

**RANDWICK AND COOGEE AMATEUR SWIMMING CLUB INC.**

**STATEMENT OF OBJECTS AND RULES**

**PART I - OBJECTS**

**OBJECTS**

1. The objects of the Club shall be:
  - (a) to promote foster conduct and propagate swimming and natatorial sport in the Randwick/Coogee area and elsewhere;
  - (b) to conduct learn to swim classes and to teach and coach swimming;
  - (c) to prescribe rules, regulations and by-laws governing competition between members;
  - (d) to enforce observance of the rules, regulations and by-laws of the Club and deal with any infringement of same;
  - (e) to do all such acts, deeds, matters and things and to enter into and make such arrangements as are incidental or conducive to the attainment of the objects of the Club or any of them.

## **PART II – PRELIMINARY**

### **INTERPRETATION**

2. (1) In these rules, except in so far as the context or subject matter otherwise indicates or requires -

“secretary” means -

(a) the person holding office under these rules as secretary of the Club; or

(b) where no such 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, 1984;

"the Regulations" means the Associations Incorporation Regulations 1985.

(2) In these rules -

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

(b) a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.

(3) The provisions of the Interpretation Act, 1897 apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

### **PART III - MEMBERSHIP**

3. The Club shall affiliate with Swimming New South Wales through whichever District Association is deemed appropriate from time to time.

#### **MEMBERSHIP CLASSIFICATION**

4. The Club shall comprise of active members in the categories of senior and junior, associate members and honorary life members.

#### **MEMBERSHIP QUALIFICATIONS**

5. (1) A Person is qualified to be a member of the Club if, but only if -
  - (a) the person is a person referred to in Section 15(1)(a), (b) or (c) of the Act and has not ceased to be a member of the Club at any time after incorporation of the Club under the Act; or
  - (b) the person is a natural person who -
    - (i) has been nominated for membership of the Club as provided in rule 6, and
    - (ii) has been approved for membership of the Club by committee of the Club.
- (2) The qualification for honorary life membership shall be that any member of the Club who has held an executive office with the Club and/or who has rendered distinguished service to swimming and to the Club may be elected at any annual general meeting of the Club as a honorary life member as hereafter provided in these rules.

#### **NOMINATION FOR MEMBERSHIP**

6. (1) A nomination of a person for membership of the Club -
  - (a) shall be made in writing upon the form of nomination approved from time to time by the committee and the form, shall bear the signature of one financial members of the Club as proposer as well as the applicant for membership and/or their guardian; and
  - (b) shall be lodged with the secretary of the Club.
- (2) As soon as practicable after receiving nomination for membership the secretary shall refer the nomination to the committee which shall determine whether to approve or reject the nomination.
- (3) Where the committee determines to approve a nomination for membership the secretary shall as soon as practicable after that determination notify the nominee of that approval.

- (4) The Club shall have power to elect honorary life members. The following procedure shall be observed in the election of a honorary life member -
- (a) notice of nomination signed by at least two financial members shall be given to the secretary;
  - (b) the secretary shall report such nomination to the first committee meeting after the receipt thereof and at the ensuing meeting the management committee shall resolve with the consent of three-fourths of the members present and voting to forward the nomination to the next annual general meeting for consideration;
  - (c) the election of honorary life members shall be made at an annual general meeting provided that such election is made with the consent of three-fourth of the members present and voting in favour of the election.

### **CESSATION OF MEMBERSHIP**

7. A person ceases to be a member of the Club if the person -
- (a) dies;
  - (b) resigns in writing that membership; or
  - (c) is expelled from the Club.
  - (d) ceases to renew his subscription within 12 months from the 1st May each year

### **MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE**

8. 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 upon cessation of the person's membership.

### **RESIGNATION OF MEMBERSHIP**

9. (1) A member of the Club is not entitled to resign that membership except in accordance with this rule.
- (2) 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 notice (being not less than one (1) month or not less than such other period as the committee may determine) in writing to the secretary of the member's intention to resign and upon the expiration of the period of notice, the member ceased to be a member.
- (3) Where a member of the Club ceases to be a member pursuant to clause (2), and in every other case where a member ceases to hold membership, the secretary shall make an

appropriate entry in the register of members recording the date on which the member ceased to be a member.

