



Stirling Adriatic Centre Inc
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Rules of the Stirling Adriatic Centre (Inc.) (as at 1st January 2022)

The legally registered name of the incorporated association is **STIRLING ADRIATIC CENTRE (Inc.)**.

The registered office of the STIRLING ADRIATIC CENTRE (Inc.) (pro tem) is:

78 Jones Street
Stirling WA 6021.

Terms Used

In these rules, unless the contrary intention appears:

Act means the *Associations Incorporation Act 2015*;

associate member means a member with the rights referred to in rule 27(b);

Association means the incorporated association to which these rules apply;

books, of the Association, includes the following:

- a) a register;
- b) financial records, financial statements or financial reports, however compiled, recorded or stored;
- c) a document;
- d) any other record of information;

by laws means by-laws made by the Association under rules 241 to 245;

chairperson means the Committee member holding office as the chairperson of the Association;

Commissioner means the person for the time being designated as the Commissioner under section 153 of the Act;

committee means the management committee of the Association;

committee member means a member of the committee;

financial records includes:

- a) invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers; and
- b) documents of prime entry; and
- c) working papers and other documents needed to explain:
 - i. the methods by which financial statements are prepared; and
 - ii. adjustments to be made in preparing financial statements;

financial report, of a tier 2 association or a tier 3 association, has the meaning given in section 63 of the Act;

financial statements means the financial statements in relation to the Association required under Part 5 Division 3 of the Act;

financial year, of the Association, has the meaning given in rule 2;

general meeting, of the Association, means a meeting of the Association that all members are entitled to receive notice of and to attend;

member means a person (including a body corporate) who is an ordinary member or an associate member of the Association;

ordinary committee member means a committee member who is not an office holder of the Association under rule 94;

ordinary member means a member with the rights referred to in rule 27(a);

register of members means the register of members referred to in section 53 of the Act;

rules means these rules of the Association, as in force for the time being;

secretary means the committee member holding office as the secretary of the Association;

special general meeting means a general meeting of the Association other than the annual general meeting;

special resolution means a resolution passed by the members at a general meeting in accordance with section 51 of the Act;

subcommittee means a subcommittee appointed by the committee under rule 166(a);

tier 1 association means an incorporated association to which section 64(1) of the Act applies;

tier 2 association means an incorporated association to which section 64(2) of the Act applies;

tier 3 association means an incorporated association to which section 64(3) of the Act applies;

treasurer means the committee member holding office as the treasurer of the Association.

Financial Year

1. The first financial year of the Club is the period notified to the Commissioner under section 7(4)(e) or, if relevant, section 29(5)(e) of the Act.
2. Each subsequent financial year of the Club is the period of 12 months commencing:
 - a) 1 July and ending on 30 June in the following year.

Objects

3. The Objects for which the Club is established are as follows:
 - a) To foster goodwill and social intercourse within the Southern Slavonic Community of Western Australia and with the Citizens of Western Australia.
 - b) To establish, maintain and conduct a Club of social, cultural, educational, sporting, non-political and non-sectarian character for the purpose of providing accommodation for the members of the Club and their guests, upon the Club's premises or other premises hired for the purpose from time to time.
 - c) For the purpose aforesaid to take on lease, purchase or otherwise acquire lands to hold, erect, equip and maintain out of general funds of the Club suitable halls and buildings with all furniture, chattels and effects from time to time necessary for the purposes of the Club.
 - d) To sell the lands (whether freehold or leasehold) acquired under the powers contained in these rules, and/or purchase other lands and to erect other halls or buildings and to furnish such halls or buildings as aforesaid.
 - e) To arrange and foster within the Club amusements of all kinds, to establish musical bands or orchestras, to form dramatic and choral bodies or organizations, to conduct and enter the Club in sporting competition of all kinds to establish a library and to encourage the study of literature in all fields.
 - f) In all other ways to encourage friendly and cordial relationships between all members of the Southern Slavonic community of Western Australia and for this purpose to do all things permitted by the Laws relating to Registered Clubs.
 - g) To borrow, raise or secure the payment of money for the purposes of the Club.
 - h) For the purposes aforesaid to draw, make, accept, endorse and issue negotiable securities or instruments of whatever kind or nature and to sell or dispose of the whole or any part of the assets of the Club.
 - i) To do all things incidental or conducive to the attainment of the above objects including the making of an Application under the provisions of the *Liquor Control Act* (1988) for the benefit of the Members.

None of the above objects shall be deemed to entitle the Club to engage in the pursuit of gain or profits for distribution among Members or any one of them or in support of any object other than the accommodation of the members and their guests.

Income and Property

4. The income and property of the Association must be applied solely towards the promotion of the objects of the Association and no part of that income or property may be paid or otherwise distributed, directly or indirectly, to any member, except in good faith in the promotion of these objects.
5. A payment may be made to a member out of the funds of the Association only if it is authorised under rule 6.

6. A payment to a member out of the funds of the Association is authorised if it is:
 - a) The payment in good faith to the member as reasonable remuneration for any services provided/rendered to the Association, or for goods supplied to the Association, in the ordinary course of business; or
 - b) The payment of interest, on money borrowed by the Association from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or
 - c) The payment of reasonable rent to the member for premises leased by the member to the Association; or
 - d) The reimbursement of reasonable expenses properly incurred, with authorisation from the Association, by the member on behalf of the Association.

Membership

Eligibility for Membership

7. Any person who supports the objects of the Association and satisfy all of the following characteristics is eligible to apply to become a member:
 - a) 18 years or older;
 - b) of Southern Slavonic descent (that is, of all that grouping of ethnic people contained by the borders of what was pre-1990 Yugoslavia);
 - c) physically residing in the State of Western Australia; and
 - d) of good character.
8. Spouses of current members are eligible to apply to become a member.
9. Any individual who does not satisfy rule 7(a), but satisfies all other characteristics provided in rule 7 is only eligible to apply to become a junior member.
10. Any individual who does not satisfy rule 7(b), but satisfies all other characteristics provided in rule 7 is only eligible to apply to become a member if, at the time of making of the application for membership, 60% of the members of the Association (excluding Junior, Associate and Honorary Members) are of Southern Slavonic decent satisfying rule 7(b).

Applying for Membership

11. A person who wants to become a member must apply in writing to the Association in the form prescribed.
12. The application must be signed by the applicant and by the following persons, who are members of the Club:
 - a) a proposer; and
 - b) a seconder.
13. The applicant must specify in the application the class of membership, if there is more than one, to which the application relates.
14. The application must be delivered to the Secretary.
15. Rule 11 does not apply for individuals applying for Associate or Honorary Membership.

Dealing with Membership Applications

16. Except for application for life membership, the committee must consider each application for membership of the Association and decide whether to accept or reject the application.
17. The Secretary must record the names of the members present and the votes during the consideration of an application for membership of the Association.
18. Subject to rule 19, the committee must consider applications in the order in which they are received by the Association.
19. The committee may delay its consideration of an application if the committee matter considers that any relating to the application needs to be clarified by the applicant or that the applicant needs to provide further information in support of the application.
20. The committee must not accept an application unless the applicant:
 - a) is eligible under rules 7 to 10;
 - b) has applied under rules 11 to 15; and
 - c) if six (6) months has not passed since the date of the applicant last refusal of application for membership.

21. The committee may reject an application even if the applicant:
 - a) is eligible under rules 7 to 10;
 - b) has applied under rules 11 to 15; and
 - c) if six (6) months has passed since the date of the applicant last refusal of application for membership.
22. The committee must notify the applicant of the committee's decision to accept or reject the application not later than seven (7) days after making the decision.
23. If the committee rejects the application, the committee is not required to give the applicant its reasons for doing so.
24. The application is refused if the applicant fails to pay the Nomination Fee and Annual Subscription Fee not later than 28 days after notification of the committee's decision to accept the application.

