



PERTH PIRATES DRAGON BOAT CLUB

Incorporated

CLUB CONSTITUTION

2020

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1. NAME

The name of this organisation shall be Perth Pirates Dragon Boat Club Inc. (hereafter referred to as the “Association”).

2. DEFINITIONS

- 2.1. A Member is an individual who has registered with the Association and paid the annual membership fee.
- 2.2. A Life Member is an individual who has been granted life membership as defined in Rule 8.
- 2.3. Committee means the Committee of Management as defined in Rule 17.
- 2.4. PPDBC means Perth Pirates Dragon Boat Club.
- 2.5. Act means the Associations Incorporation Act 2015.

3. OBJECTS AND AIMS

The objectives and aims for which the Association is established are:

- 3.1. To promote and encourage the development of Perth Pirates Dragon Boat Club and encourage dragon boat racing in Western Australia and help maintain the cultural traditions of the sport.
- 3.2. To ensure health and safety, risk management guidelines, acceptable conduct, and disability and aged equality codes, policies and practices exist for all members.
- 3.3. To adhere to the rules for dragon boat racing in Australia as advised by the Dragon Boating WA (“DBWA”) and the Australian Dragon Boat Federation (“AusDBF”);
- 3.4. To assist in the promotion of Western Australia as a venue for national and international dragon boat racing;
- 3.5. To hold funds derived from the fees of members, donations, grants, payments and other such sources as may be approved by the Association.
- 3.6. To disburse funds in order to settle debts, purchase equipment and/or property and in any other manner so as to further these objectives. Provided that in case the Association shall take or hold any property, which may be subject to trusts, the Association may only deal with the same in such manner as is allowed by law having regards to such trusts.
- 3.7. To promote social activities between Members of the Association and to provide such privileges and activities as may from time to time be thought desirable.
- 3.8. The Association shall be empowered to do all such acts and things necessary which are incidental to and necessary for the attainment of the above objectives and aims of the Association.

4. NON-PROFIT CLAUSE

- 4.1. The property and income of the Association must be applied solely towards the promotion of the objects or purposes of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any member, except in good faith in the promotion of those objectives or purposes.
- 4.2. A payment may be made to a member out of the funds of the Association, only if it is authorised under subrule (3.6).
- 4.3. 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 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 by the member on behalf of the Association.

5. MEMBERSHIP

Membership of the Association is open to all individuals in Western Australia who accept the objectives and aims of the Association. Membership to the Association will be in the following classes:-

- a) Ordinary Members.
- b) Junior Members.
- c) Affiliate Members.
- d) Social Paddler Members
- e) Social Members
- f) Life and Honorary Members.

5.1. Ordinary Members are those individuals who are full members and are registered with the Association under subrule (5.11).

5.2. Junior Members are those members under the age of 18 years and are registered with the Association under subrule (5.6) Junior Members shall have no voting rights nor be entitled to hold office.

- 5.3. Affiliate Members are those members who have demonstrated interest or investment in the sport of dragon boat racing in Western Australia, either broadly or specifically and being in an area the Committee considers appropriate and can be individuals, Corporations and Incorporated bodies interested in the work of the Association. An associate member has the rights of an ordinary member other than full voting rights
- 5.4. Social Paddler Members are those individuals who are full members, are registered with the Association under subrule (5.11), but do not participate in Dragon Boating Western Australia grand prix regattas.
- 5.5. Social Members are those who wish to further the interests of the Club, without paddling or voting rights.
- 5.6. Life and Honorary Members are those members admitted under Rule 8 hereof.
- 5.7. Any application for membership shall be addressed to the Committee in writing on the prescribed form and shall state the class of membership sought, shall include an application fee to be determined by the Committee, which shall be reviewed annually.
- 5.8. Such application shall be considered at the next Committee meeting of the Association, which shall determine upon the admission or rejection of the applicant. The committee must notify the applicant of the committee's decision to accept or reject the application as soon as practicable after making the decision.
- 5.9. If the Committee rejects the application, the committee is not required to give the applicant its reasons for doing so.
- 5.10. The number of members of any class is not limited unless otherwise approved by resolution at a general meeting.
- 5.11. All members Ordinary, Junior, Affiliate, Social Paddler, must be registered annually with the Association and pay the annual membership fee as determined by the Committee.
- 5.12. The voting rights of Members will commence after admission of the applicant.
- 5.13. A register of members shall be kept up to date by the Secretary of the Association, or a person nominated by the Committee, showing the name, postal or residential address, phone number and electronic contact details of each member where available. Such register is to be available to each member for inspection electronically or in hard copy upon request.
- 5.14. Any individual who ceases to be a member will be deleted from the register.