### **REGISTER OF MEMBERS**

10. (1) The public officer of the Club shall establish and maintain a register of members of the Club specifying the name and 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 shall be kept at the principal place of administration of the Club and shall be open for inspection free of charge by any member of the Club at any reasonable hour.

### **FEES AND SUBSCRIPTIONS**

11. (1) The annual subscriptions and other annual fees or charges payable by members, the amount thereof and the time and manner of payment thereof and all matters pertaining thereto not specially provided for herein shall be such as shall from time to time be prescribed by the committee.
- (2) If any fee or subscription shall remain unpaid for a period of one (1) month after the last date for payment the member concerned shall be notified by the honorary secretary in writing of the default and if the sum still remains unpaid after fourteen (14) days of such notice the committee shall unless it considers that there is sufficient reason for delay in payment by resolution suspend all privileges of membership of that member until such fee or subscription is paid.

### **MEMBERS LIABILITIES**

12. 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 membership of the Club as required by Rule 11.

### **DISCIPLINING OF MEMBERS**

13. (1) Where the committee is of the opinion that a member of the Club -
  - (a) has persistently refused or neglected to comply with a provision or provisions of these rules; or
  - (b) has persistently and wilfully acted in a manner prejudice] to the interests of the Club, the committee may, by resolution -
  - (c) expel the member from the Club; or
  - (d) suspend the member from membership of the Club for a specified period.

- (2) A resolution of the committee under clause (1) is of no effect unless the committee, at a meeting held not earlier than fourteen (14) days and not later than twenty eight (28) days after service on the member of a notice under clause (3), confirms the resolution in accordance with this rule.
- (3) Where the committee passes a resolution under clause (1), the secretary shall , as soon as practicable, cause a notice in writing to be served on the member -
  - (a) setting out the resolution of the committee and the grounds on which it is based;
  - (b) stating that the member may address the committee at a meeting to be held not earlier than fourteen (14) days and not later than twenty eight (28) days after service of the notice;
  - (c) stating the date, place and time of that meeting; and
  - (d) informing the member that the member may do either or both of the following -
    - (i) attend and speak at that meeting,
    - (ii) submit to the committee at or prior to the date of that meeting written representations relating to the resolution.
- (4) At a meeting of the committee held as referred to in clause (3) the committee shall -
  - (a) give to the member an opportunity to make oral representations;
  - (b) give due consideration to any written representations submitted to the committee by the member at or prior to the meeting; and
  - (c) by resolution determine whether to confirm or to revoke the resolution.
- (5) Where the committee confirms a resolution under clause (4), the secretary shall, within seven (7) days after that confirmation, by notice in writing inform the member of the fact and of the member's right of appeal under Rule 14.
- (6) A resolution confirmed by the committee under clause (4) does not take effect -
  - (a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
  - (b) where within that period the member exercises the right of appeal, unless and until the Club confirms the resolution pursuant to Rule 14 (4).

#### **RIGHT OF APPEAL OF DISCIPLINED MEMBER**

14. (1) A member may appeal to the Club in a general meeting against a resolution of the committee which is confirmed under Rule 13(4) within seven (7) days after notice of the resolution is served on the member by lodging with the secretary a notice to that effect.
- (2) Upon receipt of a notice from a member under clause (1) the secretary shall notify the committee which shall convene a general meeting of the Club to be held within twenty one (21) days after the date on which the secretary received the notice.
- (3) At a general meeting of the Club convened under clause (2) -
  - (a) no business other than the question of the appeal shall be transacted;
  - (b) the committee and the member shall be given the opportunity to state their respective cases orally or in writing or both; and
  - (c) the members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (4) If at the general meeting the Club passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