Becoming a Member

25. An applicant for membership of the Association becomes a member when:
 - a) the committee accepts the application; and
 - b) the applicant pays any membership fees payable to the Association under rules 37 to 42.
26. A member of the Association must be supplied a copy of the rules or otherwise directed to access the rules on the Association's on-line website.

Classes of Membership

27. The Club shall consist of the following classes of Members:
 - a) **Ordinary Members:** members who do not belong to any class of associate membership referred to in subrule (b).
 - b) The Association may have any class of associate membership, including the following:
 - i. **Social Members:** members who are over the age of 18 years and who participate in the activities of one (1) or more of the sporting clubs annexed to the Club.
 - ii. **Pensioner Members:** members whose principal means of support is derived from an Invalid, Widows, Old Age or similar Social Service Pension.
 - iii. **Life Members:** members who have been nominated by Management Committee and elected by a General Meeting acting pursuant to rule 16 of these rules.
 - iv. **Junior Members:** members who has not reached the age of 18 years. Junior Members may enter the licensed premises where liquor is sold and supplied in accordance with the provisions of the *Liquor Control Act 1988 (WA)*.

Upon reaching the age of 18 years, a Junior Member is entitled to apply for election as an Ordinary or any other classes of associate membership referred to in this subrule in accordance with the provisions of these rules.
 - v. **Reciprocal Member:** reciprocal members shall not be entitled to be present at any meeting.
 - vi. **Honorary Members:** members elected in accordance with the provisions of rule 29 of these rules. Honorary Members do not have the right to bring visitors to the Club premises.
 - vii. **Employees:** members are employees or contractors engaged by the Association.
 - c) An ordinary member has full voting rights and any other rights conferred on members by these rules or approved by resolution at a general meeting or determined by the committee.
 - d) A person belonging to any class of associate membership referred to in subrule (b) has the rights, other than full voting rights, conferred upon the member by either these rules, approval by resolution at a general meeting or determined by the committee.
 - e) An ordinary member and a person belonging to any class of associate membership referred to in subrule (b) are entitled to full use and enjoyment of the privileges and facilities of the Club.
 - f) A person can only be an ordinary member or belong to one class of associate membership.
 - g) The number of members of any class is not limited unless otherwise approved by resolution at a general meeting.

Life Members

28.
 - a) The Committee of Management may nominate a Member for Life Membership by reason of exceptional services rendered to the Club provided however, that no more than two members are so nominated in any one year.
 - b) Such Member shall become a Life Member upon resolution to that effect being carried, in a secret ballot, by not less than 51% of the Members present and entitled to vote at a General Meeting.
 - c) The holder of a Life Membership shall pay an annual subscription of \$2.00 only and shall be entitled to all the privileges of an Ordinary Member.

Honorary Members

29. a) Honorary Members may be elected by the Management Committee upon receipt of a nomination form signed by a proposer and a seconder both of who shall be financial Members of the Club. A vote of any two Committee Members against the candidate shall exclude him/her from election.
- b) The period of a person's Honorary Membership shall be 12 months unless the Management Committee otherwise specifies.
- c) Nominees for Honorary Membership need not be nominated before election, but subject to sub clause (d) hereof all other Honorary Members must be elected as aforesaid.
- d) Persons may be elected to Honorary Membership for a period not exceeding one month by any two Members of the Management Committee who shall endorse the Proposal in writing.
- e) A person shall not be elected an Honorary Member without the approval of the Licensing Court if:
 - i. The person's usual place of abode is less than 24kms from the Club by the shortest route
 - ii. The persons who, in the opinion of the Management Committee, have assisted or rendered some special service to the Members of the Southern Slavonic community or who, because of their position and standing in the community, are in a position to do so or to render some special service to the Club.

Cessation of Membership

30. A person ceases to be a member when any of the following takes place:
 - a) the individual dies;
 - b) the person resigns from the Association under rules 32 to 35;
 - c) the person is expelled from the Association under rules 48 to 55;
 - d) the person ceases to be a member under rule 41.
31. The secretary must keep a record, for at least one year after a person ceases to be a member, of:
 - a) the date on which the person ceased to be a member; and
 - b) the reason why the person ceased to be a member.

Resignation

32. A member may resign from membership of the Association by giving written notice of the resignation to the secretary.
33. The resignation takes effect:
 - a) when the secretary receives the notice; or
 - b) if a later time is stated in the notice, at that later time.
34. A person who has resigned from membership of the Association remains liable for any fees that are owed to the Association (the owed amount) at the time of resignation.
35. The owed amount may be recovered by the Association in a court of competent jurisdiction as a debt due to the Association.

Rights not Transferable

36. The rights of a member are not transferable and end when membership ceases.

Subscription and Nomination Fee

37. The committee must determine, by resolution at a General Meeting, the Nomination and Subscription Fees to be paid for membership of the Association.
38. The fees determined under rule 41 may be different for different classes of membership.
39. Irrespective of the classes of membership, a member must pay the Subscription fee to the treasurer, or another person authorised by the committee to accept payments, on or before 1 July of each year or another date determined by the committee.
40. The sum of Subscription fees payable is determined as follows:
 - a) in full for members accepted on or prior to 1 January of each year.
 - b) in half for members accepted after 1 January of each year.
41. If a member has not paid the Subscription fee within the period of three (3) months after the date specified in rule 39, the member ceases to be a member on the expiry of that period.
42. If a person who has ceased to be a member under rule 41 offers to pay the Subscription fee after the period referred to in that subrule has expired:
 - a) the committee may, at its discretion, accept that payment; and
 - b) if the payment is accepted, the person's membership is reinstated from the date the payment is accepted.

Register of Members

43. The secretary, or another person authorised by the committee, is responsible for the requirements imposed on the Association under section 53 of the Act to maintain the register of members and record in that register any change in the membership of the Association.
44. In addition to the matters referred to in section 53(2) of the Act, the register of members must include the class of membership (if applicable) to which each member belongs and the date on which each member becomes a member.
45. The register of members must be kept at the secretary's place of residence, or at another place determined by the committee.
46. A member who wishes to inspect the register of members must contact the secretary to make the necessary arrangements.
47. If:
 - a) a member inspecting the register of members wishes to make a copy of, or take an extract from, the register under section 54(2) of the Act; or
 - b) a member makes a written request under section 56(1) of the Act to be provided with a copy of the register of members,the committee may require the member to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of the Association.

Suspension or Expulsion of Members

48. The Management Committee may decide to suspend a member's membership or expel a Member from the Association if:
 - a) The member contravenes any of these rules; or
 - b) The member contravenes any By-Laws of the Association; or
 - c) The member contravenes any orders or directions of the Management Committee; or
 - d) The member contravenes any orders or directions of any special or ordinary meetings; or
 - e) The member acts detrimentally to the interests of the Association.
49. The secretary must give the member written notice of the proposed suspension or expulsion at least 28 days before the committee meeting at which the proposal is to be considered by the committee.
50. The notice given to the member must state:
 - a) when and where the committee meeting is to be held; and
 - b) the grounds on which the proposed suspension or expulsion is based; and
 - c) that the member, or the member's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the proposed suspension or expulsion;
51. At the committee meeting, the committee must:
 - a) give the member, or the member's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the proposed suspension or expulsion; and
 - b) give due consideration to any submissions so made; and
 - c) decide:
 - i. whether or not to suspend the member's membership and, if the decision is to suspend the membership, the period of suspension; or
 - ii. whether or not to expel the member from the Association.
52. A decision of the committee to suspend the member's membership or to expel the member from the Association takes immediate effect.
53. The committee must give the member written notice of the committee's decision, and the reasons for the decision, within seven (7) days after the committee meeting at which the decision is made.
54. A member whose membership is suspended or who is expelled from the Association may, within 14 days after receiving notice of the Committee's decision under rule 53, give written notice to the secretary requesting the appointment of a mediator under rules 71 to 74.
55. If notice is given under rules 49 and 50, the member who gives the notice and the committee are the parties to the mediation.