6. MEMBERSHIP FEES

- 6.1. The committee must determine the entrance fee (if any) and the annual membership fee (if any) to be paid for membership of the Association.

- 6.2. The fees determined under subrule (6.1) may be different for different classes of membership.
- 6.3. A member must pay the annual membership fee to the treasurer, or another person authorised by the committee to accept payments, by the date (the due date) determined by the committee.
- 6.4. If a member has not paid the annual membership fee within the period of 3 months after the due date, the member ceases to be a member on the expiry of that period.
- 6.5. If a person who has ceased to be a member under subrule (6.4) offers to pay the annual membership fee after the period referred to in that subrule has expired —
 - 6.5.1. the committee may, at its discretion, accept that payment; and
 - 6.5.2. if the payment is accepted, the person's membership is reinstated from the date the payment is accepted.

7. REGISTER OF MEMBERS

- 7.1. The Membership 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.
- 7.2. 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.
- 7.3. The register of members must be kept at the Membership Secretary's place of residence, or at another place determined by the Committee.
- 7.4. A member who wishes to inspect the register of members must contact the secretary to make the necessary arrangements.
- 7.5. If —
 - 7.5.1. 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
 - 7.5.2. 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.

8. LIFE AND HONORARY MEMBERSHIP

- 8.1. Life Membership may be bestowed upon any individual who in the opinion of the Association has given outstanding service to the Association.

- 8.2. A proposal for Life Membership shall be given by notice and shall include a resume of the proposed recipient's contribution of service and shall accompany the Notice of Annual General Meeting and be given to all Members.
- 8.3. Such a motion to confer Life Membership must be affirmed by a secret ballot at an Annual General Meeting by a three-fourths majority of those present and eligible to vote.
- 8.4. Honorary Membership may at the discretion of the Committee be conferred for a limited period of time, for an outstanding contribution or for a distinguished visitor.
- 8.5. Privileges of Life Membership include:
 - 8.5.1. No annual subscription to the Association
 - 8.5.2. Invitations to all functions held by the association at no cost

9. PATRONAGE

The Association may seek to appoint a suitable person as Patron of the Association.

10. MEMBERS' LIABILITY

The Members of the Association shall have no liability to contribute towards the payment of debts and liabilities of the Association or the costs, charges and expenses of winding up the Association except to the amount of any unpaid membership or registration fee.

11. SUSPENSION OR EXPULSION

- 11.1. All members must respect the rights, dignity and worth of all members regardless of their ability, gender or cultural background. Abusive or violent conduct of any nature towards any paddler, club, race official, volunteer or spectator will not be tolerated.
- 11.2. The Committee may vote of at least three-fourths of their number to expel, suspend or reprimand any Member, should any Member not comply with the Rules of the Association, its Code of Conduct or is found guilty of conduct which is, in the opinion of the Committee, prejudicial to the interests of the Association or its Members.
- 11.3. Before any Member is expelled, suspended or otherwise reprimanded, the Committee shall convene a Disciplinary Sub-Committee (comprising the President, Vice-President, Secretary, and one other member as appointed by the Committee) to inquire into the conduct in question, and the Member shall be given the opportunity to justify or explain their conduct before that Sub-Committee.
- 11.4. Providing that a quorum is established, the majority of the Sub Committee is present when the matter is enquired into, and that they are of the opinion that the Member has been guilty of such

action as afore-said. The Sub Committee may recommend to the Committee that the Member in question be suspended for the remainder of the membership year.

