

CONSTITUTION

of

Carnarvon Yacht Club Inc.



December 2021

Revised September, 2024
(Sections 11 and 12)

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1. Name of Club

- (a) The name of the Club shall be Carnarvon Yacht Club Inc.

2. Objects

- (a) The principal objects are to establish, maintain and conduct a club for competitive sailing, power boat, and other aquatic sports, games and pastimes, all on an amateur basis;
- (b) To encourage the study of seamanship, pilotage and navigation and the improvement in design of cruising and racing yachts, both power and sail;
- (c) To hold and arrange matches, races, regattas, and competition in yachting and other aquatic sports, pastimes and games and the offering and granting of contributions towards the provision of prizes, awards, and distinctions;
- (d) To encourage blue-water cruising under sail or power by members and by people from other clubs, states and countries;
- (e) To promote social interaction between members of the club and their friends, provisions of accommodation with all the usual privileges and advantages of a club for the purpose aforesaid;
- (f) To affiliate with other kindred sporting associations;
- (g) To provide and maintain a clubhouse and sporting amenities for the use of the members;
- (h) To foster community partnerships by providing a hub for well-being, interaction and engagement.
- (i) To advocate for, promote and support the ongoing development of the Gascoyne area and broader community through sport, recreation and leisure.

3. Not for Profit

- (a) The property and income of the Club shall be applied solely towards the promotion of the objects of the Club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.

4. Colours and Emblem

- (a) The Club colours shall be green and gold.
- (b) The Club's emblem shall be a green flag with a gold cross.

5. Definitions

- (a) In reading these rules, unless the context or such otherwise indicates or requires:
 - (i) "Act" means the Associations Incorporation Act 2015, its amendments and any other legislation that may come into force to replace or supplement this Act, and shall form part of these Rules.
 - (ii) "Annual Meeting" means an Annual General Meeting called in accordance with Section 12 hereunder.
 - (iii) "Books of the Association" means: the Members Register; the Record of Office Holders; and the Club Constitution.

- (iv) "By-Laws" means the codes of rules made and adopted by the Club in accordance with Section 18(b)(xii).
- (v) "Club" means Carnarvon Yacht Club Inc.
- (vi) "Club Premises" means all land, building and structures thereon of which the Club is the bona fide occupier.
- (vii) "Commissioner" means: the person for the time being designated as the Commissioner under of the Act.
- (viii) "Committee" means the Management Committee for the Club, duly elected for the time being in accordance with these Rules.
- (ix) "Financial records" Includes: invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers; documents of prime entry; working papers and other documents needed to explain the methods by which financial statements are prepared; and adjustments to be made in preparing financial statements;
- (x) "Financial report" has the meaning given in Part 5 of the Act;
- (xi) "Financial statements" means the financial statements in relation to the Club required under Part 5 of the Act;
- (xii) "General Meeting" means a General meeting of the Club whether Annual or Special.
- (xiii) "Liquor Act" means the Liquor Control Act 1988, its amendments and any other legislation that may come into force to replace or supplement this Act, and shall form part of these Rules.
- (xiv) "Month" means a calendar month.
- (xv) "Nomination fee" means such membership nomination fee as may be determined for each of the categories of membership described in Section 6 at a General Meeting.
- (xvi) "Playing Rights" mean the rights of any category of the membership or guest or visitor to use the facilities including pens, ramps, hard stands and service areas as provided in these rules, in the by-laws or as determined by the Committee, as the case requires.
- (xvii) "Rules" means this constitution of the Club, as in force for the time being.
- (xviii) "Special General Meeting" means a General Meeting as defined below, called in accordance with Section 13 hereunder, at which only business that has been described in the notice may be transacted.
- (xix) "Special Resolution" means a resolution passed by the members at a general meeting in accordance with Section 51 of the Act.
- (xx) "Voting rights" means the ability for a financial member to propose or second an application for membership; move or second a motion or special motion; speak at all general meetings; nominate for a position on the Committee; vote at all general meetings; and petition for a special general meeting.

