

# RULES OF BUDERIM BOWLS CLUB INC. 2015

## 1 Interpretation

(1) In these rules—

*Act* means the *Associations Incorporation Act 1981*.

*Present means*—

(a) at a Management Committee meeting, see rule 25(6); or

(b) at a General Meeting, see rule 37(2).

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

## 2 Name

The name of the incorporated association is BUDERIM BOWLS CLUB INC. (in these Rules called the “Club”.)

## 3 Objects

The objects of the Club are:—

(1) To promote and encourage the game of bowls.

(2) To provide and maintain playing areas and accommodation for games and social functions.

(3) To provide amenities for members and the encouragement of good fellowship among members.

(4) To promote and enhance the game of bowls in the local community.

## 4 Affiliations

The Club shall:

(1) Affiliate with Bowls Queensland Limited (BQ) and accept and abide by the Rules and By-Laws of Bowls Queensland in so far as they apply to the game of bowls, and renew its affiliation each year and pay the annual affiliation fees in accordance with the Articles of Association;

(2) Affiliate with the Sunshine Coast District Men’s Bowls Association (SCDMBA) and accept and abide by the Rules and By-Laws of that Association as they apply to the game of bowls, and renew its affiliation each year and pay the affiliation fees in accordance with the Articles of Association;

(3) Elect delegates to the SCDMBA in accordance with the Rules and By-Laws of that Association;

(4) Provide returns to BQ and SCDMBA as may be required by those bodies;

(5) Provide advice to BQ and SCDMBA within 30 days of any event which would affect the status of the Club’s affiliation with either body, the legal status of the Club and/or any changes or amendments to the Club’s Rules.

(6) Not make, amend or repeal a Rule or By-Law in relation to the playing of the game of bowls that conflicts with the Rules and By-Laws of Bowls Australia Inc., BQ or the SCDMBA.

## 5 Powers

(1) The Club has the powers of an individual.

(2) The Club may,

(a) enter into contracts; and

(b) acquire, hold, deal with and dispose of property; and

(c) make charges for services and facilities it supplies; and

(d) do other things necessary or convenient to be done in carrying out its affairs.

(3) The Club may also issue secured and unsecured notes, debentures and debenture stock for the Club.

(4) The Club will transact business and authorise expenditure, provided that the Management Committee is not empowered to authorise any single item of expenditure in excess of \$15000 without prior approval of a General Meeting.

## 6 Classes of members

(1) The membership of the Club consists of any of the following classes of members— Ordinary members, Life members, Lady Associate members, Social members, and Junior members.

(2) The number of ordinary members is unlimited.

## 7 Qualifications for Ordinary Membership

To be eligible for membership of other than that classified as Lady Associate, Social member or Junior member, a person must be male and be:

(1) not less than 18 years of age

(2) interested in playing bowls

(3) of good repute and character and compatible with other members

(4) free of indebtedness to any Bowls Club or Bowls Association of which he is or may previously have been a member. No person shall be admitted or remain a member of the Club who is, or has been, a member of any Club affiliated with BQ or any other Bowls Association, unless he satisfies the

Management Committee of the Club by presentation of a clearance on the official form, that confirms he does not owe any money to any other Club. He must further satisfy the Management Committee of the Club that he is not under suspension from any other Club.

### **8 Classification and privileges of Members**

(1) **Ordinary Members** – will comprise such members as are entitled to all Club privileges including: -

- (a) the right to hold office
- (b) the right to speak or vote at any meetings of the Management Committee if invited, or at any General Meetings of the Club
- (c) the right to nominate any person for office or be nominated for offices in the Club
- (d) the right to enter for, or play in, Club matches
- (e) the right to enter Club property

(2) **Life Members** - those persons so honoured and appointed under the following terms:

On recommendation of the Management Committee an ordinary member may be elected as a Life member of the Club in honour of

- (a) special services rendered by him to the Club, and
- (b) having served on the Management Committee for 3 years, and
- (c) having been a member of the Club for at least 10 years

Such selection shall be by resolution of a two-thirds majority of members present and entitled to vote at any General Meeting of the Club of which proper notice has been given by the Management Committee. Life members shall be free to enjoy all Club privileges and exercise all rights, but shall be exempt from the payment of annual subscriptions. (refer By-Law 26 )

(3) **Lady Associate Members**

Every member of the Buderim Ladies Bowling Club Inc. shall, whilst she remains a financial member of the Buderim Ladies Bowling Club Inc., and upon payment of the sum of one (1) dollar, or such sum as decided by the Management Committee, be a Lady Associate Member of this Club.