- 11.5. Should any member fail to appear at an inquiry conducted under subrule (11.3) and subrule (11.4) hereof, or any adjournment thereof, the Sub Committee may proceed in that Member's absence to conduct the said inquiry and to make its findings as herein before empowered.
- 11.6. 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.
- 11.7. The notice given to the member must state —
 - 11.7.1. when and where the committee meeting is to be held; and
 - 11.7.2. the grounds on which the proposed suspension or expulsion is based; and
 - 11.7.3. 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;
- 11.8. At the committee meeting, the committee must —
 - 11.8.1. 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
 - 11.8.2. give due consideration to any submissions so made; and
 - 11.8.3. 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.
- 11.9. A decision of the committee to suspend the member's membership or to expel the member from the Association takes immediate effect.
- 11.10. The committee must give the member written notice of the committee's decision, and the reasons for the decision, within 7 days after the committee meeting at which the decision is made.
- 11.11. 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 subrule (11.9), give written notice to the secretary requesting the appointment of a mediator under Rule 16.
- 11.12. If notice is given under subrule (11.10), the member who gives the notice and the committee are the parties to the mediation.

12. CONSEQUENCES OF SUSPENSION

- 12.1. During the period a member's membership is suspended, the member —
 - 12.1.1. loses any rights (including voting rights) arising as a result of membership; and
 - 12.1.2. is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Association.
- 12.2. When a member's membership is suspended, the secretary must record in the register of members —
 - 12.2.1. that the member's membership is suspended; and
 - 12.2.2. the date on which the suspension takes effect; and
 - 12.2.3. the period of the suspension.
- 12.3. 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.

13. CESSATION OF MEMBERSHIP

- 13.1. Membership to the Association and all membership entitlements shall cease 30 days after the issuing of Membership Renewal Notices containing the membership fees for the following year as affirmed at the Association's Annual General Meeting. Membership may also cease upon resignation, expulsion or failure to pay outstanding membership fees.
- 13.2. The Membership Secretary must keep records for at least one year after ceases to be a member of-
 - 13.2.1. The date on which the person ceased to be a member; and
 - 13.2.2. The reason why the person ceased to be a member if informed by member.

14. RESIGNATION

- 14.1. A Member may at any time resign their membership by giving notice in writing to the Secretary.
- 14.2. The resignation takes effect-
 - 14.2.1. When the secretary receives notice; or
 - 14.2.2. If a later time is stated in the notice, at the later time.
- 14.3. 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
- 14.4. The owed amount may be recovered by the Association in a court of competent jurisdiction as a debt due to the Association.

14.5. Any Member who resigns from the Association shall lose and forfeit to the Association all interest and benefit in the funds and property of the Association and all rights attaching to membership.

15. RESOLVING DISPUTES

Terms used

Grievance procedure means the procedures set out in this section;

Party to a dispute includes a person –

- a) who is a party to the dispute; and
- b) who ceases to be a member within 6 months before the dispute has come to the attention of each party to the dispute.

Application of section

The procedure set out in this section (the grievance procedure) applies to disputes —

- a) between members; or
- b) between one or more members and the Association.

Parties to attempt to resolve dispute

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.

How grievance procedure is started

15.1. If the parties to a dispute are unable to resolve the dispute between themselves within the time required of 14 days, any party to the dispute may start the grievance procedure by giving written notice to the secretary of —

- 15.1.1. the parties to the dispute; and
- 15.1.2. the matters that are the subject of the dispute.

15.2. Within 28 days after the secretary is given the notice, a committee meeting must be convened to consider and determine the dispute.

15.3. 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 7 days before the meeting is held.

15.4. The notice given to each party to the dispute must state —

- 15.4.1. when and where the committee meeting is to be held; and

15.4.2. 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.

15.5. If —

15.5.1. the dispute is between one or more members and the Association; and

15.5.2. 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 16, the committee must not determine the dispute.

Determination of dispute by committee

15.6. At the committee meeting at which a dispute is to be considered and determined, the committee must —

15.6.1. 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

15.6.2. give due consideration to any submissions so made; and

15.6.3. determine the dispute.

15.7. 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.

15.8. A party to the dispute may, within 14 days after receiving notice of the committee's determination under subrule (15.6.3), give written notice to the secretary requesting the appointment of a mediator under Rule 16.