## **PART IV - THE COMMITTEE**

### **POWERS, ETC., OF THE COMMITTEE**

15. The committee shall be called the committee of management of the Club and subject to the Act, the Regulations and these rules and to any resolution passed by the Club in general meeting -
- (a) shall control and manage the affairs of the Club;
  - (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;
  - (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;
  - (d) has power to appoint standing committees, special committee and sub-committees to consider and report upon any question referred to them and to fill any vacancy on such standing or special sub-committee;
  - (e) from time to time to draw up and approve and promulgate on the Club's notice board such by-laws and regulations as may be necessary or desirable for the proper management of the affairs of the Club and which by-laws and regulations shall be binding upon members until altered, amended or revoked by special resolution of the committee or by a general meeting of the Club;
  - (f) has power in its absolute discretion to suspend, cancel or expel any member from membership of the Club who to the satisfaction of the committee is guilty of misconduct on the Club's premises or elsewhere or who in the opinion of the committee has acted prejudicially to the interests of the Club or who in the opinion of the committee is otherwise unfit to be a member of the Club;
  - (g) has power to suspend any of its officers or members or any member of any committee or sub-committee who in the opinion of the committee has been guilty of neglect of duty, breach of confidence or other misconduct; and
  - (h) has power to engage and dismiss employees and fix the terms and conditions of their employment and their rates of pay;
    - (i) has power to raise funds from any source for any necessary Club purpose and make suitable arrangements for the repayment thereof with or without interest.

### **CONSTITUTION AND MEMBERSHIP**

16. (1) The office bearers of the Club shall consist of -
- (a) President

- (b) Senior Vice President
  - (c) Junior Vice President
  - (d) Honorary Secretary
  - (e) Honorary Treasurer
  - (f) Race Secretary
  - (g) Club Captain.
- (2) The committee shall consist of -
- (a) the president, senior vice president, junior vice president, secretary, treasurer, all of whom shall be elected at the annual general meeting pursuant to Rule 17; and
  - (b) four (4) members of the Club all of whom shall be elected at the annual general meeting pursuant to Rule 17; and
  - (c) the club captain elected for the ensuing year by the active members of the Club at the commencement of each swimming season; and
  - (d) life members of the Club.
- (3) Except as otherwise provided by these rules each office bearer and member of the committee shall subject to these rules hold office until the conclusion of the annual general meeting, following the date of the member's election but is eligible for re-election.
- (4) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the Club to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.
- (5) Notices of vacancy shall be posted on the Club's notice board within seven (7) days of the vacancy being reported to the secretary and nomination requested. The vacancy will be filled at the next meeting of the committee thereafter.

### **ELECTION OF MEMBERS**

17. (1) Nominations of candidates for election as office bearers of the Club or as ordinary members of the committee -
- (a) shall be made in writing signed by two (2) members of the Club and accompanied by the written consent of the nominee (which may be endorsed on the form of nomination);

- (b) shall be delivered at least seven (7) days before the date of the annual general meeting to the secretary who shall post on the Club's notice board a list of nominees.
- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the committee shall be deemed to be casual vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled the persons nominated shall be deemed to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled a ballot shall be held and those members who are financial members shall be eligible for office or be entitled to vote.
- (6) The ballot for the election of office bearers and ordinary members of the committee shall be conducted at the annual general meeting in such usual and proper manner as the committee may direct.
- (7) A nomination of a candidate for election under this clause is not valid if that candidate has been elected to another office at the same election.

### **PRESIDENT/VICE PRESIDENTS**

- 18. (1) The president of the Club shall administer and be responsible for all affairs of the Club and shall be chairperson of all meetings appertaining to the administration and well being of the Club.
- (2) The vice presidents shall assist the president and in the president's absence the senior vice president shall deputise and assume responsibility for the president.