She shall:-

- (a) not be entitled to hold any office of the Club
- (b) not take part in or vote at meetings of the Club
- (c) not nominate ordinary members of the Club
- (d) not take part in Club events other than mixed championships and other mixed events.

(4) **Social Members**

The Management Committee may elect any person as a Social Member of the Club and charge such membership fees as the Management Committee shall determine. Social members shall be entitled to the privileges of membership, except they shall:

- (a) not be entitled to hold any office of the Club
- (b) not be entitled to nominate members for election to any position in the Club
- (c) not take part in nor vote at meetings of the Club
- (d) not be eligible to nominate ordinary members or social members to the Club
- (e) not be allowed to play bowls until they are fully qualified bowlers. Once qualified they must transfer to ordinary membership of the Club

The special qualifications for election as a social member shall be :

- (a) any person who is of good repute, whose interests and activities are, in the opinion of the Management Committee, compatible with those of existing members of the Club
- (b) who is a person nominated by two (2) ordinary members of the Club
- (c) who is not under the age of 18 years.

(5) **Junior Members**

Male persons under the age of eighteen (18) years may apply for junior membership of the Club.

- (a) they shall not be entitled to vote, nor to nominate members for office nor to nominate other persons to membership of the Club
- (b) junior members shall be entitled to play bowls in any Club or district competition according to the conditions laid down for the playing of the event
- (c) on attaining the age of eighteen (18) years, a junior member shall apply, in writing, for ordinary membership, which application will be dealt with in the same manner as any application for ordinary membership
- (d) they shall not, under any circumstances, be served, obtain or consume liquor from, or on the Club's premises, or engage in any form of gambling on the premises
- (e) if called before the Management Committee on a charge or complaint, a junior member will be accompanied by a parent or guardian

## 9 New Membership

- (1) An applicant for membership of the Club must be proposed by one (1) member of the Club (the *proposer*) and seconded by another member (the *seconder*).
- (2) An application for membership must be—
  - (a) in writing; and
  - (b) signed by the applicant and the applicant's proposer and seconder; and
  - (c) in the form decided by the Management Committee.
  - (d) inclusive of the appropriate nomination and membership fee.

## 10 Membership Fees

- The membership fee for each ordinary membership and for each other class of membership—
- (a) is the amount for nomination and annual subscriptions decided by the Management Committee at the October Management Committee meeting each year; and
  - (b) is payable when, and in the way, the Management Committee decides.

## 11 Admission and rejection of New Members

- (1) The Management Committee must consider an application for membership at the next committee meeting held after it receives—
  - (a) the application for membership; and
  - (b) the appropriate membership fee for the application.
- (2) The application for membership must be posted in a conspicuous place on the Club notice board for a period of 14 days preceding the next Management Committee meeting.
- (3) The Management Committee must ensure that, as soon as possible after the person applies to become a member of the Club, and before the Management Committee considers the persons application, the person is advised—
  - (a) whether or not the Club has public liability insurance; and
  - (b) if the association has public liability insurance—the amount of the insurance.
- (4) The management committee must decide at the meeting whether to accept or reject the application.
- (5) If a majority of the members of the Management Committee present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for.
- (6) The Secretary of the association must, as soon as practicable after the Management Committee decides to accept or reject an application, give the applicant a written notice of the decision.

