their capacity as members) or between a member(s) and the Club or a member(s) and the committee the following procedure shall apply:

(a) Each side of the dispute shall nominate a representative who is not directly involved in the dispute. Those representatives shall then attempt to resolve the dispute by negotiation.

(b) Should the nominated representatives be unable to resolve the dispute within 14 days (or other such period as they may agree upon) the dispute shall be referred to a person mutually agreed upon for mediation.

(c) In the event that no person can be agreed upon to mediate the dispute, it shall be referred to a community justice centre for mediation in accordance with the *Community Justice Centre Act, 1983*.

## **11 Disciplining of members**

(1) A complaint may be made to the committee by any person that a member of the Club:  
(a) Has persistently refused or neglected to comply with a provision or provisions of the constitution of the Club, or

- (b) Has persistently and wilfully acted in a manner prejudicial to the interest and/or reputation of the Club
- (2) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (3) If the committee decides to deal with the complaint, the committee:
  - (a) must cause notice of the complaint to be served on the member concerned; and
  - (b) must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
  - (c) must take into consideration any submissions made by the member in connection with the complaint.
- (4) The committee may, by resolution, expel the member from the Club or suspend the member from membership of the Club if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- (5) If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under rule 10 clause 12
- (6) The expulsion or suspension does not take effect:
  - (a) Until the expiration of the period within which, the member is entitled to appeal against the resolution concerned, or
  - (b) If within that period the member exercises the right of appeal, unless and until the Club confirms the resolution under rule (10) 5, whichever is the later.

## **12 Right of appeal of disciplined member**

- (1) A member may appeal to the Club in general meeting against a resolution of the committee under, clause 11 within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a member under subclause (1), the secretary must notify the committee which is to convene a general meeting of the Club to be held within 28 days after the date on which the secretary received the notice.
- (4) At a general meeting of the Club convened under clause (3):
  - (a) No business other than the question of the appeal is to be transacted, and
  - (b) the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and



(c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

(5) The appeal is to be determined by a simple majority of votes cast by members of the Club.

## **Part 4 The Committee**

### **13 Powers of the committee**

The committee is to be called the committee of management of the Club and, subject to the Act, the Regulation and these rules and to any resolution passed by the Club in general meeting:

- (a) Is to control and manage the affairs of the Club, and
- (b) May exercise all such functions as may be exercised by the Club other than those functions that are required by these rules to be exercised by a general meeting of members of the Club, and
- (c) Has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the Club.

### **14 Composition and membership of committee**

- (1) The committee is to consist of:
  - (a) The office-bearers of the Club, and
  - (b) At least 3 ordinary committee memberseach of whom is to be elected at the annual general meeting of the Club under clause 15.
- (2) The total number of committee members is to be 7.
- (3) The office-bearers of the Club are as follows:
  - (a) the president
  - (b) the vice-president
  - (c) the treasurer
  - (d) the secretary
- (4) A committee member may hold up to 2 offices (other than both the offices of president and vice-president).
- (5) There is no maximum number of consecutive terms for which a committee member may hold office.
- (6) Each member of the committee is, subject to this constitution, to hold office until immediately before the election of committee members at the annual general meeting next following the date of the member's election, and is eligible for re-election.

### **15 Election of committee members**

- (1) Nominations of candidates for election as office-bearers of the Club or as ordinary committee members:
  - (a) Must be made in writing, signed by 2 members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination, and

(b) must be delivered to the secretary of the Club at least 7 days prior to the date fixed for the holding of the annual general meeting at which the election is to take place.

(2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations may be received subsequent to the annual general meeting.

(3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.

(4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

(5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.

(6) The ballot for the election of office-bearers and ordinary members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

(7) a person nominated as a candidate for election as an office-bearer or as an ordinary member of the Club must be a member of the Club.

## **16 Secretary**

(1) The secretary of the Club must, as soon as practicable after being appointed as secretary, lodge notice with the Club of his or her address.

(2) It is the duty of the secretary to keep minutes (whether in written or electronic form) of:

(a) all appointments of office-bearers and members of the committee,

(b) the names of members of the committee present at a committee meeting or a general meeting and,

(c) all proceedings at committee meetings and general meetings.

(3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

(4) The signature of the chairperson may be transmitted by electronic means for the purposes of subclause 3.