15.9. If notice is given under subrule (15.7), each party to the dispute is a party to the mediation.

16. MEDIATION

Application of Section

16.1. This section applies if written notice has been given to the secretary requesting the appointment of a mediator —

16.1.1. by a member under rule (15.5); or

16.1.2. by a party to a dispute under rule (15.5.2)

16.2. If this section applies, a mediator must be chosen or appointed under rule 16.

Appointment of mediator

- 16.3. The mediator must be a person chosen —
 - 16.3.1. if the appointment of a mediator was requested by a member under rule (15.7) — by agreement between the Member and the committee; or
 - 16.3.2. if the appointment of a mediator was requested by a party to a dispute under rule (15.5.2) — by agreement between the parties to the dispute.
- 16.4. If there is no agreement for the purposes of subrule (16.3.2) or (16.3.1), then, subject to subrules (16.5) and (16.6), the committee must appoint the mediator.
- 16.5. 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 center, if the appointment of a mediator was requested by —
 - 16.5.1. a member under rule (15.8); or
 - 16.5.2. a party to a dispute under rule (15.5.2);
- 16.6. The person appointed as mediator by the committee may be a member or former member of the Association but must not —
 - 16.6.1. have a personal interest in the matter that is the subject of the mediation; or
 - 16.6.2. be biased in favour of or against any party to the mediation.

Mediation process

- 16.7. The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.
- 16.8. 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.
- 16.9. In conducting the mediation, the mediator must —
 - 16.9.1. give each party to the mediation every opportunity to be heard; and
 - 16.9.2. allow each party to the mediation to give due consideration to any written statement given by another party; and
 - 16.9.3. ensure that natural justice is given to the parties to the mediation throughout the mediation process.
- 16.10. The mediator cannot determine the matter that is the subject of the mediation.
- 16.11. 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.
- 16.12. The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.

Note for this rule:

Section 182(1) of the Act provides that an application may be made to the State Administrative Tribunal to have a dispute determined if the dispute has not been resolved under the procedure provided for in the incorporated association's rules.

If mediation results in decision to suspend or expel being revoked

16.13. If —

16.13.1. mediation takes place because a member whose membership is suspended or who is expelled from the Association gives notice under rule (15.8); and

16.13.2. 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.

17. MANAGEMENT COMMITTEE

17.1. The Management Committee, 'The Committee', shall be responsible for setting policy, planning and managing the usual business affairs of the Association in accordance with the objectives and aims of the Association detailed in Rule 3.

17.2. The Committee members shall comprise the Office Bearers of the Association as specified in subrule (17.4) plus two other elected Committee members. Office Bearers and Committee members must be financial Ordinary Members of the Association.

17.3. The Treasurer will have custody of all securities, books and documents of a financial nature and accounting records of the Association unless the members resolve otherwise at a general meeting.

17.4. The elected Office Bearers of the Association will be as follows:-

- President
- Vice President
- Secretary
- Treasurer

17.5. Additional Committee members may include and are encouraged to fulfil the positions as follows;

- Membership Secretary
- Team Manager
- Committee Member 1 Alternating year
- Committee Member 2 Alternating year

17.6. Full members shall have the power to coopt others member from any category as required, while maintaining a quorum.

17.7. A Committee member's term will be from their election at an Annual General Meeting Rule 25) until the election of Committee members at the second Annual General Meeting after their election, but such persons are eligible for re-election to membership of the Committee

17.8. Retirement of Office Bearers and Committee members shall be staggered such that 50% of the Committee will retire each year as follows

EVEN YEARS	ODD YEARS
President	Vice President
Secretary	Treasurer

17.9. Prior to the election of the Committee at the first Annual General Meeting to be held after the incorporation of the Association a ballot will be held to choose:

17.10. if the Committee consists of an even number of members, half of that number; or

17.11. if the Committee consists of an odd number of members, the number of members nearest to, and exceeding, half of that odd number, who will cease to be Committee members, but will be eligible for re-election to membership of the Committee.

17.12. The Committee may, by their own election, invite any Life Member to sit on the Committee in an advisory capacity.

17.13. The Committee shall meet at least ten times per year.

17.14. A meeting of the Committee may be called on the written or emailed request of at least three Committee members addressed to the Secretary of the Association and upon receipt of such request, the Secretary shall convene a meeting on a date not later than 14 days following the receipt of such a request.

