

CONSTITUTION
OF
**MANGLES
BAY
FISHING
CLUB INC.**

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Published SGM 21 May 2017

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1. NAME OF ASSOCIATION

The name of the Association is **Mangles Bay Fishing Club Inc.**

2. DEFINITIONS

In these rules, unless the contrary intention appears –

Act means the Associations Incorporation Act 1987 administered by a Department of the Public Service principally assisting in the administration of the Act.

By-Laws means the rules made and adopted in accordance with rule 23.

Chairperson means the President referred to in rule 12.

Club means Mangles Bay Fishing Club Inc. and may be shortened to MBFC Inc.

Committee means the Committee of Management of the Association referred to in rule 11.

Committee meeting means meeting referred to in rule 16.

Executive committee member's means person referred to in rule 11 (1) paragraph (a), (b), (c) & (d).

Financial year means the period commencing 1st July and ending on 30th June in the following year.

General meeting means meeting convened under rule 17.

Member means a member of the Club as defined in rule 5.

Motion means a proposal that is put before a meeting for discussion and decision.

Ordinary resolution means a motion that is passed by a simple majority (50% + 1) of eligible members present and becomes binding on the Club.

Quorum means:

- a) In relation to a Committee meeting five (5) Committee members; or

- b) In relation to General meeting (Annual or Special) thirty (30) members.

Secretary is responsible for duties as detailed in rule 13.

Special resolution requires a 75% majority of eligible members present to vote on either amendment of the Constitution, name or objectives, or to wind up the Club, section 24 of the Act.

Treasurer is responsible for duties as detailed in rule 14.

3. OBJECTS OF ASSOCIATION

- (1) The objects of the Club are –
 - (a) the promotion and encouragement of the sport of angling and fellowship amongst both professional and amateur fishing persons and to assist in securing legislation when necessary for the propagation and protection of fish;
 - (b) to promote, arrange and control angling and other aquatic pastimes and competitions and such other sports, games and amusements, recreations and entertainments as may be deemed appropriate;
 - (c) to foster and encourage sea sports with particular attention to sports involving family participation and to promote social intercourse between all members;
 - (d) to engage in the promotion of safe practices on land and sea amongst club members and by example to further this object throughout the community;
 - (e) to establish and maintain a headquarters premises and sea sports club with all its amenities including safety facilities;
 - (f) to join in or affiliate with any other club or association having similar interests;
 - (g) to be a social, sporting, non-political and non-profit making club;
 - (h) the Club is established for the purpose of accommodating and providing amenities for members and their guests upon premises lawfully occupied by the club in good faith and the Club is not established for the purpose of making profits divisible amongst the members or in support of any object other than the accommodation and provisions of amenities for members and their guests;

- (i) the doing of all such other acts and things as are conducive or incidental to the abovementioned objects; and
 - (j) to maintain existing and future facilities including services and infrastructure for the use of professional fishermen.
- (2) The income and property of the Club shall be applied solely towards the promotion of the objects of the Club. No portion of the income or property shall be paid, transferred or distributed directly or indirectly to the members of the Club, provided that nothing shall prevent the payment in good faith of remuneration to any officer or employee of the Club or to any person other than a member, in return for service rendered to the Club.

4. POWERS OF ASSOCIATION

The Committee shall have the following powers –

- (a) acquire, hold, deal with, and dispose of any real or personal property;
- (b) open and operate bank accounts;
- (c) invest its money-
 - (i) in any security in which trust monies may lawfully be invested;
or
 - (ii) in any other manner authorised by the rules of the Club;
- (d) borrow money upon such terms and conditions as the Club thinks fit;
- (e) give such security for the discharge of liabilities incurred by the Club as the Club sees fit;
- (f) appoint agents to transact any business of the Club on its behalf;
- (g) enter into any contract it considers necessary or desirable;
- (h) to amalgamate co-operate affiliate and enter into reciprocal arrangements with any other association or club having objects wholly or in part similar to those of the Club;

- (i) to appoint employ and pay an officer, employee or servant and to dismiss or suspend any officer, employee or servant;
- (j) to apply for obtain and renew from time to time a club licence under the Liquor Control Act 1988 and its amendments;
- (k) to do all such things as are incidental or conducive to the attainment of the Club's objects; and
- (l) may act as trustee and accept and hold real and personal property upon trust, but does not have the power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene this Act or the rules of the Club.