## 12 When Membership Ends

- (1) A member may resign from the Club by giving a written notice of resignation to the Secretary.
- (2) The resignation takes effect at—
  - (a) the time the notice is received by the Secretary; or
  - (b) if a later time is stated in the notice—the later time.
- (3) The Management Committee may terminate a members membership if the member—
  - (a) is convicted of an indictable offence; or
  - (b) does not comply with any of the provisions of these rules; or
  - (c) has membership fees in arrears for at least 2 months; or
  - (d) conducts himself in a way considered to be injurious or prejudicial to the character or interests of the Club.
- (4) Before the Management Committee terminates a members membership, the Committee must give the member a full and fair opportunity to show why the membership should not be terminated.
- (5) No such resignation shall relieve any person from the payment of any subscription or other money due or payable by them at the time of the resignation. The resignation of any member shall involve automatic forfeiture of all rights and privileges in respect to Club matters.
- (6) If, after considering all representations made by the member, the Management Committee decides to terminate the membership, the Secretary of the Committee must give the member a written notice of the decision, and advise BQ and SCDMBA accordingly.

## 13 Suspension of Membership

- (1) The Management Committee shall have the power to demand or direct an apology, reprimand, or suspend any member who in the opinion of the Management Committee is guilty of conduct prejudicial to the interests of the Club.
- (2) Any person who is a member of this Club or another Bowls Club affiliated with Bowls Queensland or any other bowls association and is suspended, or expelled by order of such Club, or is removed from the list of members of such other Club, shall be denied the privileges of membership of this Club. He shall not be permitted to enter the premises of this Club during the period of his suspension.

## 14 Appeal against rejection or termination of

## **Membership**

- (1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the Secretary written notice of the persons intention to appeal against the decision.
- (2) A notice of intention to appeal must be given to the Secretary within 1 month after the person receives written notice of the decision.
- (3) If the Secretary receives a notice of intention to appeal, the Secretary must, within 1 month after receiving the notice, call a General Meeting to decide the appeal.

### **15 General Meeting to decide appeal**

- (1) The General Meeting to decide an appeal must be held within 3 months after the Secretary receives the notice of intention to appeal.
- (2) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- (3) Also, the Management Committee and the Members of the Committee who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.
- (4) An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.
- (5) If a person whose application for membership has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the Secretary must, as soon as practicable, refund the membership fee paid by the person.

### **16 Register of Members**

- (1) The Management Committee must keep a register of members of the Club.
- (2) The register must include the following particulars for each member—
  - (a) the full name of the member;
  - (b) the postal or residential address of the member;
  - (c) the date of admission as a member;
  - (d) the date of death or time of resignation of the member;
  - (e) details about the termination or reinstatement of membership;
  - (f) any other particulars the Management Committee or the members at a General Meeting decide.
- (3) The register must be open for inspection by members of the Club at all reasonable times.
- (4) A member must contact the secretary to arrange an inspection of the register.
- (5) However, the Management Committee may, on the application of a member of the Club, withhold information about the member (other than the members full name) from the register available for inspection if the Management Committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

### **17 Prohibition on use of information on Register of Members**

- (1) A member of the Club must not—
  - (a) use information obtained from the register of members of the Club to contact, or send material to, another member of the Club for the purpose of advertising for political, religious, charitable or commercial purposes; or
  - (b) disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the Club for the purpose of advertising for political, religious, charitable or commercial purposes.
- (2) Subrule (1) does not apply if the use or disclosure of the information is approved by the Club.

### **18 Appointment or election of Secretary**

- (1) The Secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border, who is—
  - (a) a member of the Club elected by the Club as secretary; or
  - (b) any of the following persons appointed by the Management Committee as Secretary—
    - (i) a member of the Club Management Committee;
    - (ii) another member of the Club;
    - (iii) another person.
- (2) If a vacancy happens in the office of Secretary, the members of the Management Committee must ensure a Secretary is appointed or elected for the Club within 1 month after the vacancy happens.
- (3) If the Management Committee appoints a person mentioned in subrule (1)(b)(ii) as Secretary, other than to fill a casual vacancy on the Management Committee, the person does not become a member of the Management Committee.
- (4) However, if the Management Committee appoints a person mentioned in subrule (1)(b)(ii) as Secretary to fill a casual vacancy on the Management Committee, the person becomes a member of the Management Committee.

(5) If the Management Committee appoints a person mentioned in subrule (1)(b)(iii) as Secretary, the person does not become a member of the Management Committee.