17.15. A Committee member shall cease to hold office in any capacity with the Association upon any of the following:

- 17.15.1. Death.
- 17.15.2. Ceasing to be a financial registered ordinary member of the Association.

- 17.15.3. Giving notice of resignation in writing to the Secretary.
 - 17.15.4. Becoming an insolvent under administration, within the meaning of the Corporations Law.
 - 17.15.5. Becoming mentally incapacitated.
 - 17.15.6. Being absent without apology from three consecutive Committee meetings.
 - 17.15.7. Upon membership or affiliation with a body or association with objectives and aims that are in conflict with the with the objectives and aims of this Association
- 17.16. The quorum of the Committee shall be one half of the elected Committee members plus one. Should a quorum not be present, a new meeting shall be convened after the expiration of 21 days but not later than 30 days and at such adjourned meeting the delegates present shall form a quorum regardless of the number present.
- 17.17. Where a Committee member has an interest in any dragon boat activity run for personal profit or advantage they will be required to complete a Pecuniary Interest Declaration stating the nature of their interest and the nature of the activity.
- 17.18. Where a Committee member has an interest in any dragon boat activity run for personal profit or advantage they will disqualify themselves from taking part in any Committee vote in relation to that activity.
- 17.19. Life, Honorary, Junior and Affiliate members shall have no voting entitlements at meetings of the Committee.
- 17.20. The Committee may elect from among themselves, or appoint from ordinary or social members, in addition to the Committee members, any other position deemed to support the operations of the Association. Such appointments shall be for a specified term of up to twelve months, after which time the Committee can re-elect these positions.

18. SUB-COMMITTEES

- 18.1. Sub-Committees may be formed for the purpose of pursuing any of the objectives and aims of the Association and for any other purpose as the Committee may determine from time to time.
- 18.2. The Committee shall appoint the Chairperson of any Sub-Committee.
- 18.3. The President and the Secretary shall be ex-officio members of all Sub-Committees.

19. AUDIT

If required to do so by the funding body, or if otherwise deemed appropriate, the Committee shall appoint an auditor who shall report to the Members in accordance with the relevant standards and regulations.

20. FINANCIAL YEAR

The financial year of the Association shall commence on the 1st day of July and end on the 30th day of June, of the following year.

21. SUBSCRIPTION AND REGISTRATION

- 21.1. The annual membership fee to be paid by all Members of the Association shall be prescribed by the Committee at the Annual General Meeting. An applicant seeking membership must pay the required membership fee upon application. (Note: that the membership fee establishes financial membership for the year 1st July and ends 30th June in the following year.)
- 21.2. No part of the membership fee shall be refunded to any member retiring or resigning from the Association.

22. DEFAULT OF MEMBERS

While any monies payable by an ordinary member are overdue, that Member may not vote or be counted in a quorum for a meeting of the Committee or exercise any powers as members of the Association unless the Committee resolves otherwise.

23. VOTING

- 23.1. All Members of the Committee, present at a Committee meeting (or involved in a poll of the Committee members) shall be entitled to one (1) vote.
- 23.2. Each Committee Member or Proxy will be entitled to one (1) vote on any one motion or matter at any Committee meeting at which they are present or in any poll of a meeting of the Committee, called for whatever purpose.
- 23.3. Voting shall be by simple majority, unless otherwise stated in the Rules.
- 23.4. Voting will be by a show of hands where Committee Members are physically present and voting, or, by assent in a poll or other circumstances when Committee Members are not physically present, except that:-
 - 23.4.1. Any contested election at the Annual General Meeting or otherwise shall be by secret ballot.
 - 23.4.2. Any meeting may, by show of hands, require any other vote to be by secret ballot.
- 23.5. A special resolution will require seventy-five percent of the members (rounded up) voting to be resolved in the affirmatives.
- 23.6. Where a resolution regarding an issue is required and the calling of a Committee meeting (whether a general meeting or a meeting of the Committee) is deemed by the President to be

difficult or impossible to call within the time frame required for the resolution of the matter at hand, the Secretary may conduct a poll of Committee members either by telephone or by any other means deemed appropriate in order to obtain a resolution. All members of the Committee (or in the case of a general resolution, all Members) must be contacted as part of the poll and no resolution will be declared unless this proviso is met. The results of such a poll will be declared in writing to all members of the Association within 7 days of the taking such a poll.