Consequences of Suspension

56. During the period a member's membership is suspended, the member:
 - a) loses any rights (including voting rights) arising as a result of membership; and
 - b) is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Association.
57. When a member's membership is suspended, the secretary must record in the register of members:
 - a) that the member's membership is suspended; and
 - b) the date on which the suspension takes effect; and
 - c) the period of the suspension.
58. When the period of the suspension ends, the secretary must record in the register of members that the member's membership is no longer suspended.

Resolving Disputes

The Grievance Procedure

59. The grievance procedure set out applies to disputes:
 - a) Between members; or
 - b) Between one (1) or more members and the Association.

Parties to Attempt to Resolve Dispute

60. The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

Starting Grievance Procedure

61. If the parties are unable to resolve the dispute between themselves within the time required by rule 60, any party to the dispute may start the grievance procedure by giving written notice to the Secretary of:
 - a) the parties to the dispute; and
 - b) The matters that are subject of the dispute.
62. Within twenty-eight (28) days after the Secretary receives notice under rule 61, a Committee Meeting must be convened to consider and determine the dispute.
63. The secretary must give each party to the dispute written notice of the committee meeting at which the dispute is to be considered and determined at least seven (7) days before the meeting is held.
64. The notice given to each party to the dispute, under rule 63, must state:
 - a) when and where the committee meeting is to be held; and
 - b) that the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute.
65. If:
 - a) the dispute is between one or more members and the Association; and
 - b) any party to the dispute gives written notice to the secretary stating that the party:
 - i. does not agree to the dispute being determined by the committee; and
 - ii. requests the appointment of a mediator under rule 70,the committee must not determine the dispute.

Determination of Dispute by Committee

66. At the committee meeting at which a dispute is to be considered and determined, the committee must:
 - a) give each party to the dispute, or the party's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute; and
 - b) give due consideration to any submissions so made; and
 - c) determine the dispute.
67. The committee must give each party to the dispute written notice of the committee's determination, and the reasons for the determination, within 7 days after the committee meeting at which the determination is made.
68. A party to the dispute may, within 14 days after receiving notice of the committee's determination under rule 66(c), give written notice to the secretary requesting the appointment of a mediator under rule 70.
69. If notice is given under rule 68, each party to the dispute is a party to the mediation.

Mediation

Application

70. If written notice has been given to the secretary requesting the appointment of a mediator:
- a) by a member under rules 49 and 50; or
 - b) by a party to a dispute under rule 65(b)(ii) or 67.

Appointment of Mediator

71. The mediator must be a person chosen:
- a) if the appointment of a mediator was requested by a member under rules 49 and 50 - by agreement between the Member and the committee; or
 - b) if the appointment of a mediator was requested by a party to a dispute under rule 65(b)(ii) or 67 - by agreement between the parties to the dispute.
72. If there is no agreement for the purposes of rule 71, then, subject to rules 73 and 74, the committee must appoint the mediator.
73. The person appointed as mediator by the committee must be a person who acts as a mediator for another not-for-profit body, such as a community legal centre, if the appointment of a mediator was requested by:
- a) a member under rules 49 and 50; or
 - b) a party to a dispute under rule 65(b)(ii); or
 - c) a party to a dispute under rule 67 and the dispute is between one or more members and the Association.
74. The person appointed as mediator by the committee may be a member or former member of the Association but must not:
- a) have a personal interest in the matter that is the subject of the mediation; or
 - b) be biased in favour of or against any party to the mediation.

Mediation Process

75. The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.
76. Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation at least 5 days before the mediation takes place.
77. In conducting the mediation, the mediator must:
- a) give each party to the mediation every opportunity to be heard; and
 - b) allow each party to the mediation to give due consideration to any written statement given by another party; and
 - c) ensure that natural justice is given to the parties to the mediation throughout the mediation process.
78. The mediator cannot determine the matter that is the subject of the mediation.
79. The mediation must be confidential, and any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is the subject of the mediation.
80. The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.
81. If a dispute cannot be resolved under the procedures set out in the rules, any party to the dispute may apply to the State Administrative Tribunal to determine the dispute in accordance with section 182(1) of the Act.

If Mediation Results in Decision to Suspend or Expel Being Revoked

82. If:
- a) mediation takes place because a member whose membership is suspended or who is expelled from the Association gives notice under rule 49; and
 - b) as the result of the mediation, the decision to suspend the member's membership or expel the member is revoked,
- that revocation does not affect the validity of any decision made at a committee meeting or general meeting during the period of suspension or expulsion.

Supply of Liquor

83. a) The Committee of Management and all Members shall at all times observe and obey the provisions of the *Liquor Control Act* (1988) and Regulations and as amended from time to time, in so far as it affects the Club and such provisions shall be deemed to be included in these rules and in particular the following provisions shall apply:
- i. A Visitor shall not be supplied with liquor in the Club Premises unless present at the invitation and in company of a Member.
 - ii. No liquor shall be sold or supplied for consumption elsewhere than on the Club premises except that liquor supplied in sealed containers shall be removed from the premises of the Club or on instruction from the Member purchasing the same.
 - iii. No person under 18 years of age shall be employed in the Club, but this restriction shall not apply to persons employed in the administrative work of the Club, provided that no person under the age of 18 shall be employed in or about a Bar or in the delivery of liquor on the Club premises.
 - iv. Steward, cook or other employees of the Club shall be employed under award conditions applicable to the industry in public houses, hotels, restaurants or coffee places and as lawfully varied from time to time.
 - v. No payment or part payment of a Secretary, Manager or other Officer or servant of the Club shall be made by way of commission or allowance calculated by reference to liquor sales.
 - vi. No liquor shall be sold or supplied to any person under the age of 18 years.
 - vii. The maximum number of guests per member per day for the purposes of Section 48 (4) (b) of the *Liquor Control Act* (1988) is five (5).
- b) Live Entertainment means continuous entertainment provided by one or persons present (*Liquor Act 8A*).
- c) The period of a person's Honorary Membership shall be 12 months unless the Management Committee otherwise specifies.

Restaurant

84. The public may attend the Club and be served alcohol if ancillary to a meal.
85. The public must be charged a sum to be determined by the Management Committee greater than any member of the club would pay to be on the premises of the club for the purpose of dining.
86. Tables must be a permanent fixture and set, so as to clearly define a restaurant at all times.

Committee

Powers of the Management Committee

87. The committee members are the persons who, as the management committee of the Association, have the power to manage the affairs of the Association.
88. The committee members are not involved in the day to day operation of the Association and in the absence of a Manager or General Manager, the Secretary will conduct the daily operations of the Association.
89. Subject to the Act, these rules, the by-laws (if any) and any resolution passed at a general meeting, the committee has power to do all things necessary or convenient to be done for the proper management of the affairs of the Association.
90. The committee must take all reasonable steps to ensure that the Association complies with the Act, these rules and the by-laws (if any).
91. All committee members shall be indemnified by the Association for all losses and expenses incurred by them in or about the lawful and proper discharge of their respective duties.