(6) In this rule— *casual vacancy*, on a Management Committee, means a vacancy that happens when an elected member of the Management Committee resigns, dies or otherwise stops holding office.

### **19 Removal of Secretary**

(1) The Management Committee of the Club may at any time remove a person appointed by the committee as the Secretary.

(2) If the Management Committee removes a Secretary who is a person mentioned in rule 17(1)(b)(i), the person remains a member of the Management Committee.

(3) If the Management Committee removes a Secretary who is a person mentioned in rule 17(1)(b)(ii) and who has been appointed to a casual vacancy on the Management Committee under rule 17(5), the person remains a member of the Management Committee.

### **20 Functions of Secretary**

The Secretary's functions include, but are not limited to—

- (a) calling meetings of the Club, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the President of the Club; and
- (b) keeping minutes of each meeting; and
- (c) keeping copies of all correspondence and other documents relating to the Club; and
- (d) maintaining the register of members of the Club.

### **21 Membership of Management Committee**

(1) The Management Committee of the Club consists of a President, Treasurer, and any other members the Club members elect at a General Meeting.

(2) A member of the Management Committee, other than a Secretary appointed by the Management Committee under rule 17(1)(b)(iii), must be a member of the Club.

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

(4) A member of the Club may be appointed to a casual vacancy on the Management Committee under rule 21.

### **22 Electing the Management Committee**

(1) A member of the Management Committee may only be elected as follows—

- (a) any 2 members of the Club may nominate another member (the *candidate*) to serve as a member of the Management Committee;
- (b) the nomination must be—
  - (i) in writing; and
  - (ii) signed by the candidate and the members who nominated him; and
  - (iii) given to the Secretary at least 14 days before the Annual General Meeting at which the election is to be held;
- (c) each member of the Club present and eligible to vote at the Annual General Meeting may vote for 1 candidate for each vacant position on the Management Committee;
- (d) if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.

(2) A person may be a candidate only if the person—

- (a) is an adult (over 18 years); and
- (b) is not ineligible to be elected as a member under section 61A of the Act.

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

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

(5) The Management Committee must ensure that, before a candidate is elected as a member of the Management Committee, the candidate is advised—

- (a) whether or not the Club has public liability insurance; and
- (b) if the Club has public liability insurance—the amount of the insurance.

### **23 Resignation, removal or vacation of office of Management Committee Member**

(1) A member of the Management Committee may resign from the Committee by giving written notice of resignation to the Secretary.

(2) The resignation takes effect at—

- (a) the time the notice is received by the secretary; or
- (b) if a later time is stated in the notice—the later time.

- (3) A member may be removed from office at a General Meeting of the Club if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.
- (4) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- (5) A member has no right of appeal against the members removal from office under this rule.
- (6) A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

#### **24 Vacancies on Management Committee**

- (1) If a casual vacancy happens on the Management Committee, the continuing members of the committee may appoint another member of the Club to fill the vacancy until the next Annual General Meeting.
- (2) The continuing members of the Management Committee may act despite a casual vacancy on the Management Committee.
- (3) However, if the number of Committee Members is less than the number fixed under rule 26(1) as a quorum of the Management Committee, the continuing members may act only to—
  - (a) increase the number of Management Committee Members to the number required for a quorum; or
  - (b) call a General Meeting of the Club.

#### **25 Functions of Management Committee**

- (1) Subject to these rules or a resolution of the members of the Club carried at a General Meeting, the Management Committee has the general control and management of the administration of the affairs, property and funds of the Club.
- (2) The Management Committee has authority to interpret the meaning of these rules and any matter relating to the Club on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.

*Note—*

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

- (3) The Management Committee may exercise the powers of the Club—
  - (a) to borrow, raise or secure the payment of amounts in a way the members of the Club decide; and
  - (b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Club in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Club's property, both present and future; and
  - (c) to purchase, redeem or pay off any securities issued; and
  - (d) to borrow amounts from members and pay interest on the amounts borrowed; and
  - (e) to mortgage or charge the whole or part of its property; and
  - (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Club; and
  - (g) to provide and pay off any securities issued; and
  - (h) to invest in a way the members of the Club may from time to time decide.
- (4) For subrule (3)(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by—
  - (a) the financial institution for the Club; or
  - (b) if there is more than 1 financial institution for the Club—the financial institution nominated by the Management Committee.