5. MEMBERSHIP

- (1) Membership of the Club is open to all members of the community who are at least eighteen (18) years of age.
- (2) A person who wishes to become a member must:
 - (a) apply for membership to the Committee in writing-
 - (i) signed by that person and by both of the members referred to in paragraph (b); and
 - (ii) in such form as the Committee from time to time directs; and
 - (b) be proposed by one member and seconded by another member.
- (3) The Committee members must consider each application made under sub-rule (2) at a Committee meeting and must at the Committee meeting or the next Committee meeting accept or reject that application subject to any restrictions imposed under sub-rule (6).
- (4) An applicant whose application for membership of the Club is rejected under sub-rule (3) must, if he or she wishes to appeal against that decision, give notice to the Secretary of their intention to do so within a period of fourteen (14) days from the date advised of the rejection.
- (5) When notice is given under sub-rule (4), the Club in a general meeting no later than the next annual general meeting, must either confirm or set aside the decision of the Committee to reject the application, after having afforded the applicant who gave that notice a reasonable

opportunity to be heard by, or to make representations in writing to, the Club in the general meeting.

- (6) Subject to a Resolution at a committee meeting the Committee may, from time to time, limit the number of members of the club generally or specifically and may vary or withdraw such limit.
- (7) Maximum number of guests per member per day for the purpose of section 48 (4) (b) of the Liquor Control Act 1988 is Five (5). All guests are to sign into the Guest book witnessed by the member.
- (8) All applications shall be posted on the Notice Board of the club for a period of not less than fourteen (14) days before election at a committee meeting.

6. MEMBERSHIP CLASSIFICATION

The Club shall consist of the following member Classifications –

(1) Ordinary Members –

those persons over the age of eighteen (18) years who have had their application accepted have paid all subscriptions for the year and each subsequent year, in accordance with rule 8 (4).

(2) Family Members –

the spouse/ partner and children under eighteen (18) years of age of a financial ordinary member who have had their application accepted and have paid all subscriptions in accordance with 8 (4) are entitled to use all facilities and participate in all activities of the Club but shall not be entitled to vote.

(3) Life Members –

must have been Ordinary members and have contributed significantly to the Club over a number of years. Appointment by the management Committee shall be ratified at the next general meeting. Life members shall be entitled to enjoy all the privileges of the Club and shall have the right to vote at meetings of the Club or to hold any office in the Club. Membership subscription is waived.

(4) Temporary Membership –

A person who is on any day visiting the club as a member of or an official of another club:

- (a) That is to engage in a pre-arranged event with the host club conducted for the purposes of one of the host clubs principal objectives; or
- (b) That is to hold a pre-arranged function at the host club involving the use of the host club's sporting facilities.

May be taken to be a person who is accorded temporary membership on that day.

- (5) At the discretion of the ruling committee the club may extend temporary membership to members of another club to use all the facilities of the club in the same manner as an ordinary member on a temporary basis.

7. REGISTER OF MEMBERS OF CLUB

- (1) The Secretary, on behalf of the Club, must comply with Section 27 of the Act by keeping and maintaining in an up to date condition a register of the members of the Club and their postal or residential addresses.
- (2) The Club shall keep an up to date register of members in respect of each class of membership. The register must be continually available for inspection at the club premises.
- (3) Each Member has the right under the Act to inspect the register, and to make a copy of any part of its content; A member does not have the right to remove the register from the Clubs possession. Note: only member names and postal or residential address shall be made available; this does not contravene the Privacy Act.
- (4) The Secretary shall cause the name of a person who ceases to be a member, through resignation, being un-financial is expelled or dies, under rules 8 (3) and 9 to be deleted from the register of members referred to in sub-rule (1).