23.7. All elections and/or appointments to the Committee will be voted upon regardless of the number of candidates standing for such positions.

23.8. At any meeting of the Association, in the case of a tied vote on any matter, the President shall exercise a casting vote.

23.9. Any person(s) may be invited to attend any meeting but will speak only at the direction of the Chair (or any other Committee member deemed to be presiding at the meeting in question).

24. COMMITTEE MEETINGS

24.1. At least 7 days' notice of all general meetings and notices of motion shall be given to all Committee members (except for the Annual General Meeting and for an Extraordinary General Meeting).

24.2. Written notice of all meetings shall be given to members either personally, by post, by email, by fax or by any other available telecommunications channels.

24.3. Notices sent by post shall be deemed to have been received two days after the date of posting.

24.4. Committee meetings of the Association shall be held in the following manner:-

24.4.1. The President, or in their absence the Vice President shall take the chair.

24.4.2. In the event of the President and the Vice President being absent from a duly convened meeting, such a meeting may elect a Chairperson from its midst.

24.4.3. The Chairperson shall open and close the meeting and conduct it in accordance with the Rules ordinarily observed in the conduct of meetings.

24.5. Only financial Committee Members are eligible to vote. Each Committee member is entitled to a single vote.

24.6. All motions must be clearly formulated and must be proposed and seconded by Committee Members eligible to vote.

24.7. Voting is to be by a show of hands unless a secret ballot is demanded. A simple majority shall make decisions unless otherwise stated in these rules.

24.8. In case of equality on voting on any question, the Chairperson of the meeting shall exercise a second or casting vote in favor of maintaining the status quo.

- 24.9. The Chairperson will have the right at his/her absolute discretion and without assigning any reason for so doing, of adjourning the debate on any other matter of particular importance until the next ensuing meeting.
- 24.10. The Secretary shall keep a concise record of the proceedings of the meeting, unless absent at which point another Committee Member will be allocated.

25. ANNUAL GENERAL MEETING

- 25.1. There shall be an Annual General Meeting of the Association during the month of August of each year.
- 25.2. Members shall be given notice in writing at least 28 days before such meeting.
- 25.3. In addition to any other business which may be transacted at an Annual General Meeting, the business of the meeting shall include the following:-
- 25.3.1. To confirm the minutes of the last Annual General Meeting and of any Extraordinary General Meeting held since the meeting.
- 25.3.2. To receive the Committee's report on the activities of the Association in the last financial year.
- 25.3.3. To elect Office Bearers and other Committee members as specified in Clause 13.2 for the ensuing twenty-four months.
- 25.3.4. To receive and consider financial statements from the Committee which are not misleading and gives a true and fair view of the last financial year of the Association's:-
- income and expenditure
 - assets and liabilities
 - mortgages, charges and other securities
 - trust properties.
- 25.4. Any notices of motions to be lodged shall be in writing and received by the Secretary within no less than 14 days prior to the date of the Annual General Meeting.
- 25.5. The Secretary will cause the prescribed nomination forms for all 'elected' positions to be distributed to all members with the notice of the Annual General Meeting. The completed nomination forms shall be received by the Secretary within no less than 14 days prior to the date of the Annual General Meeting.
- 25.6. Any other business to be discussed may be raised at the meeting provided such business has already been included in the Notice of Meeting Agenda circulated to all members.

- 25.7. At the discretion of the President (or any other members deemed to be presiding at the Annual General Meeting), further nominations may be accepted from the floor of the Annual General Meeting.
- 25.8. Only financial members of the Association shall be entitled to vote at the Annual General Meeting.
- 25.9. The quorum of the Annual General Meeting shall be three fourths of the Committee Members plus 10% financial members of the Association. Should a quorum not be present, a new meeting shall be convened after the expiration of 14 days but not later than 28 days, and at such adjourned meeting the members shall form a quorum regardless of the number present.