#### **26 Meetings of Management Committee**

- (1) Subject to this rule, the Management Committee may meet and conduct its proceedings as it considers appropriate.
- (2) The Management Committee must meet at least once every 4 months to exercise its functions.
- (3) The Management Committee must decide how a meeting is to be called.
- (4) Notice of a meeting is to be given in the way decided by the Management Committee.
- (5) The Management Committee may hold meetings, or permit a Committee Member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (6) A Committee Member who participates in the meeting as mentioned in subrule (5) is taken to be present at the meeting.
- (7) A question arising at a Committee Meeting is to be decided by a majority vote of Members of the Committee present at the meeting and, if the votes are equal, the question is decided in the negative.
- (8) A member of the Management Committee must not vote on a question about a contract or proposed contract with the Club if the member has an interest in the contract or proposed contract and, if the member does vote, the member's vote must not be counted.
- (9) The President is to preside as chairperson at a Management Committee meeting.

(10) If there is no President or if the President is not present within 10 minutes after the time fixed for a Management Committee meeting, the members may choose 1 of their number to preside as chairperson at the meeting.

### **27 Quorum for, and adjournment of, Management Committee Meeting**

(1) At a Management Committee meeting, more than 50% of the members elected to the committee as at the close of the last general meeting of the members form a quorum.

(2) If there is no quorum within 30 minutes after the time fixed for a Management Committee Meeting called on the request of Members of the Committee, the meeting lapses.

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

(a) the meeting is to be adjourned for at least 1 day; and

(b) the members of the Management Committee who are present are to decide the day, time and place of the adjourned meeting.

(4) If, at an adjourned meeting mentioned in subrule (3), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

### **28 Special Meeting of Management Committee**

(1) If the Secretary receives a written request signed by at least 33% of the members of the management committee, the Secretary must call a Special Meeting of the Committee by giving each member of the Committee notice of the meeting within 14 days after the Secretary receives the request.

(2) If the Secretary is unable or unwilling to call the Special Meeting, the President must call the meeting.

(3) A request for a Special Meeting must state—

(a) why the Special Meeting is called; and

(b) the business to be conducted at the meeting.

(4) A notice of a Special Meeting must state—

(a) the day, time and place of the meeting; and

(b) the business to be conducted at the meeting.

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

### **29 Minutes of Management Committee Meetings**

(1) The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Management Committee Meeting are formally recorded.

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

### **30 Appointment of Subcommittees**

(1) The Management Committee may appoint a subcommittee consisting of members of the Club considered appropriate by the committee to help with the conduct of the Club's operations.

(2) A member of the subcommittee who is not a member of the Management Committee is not entitled to vote at a Management Committee Meeting.

(3) A subcommittee may elect a chairperson of its meetings.

(4) If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose 1 of their number to be chairperson of the meeting.

(5) A subcommittee may meet and adjourn as it considers appropriate.

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

### **31 Acts not affected by Defects or Disqualifications**

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

(2) Subrule (1) applies even if the act was performed when—

(a) there was a defect in the appointment of a member of the Management Committee, subcommittee or person acting as a member of the Management Committee; or

(b) a Management Committee member, subcommittee member or person acting as a member of the Management Committee was disqualified from being a member.

### **32 Resolutions of Management Committee without meeting**

(1) A written resolution signed by each member of the Management Committee is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.

(2) A resolution mentioned in subrule (1) may consist of several documents in like form, each signed by 1 or more members of the Committee.

**33 Annual General Meeting**

The Annual General Meeting must be held –

- (a) at least once every year; and
- (b) within 6 months after the end date of the Club's reportable financial year.