8. SUBSCRIPTION OF MEMBERS OF CLUB

- (1) Members may from time to time at a general meeting determine the amount of the subscription to be paid by each member.
- (2) Each member shall pay to the Treasurer, a defined, annual, half yearly, quarterly or monthly subscription and be payable in advance, annually from 1 July or such other date as the Committee from time to time determines, the amount of the subscription determined under sub-rule (1).
- (3) Subject to sub-rule (4), a member whose subscription is not paid within thirty (30) days after the relevant date fixed by subclause (2) cease on the expiry of that period to be a member, unless the Committee decides otherwise.
- (4) A person exercises all the rights and obligations of a member for the purposes of these rules if subscriptions are paid on or within thirty (30) days of the date fixed under sub-rule (2).
- (5) The Club shall provide an invoice (first and final) to each member from 1st July detailing applicable fees and levies as determined under sub-rule (1).

9. TERMINATION OF MEMBERSHIP OF THE CLUB

Membership of the Club may be terminated upon-

- (1) Receipt by the Secretary or other Committee member of a notice in writing from a member of resignation from the Club. Such person remains liable to pay to the Club the amount of any subscriptions due and payable by that person to the Club but unpaid at the date of termination.
- (2) Non-payment by a member of subscriptions in accordance with rule 8 (3).
- (3) Expulsion of a member in accordance with rule 10.

10. SUSPENSION OR EXPULSION OF MEMBERS OF THE CLUB

- (1) If the Committee considers that a member should be suspended or expelled from membership of the Club due to conduct that is detrimental to the interests of the Club the Committee must communicate, either orally or in writing, to the member –

(a) notice of the proposed suspension or expulsion and of the time, date and place of the Committee meeting at which the question of that suspension or expulsion will be decided; and

(b) particulars of that conduct, stating the Constitutional Rules and/or By-Laws that have been breached.

not less than fourteen (14) days before the date of the Committee meeting referred to in paragraph (a).

- (2) At the Committee meeting referred to in a notice communicated under sub-rule (1), the Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or make representations in writing to, the Committee, suspend or expel or decline to suspend or expel that member from membership of the Club and must, forthwith after deciding whether or not to suspend or expel that member, communicate that decision in writing to that member.
- (3) Subject to sub-rule (5), a member who is suspended or expelled; ceases to be a member fourteen (14) days after the day on which the decision to suspend or expel a member is communicated under sub-rule (2)
- (4) A member who is suspended or expelled under sub-rule (2) may appeal against that suspension or expulsion, by giving notice in writing to the Secretary of their intention to do so stating the reason/s for the Appeal within the period of fourteen (14) days referred to in sub-rule (3).
- (5) When notice is given under sub-rule (4)-
 - (a) the Club in a general meeting, must either confirm or set aside the decision of the Committee to suspend or expel the member, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Club in the general meeting; and
 - (b) the member who gave that notice (appeals) is not suspended or does not cease to be a member until the decision of the general meeting to suspend or expel is confirmed under paragraph (a). If the decision at the General Meeting is to suspend or expel it is to be immediate.

11. COMMITTEE OF MANAGEMENT

- (1) Subject to sub-rule (8)(10), the affairs of the Club shall be managed exclusively by a Committee of Management consisting of –
 - a. a President;
 - b. a Vice President;
 - c. a Secretary;
 - d. a Treasurer; and
 - e. not less than five (5) other members,

all of whom must be members of the Club, subject to rule (8) (4).

- (2) Committee members shall be elected to the Committee of Management at an annual general meeting for a period of two (2) years with half of the Committee being elected each year.
- (3) Executive Committee are not eligible for re-election in the same capacity if they have held the same position for 3 consecutive terms immediately prior to the election.
- (4) Where a nomination for the position of the Executive Committee is not forthcoming by the deadline as set in sub rule (5), nominations for that position will be called again from the floor of the Annual General Meeting and Rule 11(3) will not apply.
- (5) Except for nominees under sub-rule (8), a person is not eligible for election to membership of the Committee unless a member has nominated for election by delivering notice in writing of that nomination, signed by--
 - (a) the nominator; and
 - (b) the nominee to signify his or her willingness to stand for election,to the Returning Officer not less than fourteen (14) days before the day on which the annual general meeting concerned is to be held.
- (6) A person who is eligible for election or re-election under this rule may--
 - (a) propose or second himself or herself for election or re-election; and
 - (b) vote for himself or herself