### **SECRETARY**

- 19. (1) The secretary of the Club shall as soon as practicable after being appointed as secretary lodge notice with the Club of his or her address.
- (2) The secretary in the conduct of the office of secretary shall carry out the following duties -
  - (a) keep minutes of all appointments of office bearers and members of the committee, sub-committees and standing committee;
  - (b) keep minutes of the names of members of the committee present at a committee meeting or a general meeting;

- (c) keep minutes of all proceedings at a committee meeting or general meeting;
- (d) convene all necessary meetings of the committee, all sub-committees, all annual general meetings and all other special general meetings and attend to the preparation and despatch, within the prescribed time, all requisite notices thereof;
- (e) keep correct register of all members as well as copies of these Rules and By-Laws;
- (f) keep properly all correspondence, books, vouchers and other papers belonging to the Club or relating to the affairs of the Club;
- (g) prepare and submit to the committee for its approval a report of the activities of the Club at the end of each season and after committee approval to cause the same to be printed together with the Balance Sheet and Statement for the year ending 30th April pursuant to Section 26 (6) of the Act;
- (h) circularise the Annual Report and Financial Statement to all members;
- (i) prepare annually an inventory of all Club furniture, fixtures, trophies and all chattels generally;
- (j) to act generally as the executive and public officer of the Club;
- (k) to be an ex-officio member of all sub-committees of the Club;
- (l) keep a record of trophies which are the subject of competition and are temporarily held by the Club; and
- (m) at all times assist the president and the committee in the proper management of the Club's affairs for the benefit and enjoyment of members.

### **TREASURER**

20. (1) It is the duty of the treasurer of the Club -
- (a) to ensure all money due to the Club is collected and received and that all payments authorised by the Club are made;
  - (b) to ensure 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;
  - (c) at each monthly meeting of the committee to present a statement of the Club's financial Position;
  - (d) to pay without delay to the credit of the Club's account in such bank or banks as the committee may from time to time determine, all monies received, and

promptly issue receipts for all monies received and shall draw all cheques on behalf of the Club;

- (e) to prepare the Annual Balance Sheet and Statement pursuant to Section 26 (6) of the Act for the year ending 30th April and submit the same firstly for the approval of the committee and then to present the same to the annual general meeting of members;
- (f) collect members subscriptions and to immediately report to the committee any member whose subscriptions or other dues are in arrears; and
- (g) to carry out such other duties as either the committee or sub-committee may from time to time direct.

### **CLUB CAPTAIN**

21. The club captain shall -
- (a) be responsible for the general conduct and discipline of active members during swimming competitions;
  - (b) carry out such other duties as the committee from time to time directs.

### **OTHER OFFICERS**

22. Any other club officer whose duties are not specifically designated shall perform such duties relating to their particular office as the committee shall from time to time direct.

### **CASUAL VACANCIES**

23. 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 Companies (New South Wales) Code;
  - (d) resigns office by notice in writing to the secretary;
  - (e) is removed from office under Rule 24;'
  - (f) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
  - (g) is absent without the consent of the committee from three (3) consecutive meetings.

## **REMOVAL OF MEMBERS**

24. (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) Where a member of the committee to whom a proposed resolution referred to in clause (1) relates make representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations 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 they are not sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

## **MEETINGS AND QUORUM**

25. (1) The committee shall meet at least once in every month during the swimming season and at other times as the committee may determine for the conduct of business which is to be dealt with in the following order -
- (a) minutes of the previous meeting;
  - (b) business arising from minutes;
  - (c) apologies;
  - (d) correspondence;
  - (e) secretary's report;
  - (f) treasurer's report;
  - (g) reports of sub-committees;
  - (h) motions of which at least seven (7) clear days' notice in writing to the secretary has been duly given;
  - (i) motions without notice by consent of two-thirds of members present;
  - (j) notices of motion in writing for subsequent meeting; and
  - (k) general business.
- (2) At least seven (7) days written notice shall be given of each committee meeting and shall be sent either by post or delivered personally to each member entitled to such notice.