**34 Business to be conducted at Annual General Meeting**

The following business must be conducted at each Annual General Meeting of the Club—

- (a) receiving the Club's financial statement, and audit report, for the last reportable financial year;
- (b) presenting the financial statement and audit report to the meeting for adoption;
- (c) electing members of the Management Committee;

**35 Notice of General Meeting**

- (1) The Secretary may call a General Meeting of the Club.
- (2) The Secretary must give at least 14 days' notice of the meeting to each member of the Club.
- (3) If the Secretary is unable or unwilling to call the meeting, the President must call the meeting.
- (4) The Management Committee may decide the way in which the notice must be given.
- (5) However, notice of the following meetings must be given in writing—
  - (a) a meeting called to hear and decide the appeal of a person against the Management Committee's decision—
    - (i) to reject the person's application for membership of the Club; or
    - (ii) to terminate the person's membership of the Club;
  - (b) a meeting called to hear and decide a proposed special resolution of the Club.
- (6) A notice of a General Meeting must state the business to be conducted at the meeting.

**36 Quorum for, and Adjournment of, General Meeting**

- (1) The quorum for a General Meeting is at least double the number of members elected or appointed to the Management Committee at the close of the Club's last general meeting plus 1.
- (2) However, if all members of the Club are Members of the Management Committee, the quorum is the total number of members less 1.
- (3) No business may be conducted at a General Meeting unless there is a quorum of members when the meeting proceeds to business.
- (4) If there is no quorum within 30 minutes after the time fixed for a General Meeting called on the request of members of the Management Committee or the Club, the meeting lapses.
- (5) If there is no quorum within 30 minutes after the time fixed for a General Meeting called other than on the request of members of the Management Committee or the Club—
  - (a) the meeting is to be adjourned for at least 7 days; and
  - (b) the Management Committee is to decide the day, time and place of the adjourned meeting.
- (6) The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- (7) If a meeting is adjourned under sub rule (6), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (8) The Secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- (9) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

**37 Procedure at General Meeting**

- (1) A member may take part and vote in a General Meeting in person, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (2) A member who participates in a meeting as mentioned in sub rule (1) is taken to be present at the meeting.
- (3) At each General Meeting—
  - (a) the President is to preside as chairperson; and
  - (b) if there is no President or if the President is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the members present must elect 1 of their number to be chairperson of the meeting; and
  - (c) the chairperson must conduct the meeting in a proper and orderly way.

**38 Voting at General Meeting**

- (1) At a General Meeting, each question, matter or resolution, other than a Special Resolution, must be decided by a majority of votes of the members present.
- (2) Each member present and eligible to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.
- (3) A member is not entitled to vote at a General Meeting if the member's annual subscription is in arrears at the date of the meeting.



- (4) The method of voting is to be decided by the Management Committee.
- (5) However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- (6) If a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides.
- (7) The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

### **39 Special General Meeting**

- (1) The Secretary must call a Special General Meeting by giving each member of the Club notice of the meeting within 14 days after—
  - (a) being directed to call the meeting by the Management Committee; or
  - (b) being given a written request signed by—
    - (i) at least 33% of the number of members of the Management Committee when the request is signed; or
    - (ii) at least the number of ordinary members of the Club equal to double the number of members of the Club on the Management Committee when the request is signed plus 1; or
  - (c) being given a written notice of an intention to appeal against the decision of the Management Committee—
    - (i) to reject an application for membership; or
    - (ii) to terminate a person's membership.
- (2) A request mentioned in sub rule (1)(b) must state—
  - (a) why the special general meeting is being called; and
  - (b) the business to be conducted at the meeting.
- (3) A Special General Meeting must be held within 3 months after the Secretary—
  - (a) is directed to call the meeting by the Management Committee; or
  - (b) is given the written request mentioned in sub rule (1)(b); or
  - (c) is given the written notice of an intention to appeal mentioned in subrule (1)(c).
- (4) If the Secretary is unable or unwilling to call the Special Meeting, the President must call the meeting.