- (7) If the number of persons nominated in accordance with sub-rule (35) for election to membership of the Committee does not exceed the number of vacancies in that membership to be filled-
- (a) the Returning Officer must report accordingly to; and
 - (b) the Chairperson must declare those persons to be duly elected as members of the Committee at,

the general meeting concerned.
- (8) If vacancies remain on the Committee after the declaration under sub-rule (7), additional nominations for the Committee may be accepted from the floor of the annual general meeting. If such nominations from the floor do not exceed the number of vacancies the President must declare those persons to be duly elected as members of the Committee. Where the number of nominations from the floor exceeds the remaining number of vacancies on the Committee, elections for those positions must be conducted.
- (9) If a vacancy remains on the Committee after the application of sub-rule (8), or when a casual vacancy within the meaning of rule 15 occurs in the membership of the committee –
- (a) the Committee may appoint a member to fill that vacancy; and
 - (b) a member appointed under this subrule shall –
 - (i) be elected to fill such a vacancy until the next election (not the next AGM to maintain the alternate election process) provided the member elected at such Committee meeting shall hold office in the place of, and upon the same terms and conditions as their predecessor, had the latter continued in office; and
 - (ii) be eligible for election to membership of the Committee, at that annual general meeting.
- (10) The Committee may delegate, in writing, to one or more sub-committees (consisting of such member or members of the Club as the Committee thinks fit) the exercise of such functions of the Committee as are specified in the delegation other than-
- the power of delegation; and

- a function which is a duty imposed on the Committee by the Act or any other law.
- (11) Any delegation under sub-rule (8) may be subject to such conditions and limitations as the exercise of that function or as to time and circumstances as are specified in the written delegation and the Committee may continue to exercise any function delegated.
- (12) The Committee may, in writing, revoke wholly or in part any delegation under sub-rule (10).

12. PRESIDENT

- (1) Subject to this rule, the President shall preside at all general meetings and Committee meetings.
- (2) In the event of the absence from a general meeting of –
- (a) the President, the Vice President; or
 - (b) both the President and the Vice President, a member elected by the other members present at the general meeting,
- must preside at the general meeting.
- (3) In the event of the absence from a Committee meeting of –
- (a) the President, the Vice President; or
 - (b) both the President and the Vice President, a Committee member elected by the other Committee members present at the Committee meeting,
- must preside at the general meeting.

13. SECRETARY

The Secretary shall –

- (a) co-ordinate the correspondence of the Club;
- (b) keep full and correct minutes of the proceedings of the Committee and of the Club;

- (c) comply on behalf of the Club with –
 - (i) section 27 of the Act with respect to the register of members of the Club, as referred to in rule 7;
 - (ii) section 28 of the Act by keeping and maintaining in an up to date condition the rules of the Club;
 - (iii) section 48(4) (d) of the Act, comply with rule 22 (2); and
 - (iv) section 29 of the Act by maintaining a record of the names and residential or postal addresses of those elected as Committee Members, as referred to in rule 11 (1),

and the Secretary must, upon the request of a member of the Club, make available the record for inspection of the member and the member may make a copy of, but will have no right to remove the record for that purpose, as referred to in rule 7 (3);

- (d) have custody of all books, documents, records and registers of the Club, including those referred to in paragraph (c), other than those required by rule 14 to be kept and maintained by, or in custody of, the Treasurer; and
- (e) perform such other duties as are imposed by these rules on the Secretary.