Composition of Committee and Duties of Members

Committee Members

92. The committee members consist of:
- a) the office holders of the Association; and
 - b) at least one ordinary committee member.
93. The committee must determine the maximum number of members who may be ordinary committee members.
94. The following are the office holders of the Association:
- a) the chairperson;
 - b) the deputy chairperson;
 - c) the secretary;
 - d) the treasurer.

95. A person may be a committee member if the person is:
- a) an individual who has reached 18 years of age; and
 - b) an ordinary member.
96. A person must not hold 2 or more of the offices mentioned in rule 94 at the same time. Mention of offices include an annex of the club.

Secretary

97. The Secretary has the following duties:
- a) dealing with the Association's correspondence;
 - b) consulting with the chairperson regarding the business to be conducted at each committee meeting and general meeting;
 - c) preparing the notices required for meetings and for the business to be conducted at meetings;
 - d) unless another member is authorised by the committee to do so, maintaining on behalf of the Association the register of members, and recording in the register any changes in the membership, as required under section 53(1) of the Act;
 - e) maintaining on behalf of the Association an up-to-date copy of these rules, as required under section 35(1) of the Act;
 - f) unless another member is authorised by the committee to do so, maintaining on behalf of the Association a record of committee members and other persons authorised to act on behalf of the Association, as required under section 58(2) of the Act;
 - g) ensuring the safe custody of the books of the Association, other than the financial records, financial statements and financial reports, as applicable to the Association;
 - h) maintaining full and accurate minutes of committee meetings and general meetings;
 - i) carrying out any other duty given to the secretary under these rules or by the committee.
98. The Secretary shall not have a right to vote on the resolutions of the Management Committee unless he/she has been elected to the Committee as provided for elsewhere in these rules.
99. In addition to the provisions elsewhere in these rules, the duties and responsibilities of the Secretary shall include the following:
- a) in the absence of a Club Manager or General Manager the Secretary will manage the Club operations as directed by the Management Committee.
 - b) keep, in the books provided for that purpose, full and accurate minutes of the proceedings of all meetings of Members as well as meetings of the Management Committee.;
 - c) make the books available for inspection by any member of the Association or upon the request of the management committee within a reasonable time.
 - d) to receive subscriptions and other moneys and issue receipts which shall be a sufficient discharge.
 - e) to receive and register all changes of addresses of Members which are to be communicated to the Secretary in writing.
 - f) ensure the safe custody of the books, with the exception of the Accounting Records, of the Club.

Chairperson

100. It is the duty of the chairperson to consult with the secretary regarding the business to be conducted at each committee meeting and general meeting.
101. The chairperson has the powers and duties relating to convening and presiding at committee meetings and presiding at general meetings provided for in these rules.

Treasurer

102. The treasurer has the following duties:
- a) ensuring that any amounts payable to the Association are collected and issuing receipts for those amounts in the Association's name;
 - b) ensuring that any amounts paid to the Association are credited to the appropriate account of the Association, as directed by the committee;
 - c) ensuring that any payments to be made by the Association that have been authorised by the committee or at a general meeting are made on time;
 - d) ensuring that the Association complies with the relevant requirements of Part 5 of the Act;
 - e) ensuring the safe custody of the Association's financial records, financial statements and financial reports, as applicable to the Association;

- f) if the Association is a tier 1 association, coordinating the preparation of the Association's financial statements before their submission to the Association's annual general meeting;
 - g) if the Association is a tier 2 association or tier 3 association, coordinating the preparation of the Association's financial report before its submission to the Association's annual general meeting;
 - h) providing any assistance required by an auditor or reviewer conducting an audit or review of the Association's financial statements or financial report under Part 5 Division 5 of the Act;
 - i) carrying out any other duty given to the treasurer under these rules or by the committee.
103. In addition to the provisions elsewhere in these Rules, the duties and responsibilities of the Treasurer shall include the following:
- a) keep proper banking accounts and books of account recording all financial transactions thereof;
 - b) supply reports of the financial position of the Club to the regular Meetings of the Management Committee and from time to time information required by the Committee and all the information required by the Auditors of the Club and forward such statement and Balance Sheet to the Auditors for their report and/or certificate for presentation to the Annual General Meeting of the Club;
 - c) not make any payments on behalf of the Club unless such payments are authorized by resolution of the Management Committee.
104. If a Treasurer is unable to be elected in accordance to the rules, a Treasurer shall be appointed by the Management Committee, at such remuneration and conditions of employment as the Committee may think proper and embody in a contract of employment. The appointed Treasurer shall not have a right to vote on the resolutions of the Management Committee but shall be required to act in accordance with these rules as if the appointed Treasurer had been elected in accordance with the provisions of these rules.

Election of Committee Members and Tenure of Office

How Members Become Committee Members

105. A member becomes a committee member if the member:
- a) is elected to the committee at a general meeting; or
 - b) is appointed to the committee by the committee to fill a casual vacancy under rules 131 to 134.

Nomination of Committee Members

106. At least 42 days before an annual general meeting, the secretary must send written notice to all the members:
- a) calling for nominations for election to the committee; and
 - b) stating the date by which nominations must be received by the secretary to comply with rule 107.
107. A member who wishes to be considered for election to the committee at the annual general meeting must nominate for election by sending written notice of the nomination to the secretary at least 21 days before the annual general meeting.
108. The written notice must include a statement by another member in support of the nomination and a statement by the nominating member regarding the following:
- a) why they wish to be a Management Committee Member or office holder;
 - b) what expertise they possess; and
 - c) any plans to contribute to the future of the club.
109. A member may nominate for one specified position of office holder of the Association or to be an ordinary committee member.
110. A member whose nomination does not comply with rules 105 to 109 is not eligible for election to the committee unless the member is nominated under rule 112 or 119(b).

Election of Office Holders

111. At the annual general meeting, a separate election must be held for each position of office holder of the Association.
112. If there is no nomination for a position, the chairperson of the meeting may call for nominations from the ordinary members at the meeting.
113. If only one member has nominated for a position, the chairperson of the meeting must declare the Member elected to the position.
114. If more than one member has nominated for a position, the ordinary members at the meeting must vote in accordance with procedures that have been determined by the committee to decide who is to be elected to the position.

115. Each ordinary member present at the meeting may vote for one member who has nominated for the position.
116. A member who has nominated for the position may vote for himself or herself.
117. On the member's election, the new chairperson of the Association may take over as the chairperson of the meeting.

Election of Ordinary Committee Members

118. At the annual general meeting, the Association must decide by resolution the number of ordinary committee members (if any) to hold office for the next year.
119. If the number of members nominating for the position of ordinary committee member is not greater than the number to be elected, the chairperson of the meeting:
 - a) must declare each of those members to be elected to the position; and
 - b) may call for further nominations from the ordinary members at the meeting to fill any positions remaining unfilled after the elections under paragraph (a).
120. If:
 - a) the number of members nominating for the position of ordinary committee member is greater than the number to be elected; or
 - b) the number of members nominating under 116(b) is greater than the number of positions remaining unfilled, the ordinary members at the meeting must vote in accordance with procedures that have been determined by the committee to decide the members who are to be elected to the position of ordinary committee member.
121. A member who has nominated for the position of ordinary committee member may vote in accordance with that nomination.

Term of Office

122. The term of office of a committee member begins when the member:
 - a) is elected at an annual general meeting or under subrule 127(b); or
 - b) is appointed to fill a casual vacancy under rules 131 to 134.
123. Subject to rule 126, a committee member holds office until the positions on the committee are declared vacant at the next annual general meeting.
124. A committee member may be re-elected.