### **40 Minutes of General Meetings**

- (1) The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each General Meeting are formally recorded.
- (2) To ensure the accuracy of the minutes—
  - (a) the minutes of each General Meeting must be signed by the chairperson of the meeting, or the chairperson of the next General Meeting, verifying their accuracy; and
  - (b) the minutes of each Annual General Meeting must be signed by the chairperson of the meeting, or the chairperson of the next Meeting of the Club that is a General Meeting or Annual General Meeting , verifying their accuracy.
- (3) If asked by a member of the Club, the Secretary must, within 28 days after the request is made—
  - (a) make the records for any particular General Meeting available for inspection by the member at a mutually agreed time and place; and
  - (b) give the member copies of the minutes of the meeting.
- (4) The Club may require the member to pay the reasonable costs of providing copies of the minutes.

### **41 Indemnity and Limitation of Liability**

- (1) In the event of proceedings being taken against a member or members of the Club in respect of any matter or thing done by them in the proper performance of his/their duties or by the direction or with the authority of the Club, the Club shall indemnify such member or members of the Club so proceeded against in respect of his/their costs of such proceedings and in respect of all costs and damages and other sums which he or they may be compelled to pay in the course or as a result of such proceedings.
- (2) All members and their guests use the Club and its facilities entirely at their own risk.
- (3) The Club does not accept responsibility for damage or injury resulting from the use of the facilities howsoever caused.
- (4) The Club is not responsible for any lost or stolen item or damage to property or vehicles of members or their guests.
- (5) Damage caused wilfully or negligently will be paid for by the member causing such damage.
- (6) Members are responsible for damage or injury caused by their children or guests.

### **42 By-laws**

- (1) The Management Committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the Club.
- (2) A by-law may be set aside by a vote of members at a General Meeting of the Club.

**43 Alteration of rules**

- (1) Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a General Meeting.
- (2) However an amendment, repeal or addition is valid only if it is registered by the Chief Executive or the Office of Fair Trading.

**44 Common Seal**

- (1) The Management Committee must ensure the Club has a Common Seal. ( refer relevant By-law )
- (2) The Common Seal must be—
  - (a) kept securely by the Management Committee; and
  - (b) used only under the authority of the Management Committee.
- (3) Each instrument to which the seal is attached must be signed by a member of the Management Committee and countersigned by—
  - (a) the Secretary; or
  - (b) another member of the Management Committee; or
  - (c) someone authorised by the Management Committee.
- (4) Each use of the Common Seal must be recorded in the Minutes of the relevant Management Committee meeting.

**45 Funds and Accounts**

- (1) The funds of the Club must be kept in an account in the name of the Club in a financial institution decided by the Management Committee.
- (2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Club.
- (3) All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- (4) A payment by the Club of \$100 or more must be made by cheque or electronic funds transfer and authorised by two approved signatories .
- (5) If a payment of \$100 or more is made by cheque, the cheque must be signed by any 2 of the following—
  - (a) the president;
  - (b) the secretary;
  - (c) the treasurer;
  - (d) any 1 of 3 other members of the Club who have been authorised by the Management Committee to sign cheques issued by the Club.
- (6) However, 1 of the persons who signs the cheque must be the President, the Secretary or the Treasurer.
- (7) Cheques, other than cheques for wages, allowances or petty cash recoupment, till reimbursement or float reimbursement, must be crossed not negotiable.
- (8) All expenditure, within authorised expenditure limitations, must be approved or ratified at a Management Committee meeting.

**46 General Financial Matters**

- (1) On behalf of the management committee, the Treasurer must, as soon as practicable after the end date of each financial year, ensure a Financial Statement for its last reportable financial year is prepared.
- (2) The income and property of the Club must be used solely in promoting the Club's objects and exercising the Club's powers.

**47 Documents**

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

**48 Financial Year**

The end date of the Club's financial year is 31 December in each year.

**49 Distribution of Surplus Assets to another entity**

- (1) This rule applies if the Club—
  - (a) is wound-up under part 10 of the Act; and
  - (b) has surplus assets.
- (2) The surplus assets must not be distributed among the members of the Club.
- (3) The surplus assets must be given to another entity—
  - (a) having objects similar to the Club's objects; and
  - (b) the rules of which prohibit the distribution of the entity's income and assets to its members.
- (4) In this rule— *surplus assets* see section 92(3) of the Act.

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