14. TREASURER

The Treasurer shall –

- (a) be responsible for the receipt of all monies paid to or received by or on behalf of, the Club and shall issue receipts for those monies in the name of the Club;
- (b) pay all monies referred to in paragraph (a) into such account or accounts of the Club as the Committee may from time to time direct;
- (c) make payments from the funds of the Club with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by two (2) duly authorised Committee members;
- (d) comply on behalf of the Club with section 25 and 26 of the Act in respect of the accounting records of the Club;

- (i) keeping such accounting records as correctly record and explain the financial transactions and financial position of the Club;
 - (ii) keeping its accounting records in such manner as will enable true and fair accounts of the Club to be prepared from time to time;
 - (iii) keeping its accounting records in such a manner as will enable true and fair accounts of the Club to be conveniently and properly audited; and
 - (iv) submitting to members at each annual general meeting of the Club, accounts of the Club showing the financial position of the Club at the end of the immediately preceding financial year.
- (e) monthly, in time for the Committee meeting and whenever directed to do so by the President, submit to the Committee a report, balance sheet or financial statements in accordance with that direction;
 - (f) have custody of all securities, books and documents of a financial nature and accounting records of the Club, including those referred to in paragraph (d) and (e); and
 - (g) perform such other duties as are imposed by these rules on the Treasurer.

15. CASUAL VACANCIES IN MEMBERSHIP OF COMMITTEE

A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member –

- (a) dies;
- (b) resigns by notice in writing delivered to the President or, if the Committee member is the President, to the Vice President;
- (c) is convicted of an offence under the Act;
- (d) is permanently incapacitated by mental or physical ill-health;
- (e) is absent from more than –
 - (i) three (3) consecutive Committee meetings; or

- (ii) three (3) Committee meetings in the same financial year without tendering an apology to the person presiding at each of those Committee meetings;,

of which meetings the member received notice, and the Committee has resolved to declare the office vacant;

- (f) ceases to be a member of the Club subject to rule 8 (3); or
- (g) is the subject of a resolution passed by a general meeting of members terminating appointment as a Committee member.

16. PROCEEDINGS OF COMMITTEE

- (1) The Committee must meet together for the dispatch of business at least once a calendar month and the President, or at least half the members of the Committee, may at any time convene a meeting of the Committee.
- (2) Each Committee member has a deliberative vote.
- (3) A question arising at a Committee meeting must be decided by a majority of votes, but if there is no majority, the person presiding at the Committee meeting will have the casting vote in addition to the deliberative vote.
- (4) At a Committee meeting five (5) Committee members constitute a quorum.
- (5) Subject to these rules, the procedure and order of business to be followed at a Committee meeting must be determined by the Committee members present at the Committee meeting.
- (6) As required under sections 21 and 22 of the Act, a Committee member having any direct or indirect pecuniary interest in a contract, or proposed contract, made by, or in the contemplation of, the Committee (except if that pecuniary interest exists only in virtue of the fact that the member of the Committee is a member of a class of persons for whose benefit the Club is established), must –
 - (a) as soon as he or she becomes aware of that interest, disclose the nature and extent of interest to the Committee; and

- (b) not take part in any deliberations or decision of the Committee with respect to that contract.
- (7) Sub-rule (6) (a) does not apply with respect to a pecuniary interest that exists only by virtue of the fact that the member of the Committee is an employee of the Club.
- (8) The Secretary must cause every disclosure made under sub-rule (6) (a) by a member of the Committee to be recorded in the minutes of the meeting of the Committee at which it is made.

17. GENERAL MEETINGS

- (1) The Committee –
 - (a) may at any time convene a special general meeting;
 - (b) shall convene annual general meetings within the time limits provided for the holding of annual general meetings by section 23 of the Act; and
 - (c) shall, within thirty (30) days of –
 - (i) receiving a request in writing to do so from not less than five (5) members, convene a special general meeting for the purpose specified in that request; or
 - (ii) the Secretary; receiving a notice under rule 10 (4), convene a special general meeting for the purpose of dealing with the appeal to which that notice relates.
 - (d) shall, after receiving a notice under rule 5 (4), convene a general meeting, no later than the next annual general meeting, at which the appeal referred to in the notice will be dealt with. Failing that, the applicant is entitled to address the Club at the next annual general meeting in relation to the Committee's rejection of application and the Club at that meeting must confirm or set aside the decision of the Committee.
- (2) The members making a request referred to in sub-rule (1) (c) (i) shall