Resignation and Removal from Office

125. A committee member may resign from the committee by written notice given to the secretary or, if the resigning member is the secretary, given to the chairperson.
126. The resignation takes effect:
 - a) when the notice is received by the secretary or chairperson; or
 - b) if a later time is stated in the notice, at the later time.
127. At a general meeting, the Association may by resolution:
 - a) remove a committee member from office; and
 - b) elect a member who is eligible under rule 95 to fill the vacant position.
128. A committee member who is the subject of a proposed resolution under rule 127(a) may make written representations (of a reasonable length) to the secretary or chairperson and may ask that the representations be provided to the members.
129. The secretary or chairperson may give a copy of the representations to each member or, if they are not so given, the committee member may require them to be read out at the general meeting at which the resolution is to be considered.

When Membership of Committee Ceases

130. A person ceases to be a committee member if the person:
 - a) dies or otherwise ceases to be a member; or
 - b) resigns from the committee or is removed from office under rules 125 to 129; or
 - c) becomes ineligible to accept an appointment or act as a committee member under section 39 of the Act;
 - d) becomes permanently unable to act as a committee member because of a mental or physical disability; or
 - e) fails to attend 3 consecutive Committee meetings, of which the person has been given notice, without having notified the Committee that the person will be unable to attend.

Filling Casual Vacancies

131. The committee may appoint a member who is eligible under rule 95 to fill a position on the committee that:
 - a) has become vacant under rule 130; or
 - b) was not filled by election at the most recent annual general meeting or under rule 127(b).
132. If the position of secretary becomes vacant, the committee must appoint a member who is eligible under rule 95 to fill the position within 14 days after the vacancy arises.
133. Subject to the requirement for a quorum under rules 153 to 155, the committee may continue to act despite any vacancy in its membership.
134. If there are fewer committee members than required for a quorum under rules 153 to 155, the committee may act only for the purpose of:
 - a) appointing committee members under this rule; or
 - b) convening a general meeting.

Validity of Acts

135. The acts of a committee or subcommittee, or of a committee member or member of a subcommittee, are valid despite any defect that may afterwards be discovered in the election, appointment or qualification of a committee member or member of a subcommittee.

Payments to Committee Members

136. In this rule:
 - a) committee member includes a member of a subcommittee;
 - b) committee meeting includes a meeting of a subcommittee.
137. A committee member is entitled to be paid out of the funds of the Association for any out-of-pocket expenses for travel and accommodation properly incurred:
 - a) in attending a committee meeting or
 - b) in attending a general meeting; or
 - c) otherwise in connection with the Association's business.

Committee Meetings

Committee Meetings

138. The committee must meet at least 3 times in each year on the dates and at the times and places determined by the committee.
139. The date, time and place of the first committee meeting must be determined by the committee members as soon as practicable after the annual general meeting at which the committee members are elected.
140. Special committee meetings may be convened by the chairperson or any 2 committee members.

Notice of Committee Meetings

141. Notice of each committee meeting must be given to each committee member at least 48 hours before the time of the meeting.
142. The notice must state the date, time and place of the meeting and must describe the general nature of the business to be conducted at the meeting.
143. Unless rule 144 applies, the only business that may be conducted at the meeting is the business described in the notice.
144. Urgent business that has not been described in the notice may be conducted at the meeting if the committee members at the meeting unanimously agree to treat that business as urgent.

Procedure and Order of Business

145. The chairperson or, in the chairperson's absence, the deputy-chairperson must preside as chairperson of each committee meeting.
146. If the chairperson and deputy chairperson are absent or are unwilling to act as chairperson of a meeting, the committee members at the meeting must choose one of them to act as chairperson of the meeting.
147. The procedure to be followed at a committee meeting must be determined from time to time by the committee.
148. The order of business at a committee meeting may be determined by the committee members at the meeting.

149. A member or other person who is not a committee member may attend a committee meeting if invited to do so by the committee.
150. A person invited under rule 149 to attend a committee meeting:
 - a) has no right to any agenda, minutes or other document circulated at the meeting; and
 - b) must not comment about any matter discussed at the meeting unless invited by the committee to do so; and
 - c) cannot vote on any matter that is to be decided at the meeting.

Use of Technology to be Present at Committee Meetings

151. The presence of a committee member at a committee meeting need not be by attendance in person but may be by that committee member and each other committee member at the meeting being simultaneously in contact by telephone or other means of instantaneous communication.
152. A member who participates in a committee meeting as allowed under rule 151 is taken to be present at the meeting and, if the member votes at the meeting, the member is taken to have voted in person.

Quorum for Committee Meetings

153. Subject to rule 134, no business is to be conducted at a committee meeting unless a quorum is present.
154. If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting:
 - a) in the case of a special meeting — the meeting lapses; or
 - b) otherwise, the meeting is adjourned to the same time, day and place in the following week.
155. If:
 - a) a quorum is not present within 30 minutes after the commencement time of a committee meeting held under rule 154(b); and
 - b) at least 5 committee members are present at the meeting, those members present are taken to constitute a quorum.

Voting at Committee Meetings

156. Each committee member present at a committee meeting has one vote on any question arising at the meeting.
157. A motion is carried if a majority of the committee members present at the committee meeting vote in favour of the motion.
158. If the votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.
159. A vote may take place by the committee members present indicating their agreement or disagreement or by a show of hands, unless the committee decides that a secret ballot is needed to determine a particular question.
160. If a secret ballot is needed, the chairperson of the meeting must decide how the ballot is to be conducted.

Minutes of Committee Meetings

161. The committee must ensure that minutes are taken and kept of each committee meeting.
162. The minutes must record the following:
 - a) the names of the committee members present at the meeting;
 - b) the name of any person attending the meeting under rule 149;
 - c) the business considered at the meeting;
 - d) any motion on which a vote is taken at the meeting and the result of the vote.
163. The minutes of a committee meeting must be entered in the Association's minute book within 30 days after the meeting is held.
164. The chairperson must ensure that the minutes of a committee meeting are reviewed and signed as correct by:
 - a) the chairperson of the meeting; or
 - b) the chairperson of the next committee meeting.
165. When the minutes of a committee meeting have been signed as correct they are, until the contrary is proved, evidence that:
 - a) the meeting to which the minutes relate was duly convened and held; and
 - b) the matters recorded as having taken place at the meeting took place as recorded; and
 - c) any appointment purportedly made at the meeting was validly made.

Subcommittees and Subsidiary Offices

Subcommittees and Subsidiary Offices

166. To help the committee in the conduct of the Association's business, the committee may, in writing, do either or both of the following:
 - a) appoint one or more subcommittees;
 - b) create one or more subsidiary offices and appoint people to those offices.
167. A subcommittee may consist of the number of people, whether or not members, that the committee considers appropriate.
168. A person may be appointed to a subsidiary office whether or not the person is a member.
169. Subject to any directions given by the committee:
 - a) a subcommittee may meet and conduct business as it considers appropriate; and
 - b) the holder of a subsidiary office may carry out the functions given to the holder as the holder considers appropriate.

Delegation to Subcommittees and Holders of Subsidiary Offices

170. In this rule:

non-delegable duty means a duty imposed on the committee by the Act or another written law.
171. The committee may, in writing, delegate to a subcommittee or the holder of a subsidiary office the exercise of any power or the performance of any duty of the committee other than:
 - a) the power to delegate; and
 - b) a non-delegable duty.
172. A power or duty, the exercise or performance of which has been delegated to a subcommittee or the holder of a subsidiary office under this rule, may be exercised or performed by the subcommittee or holder in accordance with the terms of the delegation.
173. The delegation may be made subject to any conditions, qualifications, limitations or exceptions that the committee specifies in the document by which the delegation is made.
174. The delegation does not prevent the committee from exercising or performing at any time the power or duty delegated.
175. Any act or thing done by a subcommittee or by the holder of a subsidiary office, under the delegation has the same force and effect as if it had been done by the committee.
176. The committee may, in writing, amend or revoke the delegation.