- (3) Special meetings of the committee may be convened -
  - (a) by resolution of the committee;
  - (b) by the president or the secretary or on written requisition of any three (3) members of the committee, within ten (10) days of the receipt of such requisition; or
  - (c) oral or written notice of a special meeting of the committee shall be given by the secretary to each member of the committee at least forty eight (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) Notice of a meeting given under clause (2) or clause (3)(c) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which two-thirds of the committee members present at the meeting agree to treat as urgent business.
- (5) Any five (5) members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (6) No business shall 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 stands adjourned to the same place and at the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- (8) At a meeting of the committee -
  - (a) the president or in the president's absence, the senior vice president shall preside; or
  - (b) if the president or the senior vice president are absent or unwilling to act then the junior vice president or such one of the remaining members of the committee may be chosen by the members present at the meeting shall preside.
  - (c) Motions for the election of the chairperson, adjournments, leave to withdraw motions and votes of thanks may be proposed at any committee meeting without notice.

#### **DELEGATION BY COMMITTEE TO SUB-COMMITTEE**

26. (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) this 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 the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
  - (4) Notwithstanding 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.

### **EXECUTIVE COMMITTEE**

- 27. (1) The club executive committee which is a sub-committee shall consist of the president, senior vice president, junior vice president, secretary and treasurer.
- (2) The club executive shall deal with all matters requiring immediate attention which cannot wait until the subsequent meeting of the club committee.
- (3) Any three (3) members of the executive committee constitute a quorum. Any act or thing done or suffered by the executive committee shall be reported on to the following meeting of the club committee for ratification.

### **VOTING AND DECISIONS**

- 28. (1) Questions arising at a meeting of the committee or of any sub-committee shall be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the committee or at any sub-committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

- (3) Subject to Rule 25 (5), the committee may act notwithstanding 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 notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

## **PART V - GENERAL MEETINGS**

### **ANNUAL GENERAL MEETINGS - HOLDING OF**

29. (1) With the exception of the first annual general meeting of the Club, the Club shall, at least once in each calendar month and within the period of six (6) months after the expiration of each financial year of the Club, convene an annual general meeting of its members.
- (2) The Club shall hold its first annual general meeting -
- (a) within the period of eighteen (18) months after its incorporation under the Act; and
  - (b) within the period of two (2) years after the expiration of the first financial year of the Club.
- (3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Commission under Section 26 (3) of the Act.

### **ANNUAL GENERAL MEETINGS - CALLING OF AND BUSINESS AT**

30. (1) The annual general meeting of the Club shall, subject to the Act and to Rule 29, be convened during the month of May 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 shall be -
- (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;
  - (b) to receive from the committee report upon the activities of the Club during the last preceding year;
  - (c) to elect office bearers of the Club as provided by these rules and ordinary members of the committee;
  - (d) to receive, consider and adopt the income and expenditure account, the balance sheet and the statement which is required to be submitted to members pursuant to Section 26 (6) of the Act; and
  - (e) to consider matters of which due notice has been given.
- (3) An annual general meeting shall be specified as such in the notice convening it.

### **SPECIAL GENERAL MEETING - CALLING OF**

31. (1) The committee and/or the president may convene a special general meeting of the Club.
- (2) The committee shall on requisition in writing of not less than ten (10) financial members convene a special general meeting of the Club.
- (3) A requisition of members for a special general meeting -
- (a) shall state the purpose or purposes of the meeting;
  - (b) shall be signed by the members making the requisition;
  - (c) shall be lodged with the secretary; and
  - (d) 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 one (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 three (3) months after that date.
- (5) A special general meeting convened by a member or members as referred to in clause (4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who thereby incurs expense is entitled to be reimbursed by the Club for any expense so incurred.

## **NOTICE**

32. (1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the secretary shall, at least fourteen (14) days before the date fixed for the holding of the general meeting, cause to be sent by pre-paid post to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the secretary shall, at least twenty one (21) days before the date fixed for the holding of the general meeting, cause notice to be sent to each member in the manner provided in clause (1) 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 shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to Rule 30.
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.

## **PROCEDURE**

33. (1) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Twenty (20) members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the 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 if convened upon the requisition of members shall be dissolved and in any other case shall 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 not less than ten (10)) shall constitute a quorum.