- (a) state in that request the purpose for which the special general meeting concerned is required; and
 - (b) each sign that request.
- (3) If a special general meeting is not convened within the relevant period of thirty (30) days referred to –
 - (a) in sub-rule (1) (c) (i), the members who made the request concerned may convene a special general meeting as if they were the Committee; or
 - (b) in sub-rule (1) (c) (ii), the member who gave the notice concerned may himself convene a special general meeting as if they were the Committee.
- (4) When a special general meeting is convened under sub-rule (3) (a) or (b) the Club must pay the reasonable expenses of convening and holding the special general meeting.
- (5) Subject to sub-rule (8), the Secretary shall give to all members not less than Thirty (30) days notice of a general meeting and that notice must specify-
 - (a) when and where the general meeting concerned is to be held; and
 - (b) particulars of the business to be transacted at the general meeting concerned and of the order in which that business is to be transacted.
- (6) Subject to sub-rule (7), the Secretary shall give to all members not less than thirty (30) days notice of an annual general meeting and that notice must specify –
 - (a) when and where the annual general meeting is to be held; and
 - (b) the particulars of the business to be transacted at the annual general meeting concerned and of the order in which that business is to be transacted, as follows-
 - (i) first, the consideration of the accounts and reports of the Committee;

- (ii) second, any other business requiring consideration by the Club at the general meeting; and
 - (iii) third, the election of Committee members to replace outgoing Committee members.
- (7) A special resolution may be moved either at a special general meeting or at an annual general meeting, however the Secretary shall give to all members not less than twenty one (21) days notice of a general meeting at which a special resolution is to be proposed. In addition to those matters specified in sub-rule (5) or (6), as relevant, the notice must also include the resolution to be proposed and the intention to propose the resolution as a special resolution.
- (8) The Secretary shall give a notice under sub-rule (5), (6) or (7) by –
 - (a) serving it on a member personally; or
 - (b) sending it by post to a member at the address of the member appearing in the register of members kept and maintained under rule 7 (1) and section 27 of the Act.
- (9) When a notice is sent by post under sub-rule (8) (b), sending of the notice shall be deemed to be properly effected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepaid mail.

18. QUORUM IN PROCEEDINGS AT GENERAL MEETINGS

- (1) At a general meeting thirty (30) members present in person or by proxy constitute a quorum.
- (2) If within thirty (30) minutes after the time specified for the holding of a general meeting in a notice given under rule 17 (5) –
 - (a) as a result of a request or notice referred to in rule 17 (1) (c) or as a result of action taken under rule 17 (3) a quorum is not present, the general meeting lapses; or
 - (b) otherwise than as a result of a request, notice or action referred to in paragraph (a), the general meeting stands adjourned to the same time on the same day in the following week and to the same venue.

- (3) If within thirty (30) minutes of the time appointed by sub-rule (2) (b) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may nevertheless proceed with the business of that general meeting as if a quorum were present.
- (4) The President may, with the consent of a general meeting at which a quorum is present, and shall, if so directed by such a general meeting, adjourn that general meeting from time to time and from place to place.
- (5) There shall not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.
- (6) When a general meeting is adjourned for a period of thirty (30) days or more, the Secretary shall give notice under rule 17 of the adjourned general meeting as if that general meeting were a fresh general meeting.
- (7) At a general meeting –
 - (a) an ordinary resolution put to the vote shall be decided by a majority of votes cast on a show of hands, subject to sub-rule (9); and
 - (b) a special resolution put to the vote shall be decided in accordance with section 24 of the Act as defined in rule 2, and, if a poll is demanded, in accordance with sub-rules (9) and (11).
- (8) A declaration by the Chairperson at a general meeting that a resolution has been passed as an ordinary resolution at the meeting will be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded in accordance with sub-rule (9).
- (9) At a general meeting, a poll may be demanded by the Chairperson or by three (3) or more members present in person or by proxy and, if so demanded, shall be taken in such manner as the Chairperson directs.
- (10) If a poll is demanded and taken under sub-rule (9) in respect of an ordinary resolution, a declaration by the Chairperson of the result of the poll is evidence of the matter so declared.

- (11) A poll demanded under sub-rule (9) must be taken immediately on that demand being made.