General Meetings of Association

Annual General Meeting

177. The committee must determine the date, time and place of the annual general meeting.
178. If it is proposed to hold the annual general meeting more than 6 months after the end of the Association's financial year, the secretary must apply to the Commissioner for permission under section 50(3)(b) of the Act within 6 months after the end of the financial year.
179. The ordinary business of the annual general meeting is as follows:
 - a) to confirm the minutes of the previous annual general meeting and of any special general meeting held since then if the minutes of that meeting have not yet been confirmed;
 - b) to receive and consider:
 - i. the committee's annual report on the Association's activities during the preceding financial year; and
 - ii. if the Association is a tier 1 association, the financial statements of the Association for the preceding financial year presented under Part 5 of the Act; and
 - iii. if the Association is a tier 2 association or a tier 3 association, the financial report of the Association for the preceding financial year presented under Part 5 of the Act;
 - iv. if required to be presented for consideration under Part 5 of the Act, a copy of the report of the review or auditor's report on the financial statements or financial report;
 - c) to elect the office holders of the Association and other committee members;
 - d) if applicable, to appoint or remove a reviewer or auditor of the Association in accordance with the Act;
 - e) to confirm or vary the entrance fees, subscriptions and other amounts (if any) to be paid by members.

180. Any other business of which notice has been given in accordance with these rules may be conducted at the annual general meeting.

Special General Meetings

181. The committee may convene a special general meeting.

182. The committee must convene a special general meeting if at least 20% of the members require a special general meeting to be convened.

183. The members requiring a special general meeting to be convened must:

- a) make the requirement by written notice given to the secretary; and
- b) state in the notice the business to be considered at the meeting; and
- c) each sign the notice.

184. The special general meeting must be convened within 28 days after notice is given under rule 183(a).

185. If the committee does not convene a special general meeting within that 28 day period, the members making the requirement (or any of them) may convene the special general meeting.

186. A special general meeting convened by members under rule 185:

- a) must be held within 3 months after the date the original requirement was made; and
- b) may only consider the business stated in the notice by which the requirement was made.

187. The Association must reimburse any reasonable expenses incurred by the members convening a special general meeting under rule 185.

Notice of General Meetings

188. The secretary or, in the case of a special general meeting convened under rule 185, the members convening the meeting, must give to each member:

- a) at least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
- b) at least 14 days' notice of a general meeting in any other case.

189. The notice must:

- a) specify the date, time and place of the meeting; and
- b) indicate the general nature of each item of business to be considered at the meeting; and
- c) if the meeting is the annual general meeting, include the names of the members who have nominated for election to the committee under rule 106; and
- d) if a special resolution is proposed:
 - i. set out the wording of the proposed resolution as required by section 51(4) of the Act; and
 - ii. state that the resolution is intended to be proposed as a special resolution; and
 - iii. comply with rule 199.

Proxies

190. Subject to rule 191, an ordinary member may appoint an individual who is an ordinary member as his or her proxy to vote and speak on his or her behalf at a general meeting.

191. An ordinary member may be appointed the proxy for not more than 5 other members.

192. The appointment of a proxy must be in writing and signed by the member making the appointment.

193. The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf.

194. If no instructions are given to the proxy, the proxy may vote on behalf of the member in any matter as the proxy sees fit.

195. If the committee has approved a form for the appointment of a proxy, the member may use that form or any other form:

- a) that clearly identifies the person appointed as the member's proxy; and
- b) that has been signed by the member.

196. Notice of a general meeting given to an ordinary member under rules 49 and 50 must:

- a) state that the member may appoint an individual who is an ordinary member as a proxy for the meeting; and
- b) include a copy of any form that the committee has approved for the appointment of a proxy.

197. A form appointing a proxy must be given to the secretary before the commencement of the general meeting for which the proxy is appointed.

198. A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Association not later than 24 hours before the commencement of the meeting.

Use of Technology to be Present at General Meetings

199. The presence of a member at a general meeting need not be by attendance in person but may be by that member and each other member at the meeting being simultaneously in contact by telephone or other means of instantaneous communication.
200. A member who participates in a general meeting as allowed under rule 199 is taken to be present at the meeting and, if the member votes at the meeting, the member is taken to have voted in person.

Presiding Member and Quorum for General Meetings

201. The chairperson or, in the chairperson's absence, the deputy chairperson must preside as chairperson of each general meeting.
202. If the chairperson and deputy chairperson are absent or are unwilling to act as chairperson of a general meeting, the committee members at the meeting must choose one of them to act as chairperson of the meeting.
203. No business is to be conducted at a general meeting unless a quorum is present.
204. If a quorum is not present within 30 minutes after the notified commencement time of a general meeting:
- a) in the case of a special general meeting — the meeting lapses; or
 - b) in the case of the annual general meeting — the meeting is adjourned to;
 - c) the same time and day in the following week; and
 - d) the same place, unless the chairperson specifies another place at the time of the adjournment or written notice of another place is given to the members before the day to which the meeting is adjourned.
205. If:
- a) a quorum is not present within 30 minutes after the commencement time of an annual general meeting held under 200(b); and
 - b) at least 10 ordinary members are present at the meeting,
- those members present are taken to constitute a quorum.

Adjournment of General Meeting

206. The chairperson of a general meeting at which a quorum is present may, with the consent of a majority of the ordinary members present at the meeting, adjourn the meeting to another time at the same place or at another place.
207. Without limiting 202, a meeting may be adjourned:
- a) if there is insufficient time to deal with the business at hand; or
 - b) to give the members more time to consider an item of business.
208. No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
209. Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rules 188 to 189.

Voting at General Meeting

210. On any question arising at a general meeting:
- a) subject to rule 215, each ordinary member has one vote unless the member may also vote on behalf of a body corporate under rule 211; and
 - b) ordinary members may vote personally or by proxy.
211. An ordinary member that is a body corporate may, in writing, appoint an individual, whether or not the individual is a member, to vote on behalf of the body corporate on any question at a particular general meeting or at any general meeting, as specified in the document by which the appointment is made.
212. A copy of the document by which the appointment is made must be given to the secretary before any general meeting to which the appointment applies.
213. The appointment has effect until:
- a) the end of any general meeting to which the appointment applies; or
 - b) the appointment is revoked by the body corporate and written notice of the revocation is given to the secretary.

214. Except in the case of a special resolution, a motion is carried if a majority of the ordinary members present at a general meeting vote in favour of the motion.
215. If votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.
216. If the question is whether or not to confirm the minutes of a previous general meeting, only members who were present at that meeting may vote.
217. For a person to be eligible to vote at a general meeting as an ordinary member, or on behalf of an ordinary member that is a body corporate under rule 21, the ordinary member:
 - a) must have been an ordinary member at the time notice of the meeting was given under rules 188 to 189; and
 - b) must have paid any fee or other money payable to the Association by the member.

When Special Resolutions Are Required

218. A special resolution is required if it is proposed at a general meeting:
 - a) to affiliate the Association with another body; or
 - b) to request the Commissioner to apply to the State Administrative Tribunal under section 109 of the Act for the appointment of a statutory manager.
219. Rule 218 does not limit the matters in relation to which a special resolution may be proposed.