26. EXTRAORDINARY MEETING

- 26.1. The Committee in special circumstances, which in their opinion make it necessary, may convene an Extraordinary General Meeting. The date and agenda of such meeting shall be made known to all members at least 14 days in advance.
- 26.2. Such a meeting shall be convened if at least 6 Ordinary Members of the Association, eligible to vote, make an application in writing containing their signature and stating reasons for calling such a meeting.
- 26.3. The Rules relating to a quorum for an Extraordinary Meeting shall be the same as for the Annual General Meeting. In addition to any other business which may be transacted at an Annual General Meeting, the business of the meeting shall include the following:-
- 26.3.1 to confirm or vary the membership fees to be paid by all members and other amounts (if any) to be paid.

27. CASUAL VACANCIES

In the event of a casual vacancy on the Committee, the Committee shall replace the vacancy concerned until the next Annual General Meeting or Extra-Ordinary Meeting called for that purpose.

28. PROXIES

- 28.1. A vote may be by proxy.
- 28.2. Each duly elected Committee Member is entitled to appoint a proxy provided a written notice (in the prescribed format) is given to the Secretary of the Association prior to the commencement of the meeting.
- 28.3. The President (or any other member deemed to be presiding at the meeting) is not bound to accept any proxy Forms received after the start of a meeting.

28.4. A duly appointed proxy must be an Ordinary Member.

29. FUNDS

The funds of the Association shall be derived from the member's subscriptions, registration fees; donations, grants, bequests and such other sources as the Committee may determine from time to time.

30. ALTERATION TO THE RULES

These rules shall not be altered, repealed or added to except by a special resolution carried by at least three fourths majority of those present at an Annual General Meeting or Extraordinary General Meeting, of which 28 days notice together with a copy of any proposed alteration, repeal or addition has been given.

31. DISSOLUTION

31.1. The Association shall be deemed to have been dissolved if and when a resolution in favour of dissolution shall be carried by at least three fourths majority at a meeting of the Committee specially called for the purpose of considering such dissolution and such resolution shall be ratified by at least three fourths majority of members at a General Meeting specially called for the purpose.

31.2. Upon the dissolution of the Association a liquidator shall be appointed to wind up the affairs of the Association. All property of the Association shall be realised and sold and the monies obtained thereby together with any monies in hand shall be used and applied firstly in paying the expenses of such realisation and sale, secondly in paying and discharging all debts and liabilities for which the Association is responsible, and the surplus (if any) then remaining shall be distributed to another association incorporated under the Act which has similar objects and aims and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members.

32. GENERAL REGULATIONS

32.1. All matters not contained within this Constitution may be provided for in the General Regulations of the Association.

32.2. General Regulations as prescribed and affirmed by the Committee from time to time shall have the same force as this Constitution.

32.3. The General Regulations are to include the job descriptions of the Committee members.

32.4. No regulations shall be repugnant of this Constitution.

32.5. Any alteration or addition to the Regulations shall be affirmed by a simple majority of members eligible to vote at a Committee Meeting.

32.6. All members shall be given 28 days notice of any proposed alteration or addition to the General Regulations.

32.7. Any matter not specifically covered by this Constitution or the General Regulations may be determined by resolution of a simple majority of those Members eligible to vote at a Committee Meeting.

33. INSPECTION OF RECORDS

A Member may at any reasonable time inspect without charge the members' register, record of office holders and the rules of the association. Records are not to be removed from the possession of the association or used for private purposes.

34. INTERPRETATION

34.1. Contended items; words and definitions used within this Constitution shall be interpreted according to the popular usage. Where such usage is still contended, such contended items, words and definitions will be interpreted according to the Commonwealth Interpretation Acts 2015 as amended from time to time. Where such contended items, words or definitions are not covered by the said Act, the item may be interpreted by a majority decision at a Committee Meeting. Such an interpretation shall remain in force until the subsequent Annual General Meeting where if necessary it will be reviewed.

34.2. The Association will operate under relevant laws of the state of Western Australia as amended from time to time and any relevant Commonwealth laws as appropriate.

35. CLUB SEAL

35.1. The Association does not have a club seal.

_____END_____