19. MINUTES OF MEETING OF CLUB

- (1) The Secretary shall cause proper minutes of all proceedings of all general meetings and Committee meetings to be taken and then to be entered within thirty (30) days after the holding of each general meeting or Committee meeting, as the case requires, in a minute book / file kept for that purpose.
- (2) The Chairperson shall ensure that the minutes taken of a general meeting or Committee meeting under sub-rule (1) are checked and signed as correct by the Chairperson of the general meeting or Committee meeting to which those minutes relate or by the Chairperson of the next succeeding general meeting or Committee meeting, as the case requires.
- (3) When minutes have been entered and signed as correct under this rule, they shall, until the contrary is proved, be evidence that –
- (a) the general meeting or Committee meeting to which they relate (in this sub-rule called “the meeting”) was duly convened and held;
 - (b) all proceedings recorded as having taken place at the meeting did in fact take place at the meeting; and
 - (c) all appointments or elections purporting to have been made at the meeting have been validly made.

20. VOTING RIGHTS OF MEMBERS OF CLUB

Subject to these rules, each member present in person or holding a proxy as per rule 21 at a general meeting is entitled to a deliberate vote.

21. PROXIES OF MEMBERS OF CLUB

A member (in this rule called “the appointing member”) may appoint in writing another member who is a natural person to be the proxy of the appointing member and vote on behalf of the appointing member at any general meeting. The attending member holding a proxy may hold a maximum one (1) proxy vote only.

22. RULES OF ASSOCIATION

- (1) The Club may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in section 17, 18 and 19 of the Act.
- (2) As soon as is practicable after the making of any proposal for a change to the Constitution or Rules of the Club, the Secretary shall provide to the Director of Liquor Licensing, certified particulars of the change proposed. No effect will be given to the change without the prior approval of the Director.
- (3) These rules bind every member and the Club to the same extent as if every member and the Club had signed and sealed these rules and agreed to be bound by all their provisions.

23. BY-LAWS OF THE CLUB

The Committee shall have power to make by-laws for regulating the conduct of the day-to-day affairs and Club premises provided that they are not inconsistent with the policies of the Club or the Constitution. Such by-laws shall be posted in some conspicuous part of the Club premises and shall be binding on all members upon such posting.

24. COMMON SEAL OF CLUB

- (1) The Club shall have a common seal on which its corporate name shall appear in legible characters.
- (2) The common seal of the Club shall not be used without the express authority of the Committee and every use of that common seal shall be recorded in the minute book / file referred to in rule 19 (1).
- (3) The affixing of the common seal of the Club shall be witnessed by any two (2) of the Chairperson, the Secretary and the Treasurer.

- (4) The common seal of the Club shall be kept in the custody of the Secretary or of such other person as the Committee from time to time decides.

25. INSPECTION OF RECORDS ET CETERA OF THE CLUB

A member may at any reasonable time inspect without charge the books, documents, records and securities of the Club and may make a copy of any part of its content; A member does not have the right to remove the books, documents records and securities from the Clubs possession. Personal information (Register of Members of Club) is subject to rule 7 (3).

26. DISPUTES AND MEDIATION

- (1) The grievance procedure set out in this rule applies to disputes under these rules between-
 - (a) a member and another member; or
 - (b) a member and the Club; or
 - (c) if the Club provides services to non-members, those non-members who receive services from the Club, and the Club.
- (2) The parties to the dispute must meet and discuss the matter in dispute, and if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- (4) The mediator must be-
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement-
 - (i) in the case of a dispute between a member and another member, a person appointed by the Committee of the Club;

- (ii) in the case of a dispute between a member or relevant non-member (as defined by sub-rule (1) (c) and the Club, a person who is a mediator appointed to, or employed with, a not for profit organisation.
- (5) A member of the Club can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must-
 - (a) give the parties to the mediation process every opportunity to be heard;
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) The mediation must be confidential and without prejudice.
- (11) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

27. DISTRIBUTION OF SURPLUS PROPERTY ON WINDING UP OF CLUB

If upon the winding up of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed among members or former members, but shall be given or transferred;

- (a) to another association incorporated under the Act which has similar objects; or
- (b) for charitable purposes which association or purposes, as the case requires, shall be determined by resolution of the members.