Determining Whether Resolution Carried

220. In this rule:

poll means the process of voting in relation to a matter that is conducted in writing.
221. Subject to rule 223, the chairperson of a general meeting may, on the basis of general agreement or disagreement or by a show of hands, declare that a resolution has been:
 - a) carried; or
 - b) carried unanimously; or
 - c) carried by a particular majority; or
 - d) lost.
222. If the resolution is a special resolution, the declaration under rule 221 must identify the resolution as a special resolution.
223. If a poll is demanded on any question by the chairperson of the meeting or by at least 3 other ordinary members present in person or by proxy:
 - a) the poll must be taken at the meeting in the manner determined by the chairperson;
 - b) the chairperson must declare the determination of the resolution on the basis of the poll.
224. If a poll is demanded on the election of the chairperson or on a question of an adjournment, the poll must be taken immediately.
225. If a poll is demanded on any other question, the poll must be taken before the close of the meeting at a time determined by the chairperson.
226. A declaration under rule 221 or 223 must be entered in the minutes of the meeting, and the entry is, without proof of the voting in relation to the resolution, evidence of how the resolution was determined.

Minutes of General Meeting

227. The secretary, or a person authorised by the committee from time to time, must take and keep minutes of each general meeting.
228. The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
229. In addition, the minutes of each annual general meeting must record:
 - a) the names of the ordinary members attending the meeting; and
 - b) any proxy forms given to the chairperson of the meeting under rule 197; and
 - c) the financial statements or financial report presented at the meeting, as referred to in rule 179(b)(ii) or (iii); and
 - d) any report of the review or auditor's report on the financial statements or financial report presented at the meeting, as referred to in rule 179(b)(iv).
230. The minutes of a general meeting must be entered in the Association's minute book within 30 days after the meeting is held.

231. The chairperson must ensure that the minutes of a general meeting are reviewed and signed as correct by:
- a) the chairperson of the meeting; or
 - b) the chairperson of the next general meeting.
232. When the minutes of a general meeting have been signed as correct they are, in the absence of evidence to the contrary, taken to be proof that:
- a) the meeting to which the minutes relate was duly convened and held; and
 - b) the matters recorded as having taken place at the meeting took place as recorded; and
 - c) any election or appointment purportedly made at the meeting was validly made.

Financial Matters

Source of Funds

233. The funds of the Association may be derived from entrance fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the committee.

Control of Funds

234. The Association must open an account in the name of the Association with a financial institution from which all expenditure of the Association is made and into which all funds received by the Association are deposited.
235. Subject to any restrictions imposed at a general meeting, the committee may approve expenditure on behalf of the Association.
236. The committee may authorise the treasurer to expend funds on behalf of the Association up to a specified limit without requiring approval from the committee for each item on which the funds are expended.
237. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments of the Association must be signed by:
- a) 2 committee members; or
 - b) one committee member and a person authorised by the committee.
238. All funds of the Association must be deposited into the Association's account within 5 working days after their receipt.

Financial Statements and Financial Reports

239. For each financial year, the committee must ensure that the requirements imposed on the Association under Part 5 of the Act relating to the financial statements or financial report of the Association are met.
240. Without limiting rule 239, those requirements include:
- a) if the Association is a tier 1 association, the preparation of the financial statements; and
 - b) if the Association is a tier 2 association or tier 3 association, the preparation of the financial report; and
 - c) if required, the review or auditing of the financial statements or financial report, as applicable; and
 - d) the presentation to the annual general meeting of the financial statements or financial report, as applicable; and
 - e) if required, the presentation to the annual general meeting of the copy of the report of the review or auditor's report, as applicable, on the financial statements or financial report.

General Matters

By-Laws

241. The Association may, by resolution at a general meeting, make, amend or revoke by-laws.
242. By-laws may:
- a) provide for the rights and obligations that apply to any classes of associate membership; and
 - b) impose requirements relating to the financial reporting and financial accountability of the association and the auditing of the association's accounts; and
 - c) provide for any other matter the association considers necessary or convenient to be dealt with in the by-laws.
243. A by-law is of no effect to the extent that it is inconsistent with the Act, the regulations or these rules.

244. Without limiting rule 243, a by-law made for the purposes of subrule 242(c) may only impose requirements on the Association that are additional to, and do not restrict, a requirement imposed on the Association under Part 5 of the Act.
245. At the request of a member, the Association must make a copy of the by-laws available for inspection by the member.

Executing Documents and Common Seal

246. The Association may execute a document without using a common seal if the document is signed by:
- a) 2 committee members; or
 - b) one committee member and a person authorised by the committee.
247. If the Association has a common seal:
- a) the name of the Association must appear in legible characters on the common seal; and
 - b) a document may only be sealed with the common seal by the authority of the committee and in the presence of:
 - i. 2 committee members; or
 - ii. one committee member and a person authorised by the committee,and each of them is to sign the document to attest that the document was sealed in their presence.
248. The secretary must make a written record of each use of the common seal.
249. The common seal must be kept in the custody of the secretary or another committee member authorised by the committee.

Giving Notices to Members

250. In this rule:
- a) **recorded** means recorded in the register of members.
251. A notice or other document that is to be given to a member under these rules is taken not to have been given to the member unless it is in writing and:
- a) delivered by hand to the recorded address of the member; or
 - b) sent by prepaid post to the recorded postal address of the member; or
 - c) sent by facsimile or electronic transmission to an appropriate recorded number or recorded electronic address of the member.

Custody of Books and Securities

252. Subject to rule 253, the books and any securities of the Association must be kept in the secretary's custody or under the secretary's control.
253. The financial records and, as applicable, the financial statements or financial reports of the Association must be kept in the treasurer's custody or under the treasurer's control.
254. Rules 252 and 253 have effect except as otherwise decided by the committee.
255. The books of the Association must be retained for at least 7 years.

Record of Office Holders

256. The record of committee members and other persons authorised to act on behalf of the Association that is required to be maintained under section 58(2) of the Act must be kept in the secretary's custody or under the secretary's control.

Inspection of Records and Documents

257. Rule 259 applies to a member who wants to inspect:
- a) the register of members under section 54(1) of the Act; or
 - b) the record of the names and addresses of committee members, and other persons authorised to act on behalf of the Association, under section 58(3) of the Act; or
 - c) any other record or document of the association.
258. The member must contact the secretary to make the necessary arrangements for the inspection.
259. The inspection must be free of charge.

260. If the member wants to inspect a document that records the minutes of a committee meeting, the right to inspect that document is subject to any decision the committee has made about minutes of committee meetings generally, or the minutes of a specific committee meeting, being available for inspection by members.
261. The member may make a copy of or take an extract from a record or document referred to in rule 257(c) but does not have a right to remove the record or document for that purpose.
262. The member must not use or disclose information in a record or document referred to in rule 257(c) except for a purpose:
 - a) that is directly connected with the affairs of the Association; or
 - b) that is related to complying with a requirement of the Act.

Publication by Committee Members of Statements About Association Business Prohibited

263. A committee member must not publish, or cause to be published, any statement about the business conducted by the Association at a general meeting or committee meeting unless:
 - a) the committee member has been authorised to do so at a committee meeting; and
 - b) the authority given to the committee member has been recorded in the minutes of the committee meeting at which it was given.

Distribution of Surplus Property on Cancellation of Incorporation or Winding Up

264. In this rule:

surplus property, in relation to the Association, means property remaining after satisfaction of

- i. the debts and liabilities of the Association; and
 - ii. the costs, charges and expenses of winding up or cancelling the incorporation of the Association, but does not include books relating to the management of the Association.
265. On the cancellation of the incorporation or the winding up of the Association, its surplus property must be distributed as determined by special resolution by reference to the persons mentioned in section 24(1) of the Act.

Alteration of Rules

266. If the Association wants to alter or rescind any of these rules, or to make additional rules, the Association may do so only by special resolution and by otherwise complying with Part 3 Division 2 of the Act.