(5) Maintain an up to date register of members

## **17 Treasurer**

It is the duty of the treasurer of the Club to ensure:

(a) that all money due to the Club is collected and received and that all payments authorised by the Club are made, and

(b) that correct books and accounts are kept showing the financial affairs of the Club, including full details of all receipts and expenditure connected with the activities of the Club.

## **18 Casual vacancies**

For the purposes of these rules, a casual vacancy in the office of a member of the committee occurs if the member:

- (a) dies
- (b) ceases to be a member of the Club
- (c) becomes an insolvent under administration within the meaning of the Corporations Act 2001 of the Commonwealth, or
- (d) resigns office, or
- (e) is removed from office under rule 17, or
- (f) becomes a mentally incapacitated person, or is absent without the consent of the committee from 3 consecutive meetings of the committee.
- (g) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
- (h) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

## **19 Removal of committee members**

- (1) The Club in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representation be notified to the members of the Club, the secretary or the president may send a copy of the representations to each member of the Club or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

## **20 Committee meetings and quorum**

- (1) The committee must meet at least 3 times in each period of 12 months at such place and time as the committee may determine.
- (2) Additional meeting of the committee may be convened by the president or by any member of the committee.
- (3) Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Any 3 members of the committee constitute a quorum for the transaction of business of a meeting of the committee.
- (5) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (6) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.

- (7) Meetings should be reconvened as described in item (5) and (6) until such time as items on the meeting agenda are addressed
- (8) At a meeting of the committee:
  - (a) the president or, in the president's absence, the vice-president is to preside, or
  - (b) if the president and the vice-president are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

## **21 Use of technology at committee meetings**

- (1) A committee meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the committee members a reasonable opportunity to participate
- (2) A committee member who participates in a committee meeting using that technology is said to be present at the meeting and, if the member votes at the meeting is taken to have voted in person.

## **22 Delegation by committee to sub-committee**

- (1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the club as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:
  - (a) the power of delegation, and
  - (b) a function which is a duty imposed on the committee by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as time or circumstances, as may be specified in the instrument of delegation.
- (4) Despite any delegation under this rule, the committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn as it thinks proper.
- (8) committee member may be nominated ex-officio on any sub-committee as the committee considers appropriate.

## **23 Voting and decisions**

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of votes of members of the committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes, the person presiding may exercise a second or casting vote.
- (3) Subject to rule 18(4) the committee may act despite any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualifications of any member of the committee or sub-committee.

## **Part 5 General meetings**

### **24 Annual general meeting – holding of**

- (1) With the exception of the first annual general meeting of the Club, the Club must, at least once in every calendar year and within the period of 6 month(s) after the expiration of each financial year of the Club, or within a later time that may be allowed or prescribed under section 37 (2) (b) of the Act, convene an annual general meeting of its members.

### **25 Annual general meetings – calling of and business at**

- (1) The annual general meeting of the Club is, subject to the Act and to rule 21, to be convened on such date and at such place and time as the committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
  - (a) to confirm the minutes of the last preceding annual general meeting held since that meeting,
  - (b) to receive from the committee reports on the activities of the Club during the last preceding financial year,
  - (c) to elect office-bearers of the Club and ordinary members of the committee,
  - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
- (3) An annual general meeting must be specified as such in the notice convening it.

### **26 Special general meetings – calling of**

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the Club.
- (2) The committee must, on the requisition in writing of at least 5 per cent of the total number of members, convene a special general meeting of the Club.
- (3) A requisition of members for a special general meeting:
  - (a) must be in writing, and
  - (b) must state the purpose or purposes of the meeting, and
  - (c) must be signed by the members making the requisition, and
  - (d) must be lodged with the secretary, and
  - (e) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by a member or members as referred to in clause (4) must be convened as nearly as is practicable in the same manner as general meetings are

convened by the committee and any member who consequently incurs expenses is entitled to be reimbursed by the Club for any expense so incurred.

## **27 Notice**

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member of the Club specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under clause (1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under rule 26(2)
- (4) Any member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

## **28 Quorum for general meetings**

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Five members present in person (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
  - (a) If convened on the requisition of members, is to be dissolved, and
  - (b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) is to constitute a quorum.

## **29 Presiding member**

- (1) The president or, in the president's absence, the vice-president is to preside as chairperson at each general meeting of the Club.