## **PRESIDING MEMBER**

34. (1) The president or in the president's absence, the senior vice president shall preside as chairperson at each general meeting of the Club.
- (2) If the president and the senior vice president are absent from a general meeting or unwilling to act, the junior vice president shall preside as chairperson and if the junior vice president is absent from a general meeting or unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

## **ADJOURNMENT**

35. (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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a general meeting is adjourned for fourteen (14) days or more, the secretary shall give written or oral notice of the adjourned meeting to each member of the Club 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 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.

## **MAKING OF DECISIONS**

36. (1) A question arising at a general meeting of the Club shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has on a show of hands, been carried or 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 of or against that resolution.
- (2) At a general meeting of the Club, a poll may be demanded by the chairperson or by not less than three (3) members present in person at the meeting.
- (3) Where the poll is demanded at a general meeting, the poll shall be taken -
- (a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment; or
  - (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

## **SPECIAL RESOLUTION**

37. A resolution of the Club is a special resolution if -
- (a) it is passed by a majority which comprises not less than three-quarters of such members of the Club as being entitled under these rules so to do vote in person at a general meeting of which not less than twenty one (21) days written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules; or
  - (b) where it is made to appear to the Commission that it is not possible or practicable for the resolution to be passed in the manner specified in paragraph (1) - the resolution is passed in a manner specified by the Commission.

## **VOTING**

38. (1) Upon any question arising at a general meeting of the Club a member has one (1) vote only.
- (2) All votes shall be given personally.
- (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.

(5) Members are not entitled to vote by proxy.

## **PART VI - FINANCE**

### **FUNDS - SOURCE**

39. (1) The funds of the Club shall be derived from entrance fees and annual subscriptions of members, donations and sponsorship 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 shall be deposited as soon as practicable and without deduction to the credit of the Club's bank account.
- (3) The Club shall as soon as practicable after receiving any money issue an appropriate receipt.

### **FUNDS - MANAGEMENT**

40. (1) Subject to any resolution passed by the Club in general meeting the funds of the Club shall be used in pursuance of the objects of the Club in such manner as the committee determines.
- (2) The secretary and the treasurer shall be empowered to receive and acknowledge funds on behalf of the Club. All money received shall be banked in the name of the Club.
- (3) All payments shall be made by cheque except for payments under Ten dollars (\$10.00) which may be paid out of petty cash. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by the treasurer and countersigned by either the president or secretary or by any other two members of the committee of the Club, being members authorised to do so by the committee.
- (4) The financial statement for the year ending each year and a balance sheet of the Club as at each year shall be duly certified by the auditor and signed by the president, secretary and treasurer.

## **PART VII - MISCELLANEOUS**

### **INSURANCE**

41. (1) The Club shall effect and maintain insurance pursuant to Section 4 of the Act.
- (2) In addition to the insurance required under clause (1), the Club may effect and maintain other insurance.

### **COLOURS**

42. The Club colours shall be royal blue and gold.

### **ALTERATION OF OBJECTS AND RULES**

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

### **COMMON SEAL**

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

### **CUSTODY OF BOOKS, ETC.**

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

### **INSPECTION OF BOOKS, ETC.**

46. The records, books and other documents of the Club shall be open for inspection, free of charge, by a member of the Club at any reasonable hour.

### **PUBLICITY**

47. No member shall convey or cause to be conveyed to the press or other news media any information relation to the Club's business or activities without the express authority of the President or in his absence the Secretary.

### **SERVICES OF NOTICES**

48. (1) For the purpose of these rules a notice may be served by or on behalf of the Club upon any member either personally or by sending it by post to the member at the member's address shown in the register of members.

- (2) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

### **SURPLUS PROPERTY**

49. (1) At the first general meeting of the Club, the Club shall pass a special resolution nominating an incorporated association as the association in which is to vest its surplus property pursuant to Section 53 (2) of the Act in the event of the winding up or the cancellation of the incorporation of the Club.
- (2) The incorporated association so nominated shall be one which fulfils the requirements specified in Section 53 (2)(a)-(c) of the Act.