Auditors

267. The Annual General Meeting shall, by resolution, appoint Auditors for the ensuing year and fix the remuneration for the Auditors so appointed. The Auditors shall hold office until new Auditors are appointed at the next Annual General Meeting and shall be eligible for re-election. The Management Committee shall have power to fill any temporary vacancy in the office of Auditors. The Auditors shall at least once in each year thoroughly audit and check the accounts of the Club and shall make such report to the Annual General Meeting as they deem fit and shall make such report to the Management Committee as they think fit and desirable.

Dissolution

268. On application in writing made to the Management Committee by not less and thirty (30) per centum or fifty (50) in number of Members of the Club, who are Financial and eligible to vote, whichever is the greater, signifying their desire that the Club should be dissolved, a Special General Meeting shall be called to consider the question, notice of which Meeting and its objects shall be posted on the Notice Board in the usual place and sent by circular to every Member fourteen (14) days immediately preceding the date of the Meeting. At the Meeting the votes of at least three-fourths of the Members of the Club who are entitled under the rules of the Club to vote will be necessary to carry the proposition for dissolution; in the event a motion for dissolution is carried, the Members of the Club shall decide, by resolution, as to the disposal of the assets of the Club but such assets shall not be granted to any person or institution other than an Incorporated Association with similar aims and objects as the Club. On the cancellation of the incorporation or the winding up of the Association, its surplus property must be distributed as determined by special resolution by reference to the persons mentioned in section 24(1) of the Associations Act (2015).

Standing Orders

269. The Standing orders of debate which are printed in Appendix 'A' to these Rules shall, with such modifications as are needed to suit the local requirements, be used at all Meetings of the Club. The Management Committee may, by resolution, alter, amend, add to, or rescind the same.

APPENDIX “A”

STANDING ORDERS

The following standing orders shall be observed at Club Meetings:

- a) All business shall proceed by way of motions.
- b) Unless otherwise agreed to by the Meeting, the business of the Meeting and the motion on notice shall be dealt with in the order set out in the agenda incorporated in the circular giving notice of the Meeting.
- c) When a substantive motion is being debated, no further motion other than a motion of amendment shall be moved, provided that subject to these rules one of the following procedural motion may be moved:
 - i. That debate on the motion be postponed
 - ii. That the Meeting be adjourned
 - iii. That the motion lie on the table
 - iv. That the motion be now put
 - v. That the matter be referred for consideration and report
 - vi. That the speaker be allowed extension of time
- d) When a procedural motion has been moved and seconded the motion shall be put to the Meeting without debate and shall be decided in the affirmative and shall take effect when a majority of Members present agree to the motion.
- e) A Member desiring to move a motion or an amendment shall state the motion or amendment in full before addressing a Meeting thereon and if the Chairperson so requires shall present the motion or amendment to the Chairperson in writing.
- f) An amendment shall be relevant to the motion it is intended to amend and shall not be a direct negative of the motion.
- g) One amendment only shall be debated at one time and after being dealt with a further amendment may be moved before the motion is put.
- h) When a Meeting agrees to an amendment to a motion the amendment becomes the substantive motion under debate by the Meeting and for all purposes in the subsequent debate shall be dealt with as an original motion.
- i) The mover of the original motion, but not of an amendment, shall have the right of reply, immediately after which the question shall be put from the chair, but no other Member shall speak more than once on the same question, unless permission be given to explain, or the attention of the Chairperson be called to a point of order.
- j) The mover of a motion shall not speak for more than ten minutes, subsequent speakers shall be allowed five minutes, and the mover of the motion five minutes to reply. The meeting may however, by simple majority extend in a particular instance the time permitted by this rule.
- k) Any Member who has not previously spoken for or against the motion may at the conclusion of the speech of any other Member:
 - i. Move that the debate be postponed. If such a motion does not specify a date or time for resuming the postponed debate, then if the motion be agreed to the postponed debate shall be resumed at the next Meeting but shall not have precedence over the business of the next Meeting.
 - ii. Move that the Meeting be adjourned.
 - iii. Move that the motion lie on the table. If the motion is agreed to, any member at that meeting or a subsequent meeting at the conclusion of the vote of any motion move that the motion be taken off the table.
 - iv. Move that the motion be now put. If the motion is agreed to and the motion being debated is an original motion the mover of the motion shall have the right of reply before the motion is put.
 - v. Move that the matter be referred for consideration and report. If the motion does not specify to whom the matter is to be referred for consideration and report or a date and time for presenting the report the Chairperson may deal with the matter at his/her discretion.

APPENDIX “B”

BY-LAWS

Sale of Liquor

The Management Committee and all Members shall at all times observe and obey the provisions of the *Liquor Control Act* (1988) and its amendments in so far as it affects the Club and such provisions shall be deemed to be included in these rules and in particular the following provisions shall apply:

- A. **Trading Hours** Within Normal Trading Hours allowed under the Act.
- B. **Main Bar** Must be cleared ten (10) minutes after closing of trading.
- C. **Consumption of Liquor** All liquor must be purchased during normal trading hours, and all liquor must be consumed on the Club premises within thirty (30) minutes of Bar closing.
- D. **Age** No person under the age of eighteen (18) years to be supplied with liquor.

Dress

Members on the premises on Sundays and all Public Holidays and Saturdays after 1.00pm and weekdays after 7.00pm must be neatly dressed. Neatly dressed meaning at least, dress or slacks, shorts, shirt and footwear.

Visitors

- a) Members to be responsible for their Visitors.
- b) Visitors must sign the Visitor’s Book.

Behaviour

- a) All Members to act in a manner which is not in breach of any of the Club rules.
- b) Any Member suspended from the Club under Club rules is banned from any part of the Club premises until the end of the term of suspension. For this purpose “Club Premises” mean any part or section of the area which is owned by the Club irrespective as to whether it may be hired for use by an individual or some other entity.

Gambling

Illegal gambling is prohibited at all times on the Club premises.

Complaints

All complaints to be addressed IN WRITING to the Secretary.

Penalties

The following schedule of offences and penalties shall apply as from the 1st November 1973.

Nature of Offence	First Offence	Second Offence	Subsequent Offence
A. Assaulting an Official or employee of the Club	Suspension 2-5 years	Expulsion for life	
B. Assaulting a Member or a Visitor	Suspension 1-3 years	Expulsion for life	
C. Theft of Club Property	Suspension 1-3 years	Expulsion for life	
D. Wilfully Damaging Club Property	Suspension 1-3 years	Expulsion for life	
E. Insulting, Abusive or Indecent Language Towards an Official or an Employee	Suspension 6 months - 2 years	Suspension 2-5 years	Expulsion for life
F. Creating a Disturbance	Suspension 3 months - 1 year	Suspension 1-3 years	Expulsion for life
G. Using Insulting, Abusive or Indecent Language	Suspension 3 months - 1 year	Suspension 1-3 years	Suspension 5 years
H. Wilfully Violating Club Rules and/or Decision of the Committee	Suspension 3 months - 1 year	Suspension 1-3 years	Suspension 5 years
I. Refusing to comply with Lawful Instruction of an Official of the Club	Suspension 1-6 months	Suspension 1 year	Suspension 2 years
J. Any other offence not Specifically Provided for.	\$10 fine Until Paid	Suspension 1 year	Suspension 2 years

The foregoing shall apply, save and except that the Management Committee may INCREASE any penalty in the event of any aggravated instance of the above, e.g. theft or damage of a major nature.

No management committee present or future shall have the right to alter any members suspension after six months of the suspension. And if the member did not activate the appeal process at the time of suspension.