(2) If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

### **30 Adjournment**

(1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(2) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

(3) Except as provided in sub-clauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

### **31 Making of decisions**

(1) A question arising at the general meeting of the Club is to be determined by

(a) a show of hands or, if the meeting is one to which clause 37 applies, any appropriate corresponding method that the committee may determine, or

(b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot – a written ballot.

(2) If the question is to be determined by a show of hands a declaration by the chairperson that a resolution has, on a show of hands, been carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour or against that resolution.

(3) Subclause (2) applies to a method determined by the committee under subclause (1) (a) in the same way as it applies to a show of hands.

(4) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

### **32 Special resolutions**

A special resolution may only be passed in accordance with section 39 of the Act.

### **33 Voting**

(1) On any question arising at a general meeting of the Club a member has one vote only.

(2) Proxy votes must not be undertaken at or in respect of a general meeting.

(3) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.

- (4) A member is not entitled to vote at any general meeting of the Club unless all money due and payable by the member to the Club has been paid, other than the amount of the annual subscription payable in respect of the then current year.
- (5) The Club may hold a postal or electronic ballot (as the committee determines) to determine any issue or proposal (other than an appeal under clause 12).
- (6) A postal or electronic ballot is to be conducted in accordance with Schedule 3 to the Regulation.
- (7) A general meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the Club's members a reasonable opportunity to participate.
- (8) A member of a Club who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

## **Part 6 Miscellaneous**

### **34 Insurance**

The Club may effect and maintain insurance.

### **35 Funds – source**

- (1) The funds of the Club are to be derived from joining fees and annual subscriptions of members, donations and, subject to any resolution passed by the Club in general meeting, such other sources as the committee determines.
- (2) All money received by the Club must be deposited as soon as practicable to the credit of the Club's bank account.
- (3) The Club must, as soon as practicable after receiving any money, issue an appropriate receipt.

### **36 Funds – management**

- (1) Subject to any resolution passed by the Club in general meeting, the funds of the Club are to be used in pursuance of the objects of the Club in such manner as the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 authorised signatories

### **37 Club is not for profit**

- (1) Subject to the Act and the regulation, the Club must apply its funds and assets solely in pursuit of the objects of the Club and must not conduct its affairs so as to provide a pecuniary gain for any of its members. Note. Section 5 of the Act defines pecuniary gain for the purpose of this clause.

### **38 Alteration of objects and rules**

The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the Club.

### **39 Common seal**

- (1) The common seal of the Club may be kept in the custody of the public officer or secretary.
- (2) The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of 2 members of the committee or of 1 member of the committee and the public officer, secretary or president.

### **40 Custody of books**

Except as otherwise provided by these rules, the public officer or secretary must keep in his or her custody or under his or her control all records, books and other documents relating to the Club.

### **41 Inspection of books etc**

- (1) The records, books and other documents of the Club must be open to inspection, free of charge, by a member of the Club at any reasonable hour.

The following documents must be open to inspection, free of charge, by a member of the Club at any reasonable hour

- (a) records, books and other financial documents of the Club,
  - (b) this constitution,
  - (c) minutes of all committee meetings and general meetings of the Club.
- (2) A member of the Club may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee of not more than \$1 for each page copied.
- (3) Despite subclause (1), the committee may refuse to permit a member of the Club to inspect or obtain a copy of records of the Club that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Club.

## **42 Dissolution**

- (1) The Club shall be dissolved in the event of membership less than 7 persons or upon the vote of a three-fourths majority of members present at a special general meeting convened to consider such questions.
- (2) Subject to the Act and the Regulations, in a winding up of the Club, any surplus property of the Club is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.
- (3) In this clause, a reference to the surplus property of the Club is a reference to the property of the Club remaining after the satisfaction of debts and liabilities of the Club and the costs, charges and expenses of the winding up of the Club.

## **43 Change of name, objects and constitution**

An application for registration of a change in the Club's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

## **44 Service of notices**

- (1) For the purpose of this constitution, a notice may be served on or given to a person:
- (a) by delivering it to the person personally, or
  - (b) by sending it by pre-paid post to the address of the person, or
  - (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.
- (2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
- (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
  - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and

(c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

## **45 Financial year**

The financial year of the Club is:

(a) each period of twelve months after the expiration of the previous financial year of the Club, commencing on December 1st and ending on the following 30<sup>th</sup> November

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