6. Membership

- (a) The Club shall keep an up-to-date register of members in respect of Ordinary, Family, Life, Outport, Pensioner, Junior, Social, Affiliate, Corporate and Honorary members.
 - (i) Residential, postal or email address; or information by means of which contact can be made with the member, can be nominated for the members register.
 - (ii) For the purposes of the Liquor Act, a register of member names and class of membership must be continually available for inspection at the Club premises by authorised officers as defined under the Liquor Act.
- (b) Membership of the Club shall consist of the following:
 - (i) Ordinary Member – Persons who have attained eighteen (18) years of age shall be eligible to apply for Ordinary membership.
 - 1. Ordinary members shall be entitled to exercise all the rights and privileges of the Club, subject to limitations on that entitlement determined by the Committee under Section 18(b) (xiii).
 - 2. Ordinary Members shall have voting rights.
 - (ii) Family Member - Will consist of one or two ordinary members as defined in Section 5(b)(i) and their dependents under the age of 18, residing at the same residence. All Family members must ensure that family member's names are listed on the membership application for inclusion on the Members Register.
 - 1. Only Family Members (persons over the age of 18) that are also Ordinary Members shall have voting rights.
 - (iii) Life Member – the members may elect Persons over the age of twenty-one (21) years who have rendered meritorious service to the Club as Life Members for such service.
 - 1. Life members shall be entitled to exercise all the rights and privileges of the Club, subject to limitations on that entitlement determined by the Committee under Section 18(b)(xiii).
 - 2. Life members shall have voting rights.
 - 3. Life Members shall be exempt from subscriptions but shall pay any levies and capitation fees.
 - (iv) Outport Member - Persons over the age of eighteen (18) years whose ordinary place of abode is more than 150kms from the club's premises and who is, in the opinion of the Committee, thereby deprived of the regular use of the club's facilities.
 - 1. Outport members shall be entitled to exercise all the rights and privileges of the Club, subject to limitations on that entitlement determined by the Committee under Section 18(b)(xiii).
 - 2. Outport Members shall have voting rights except for the ability to nominate for a position of Flag Officer.
 - (v) Pensioner Member - Persons over the age of eighteen (18) years who are defined by the Social Security Act 1991 or the Veterans Entitlement Act 1986 and their amendments shall be eligible to apply for Pensioner membership.

1. Pensioner members shall be entitled to exercise all the rights and privileges of the Club, subject to limitations on that entitlement determined by the Committee under Section 18(b)(xiii).
 2. Pensioner Members shall have voting rights.
- (vi) Junior Member – Persons under the age of eighteen (18) years at the commencement of the membership year shall be eligible to apply for Junior Membership.
1. Junior Members shall require a sporting affiliation with the Club.
 2. Junior members shall have the use of the Clubhouse amenities and sporting facilities, subject to limitations on that entitlement determined by the Committee under Section 18(b)(xiii).
 3. Junior members shall not have voting rights.
 4. Any Junior Member on attaining the age of eighteen (18) years of age wishing to remain a member of the Club shall apply for transfer of membership.
 5. Junior members shall not have authority to invite guests to the Club unless otherwise approved in writing by the Committee.
- (vii) Social Member – Persons who have attained eighteen (18) years of age, interested in promoting the objectives of the Club but does not wish to participate in any affiliated sporting activities shall be eligible to apply for Social membership.
1. Social members shall have the use of the Clubhouse amenities, subject to limitations on that entitlement determined by the Committee under Section 18(b)(xiii).
 2. Social members shall not be authorised to use the sporting facilities unless approved in writing by the Committee.
 3. Social Members shall not have voting rights.
- (vii) Affiliate Member:
1. Any person who is a current member of any Affiliated Group as per Section 25 shall be known as an affiliate member of the Club.
 2. Affiliate members shall not be entitled to voting rights.
- (viii) Corporate Member – organisations, restricted to senior management, conducting community or tourism related business in the Gascoyne area that have made a contribution to the Club through business, sponsorship or donations may be granted Corporate Membership status by the Committee.
1. Corporate members shall have the use of the Clubhouse amenities and the sporting facilities, subject to limitations on that entitlement determined by the General Committee under Section 18(b)(xiii).
 2. Corporate membership will be restricted at any one time to a level deemed appropriate by the Committee.
 3. Corporate members shall not have voting rights.
- (ix) Honorary Member – Membership may be granted by the Committee to Club Patrons, Sponsors, Selected Government Officers and any other such persons as the

committee may decide from time to time based on their relationship to the Club or community.

1. Honorary members shall have the use of the Clubhouse amenities and the sporting facilities, subject to limitations on that entitlement determined by the General Committee under Section 18(b)(xiii).
 2. Honorary membership will be restricted at any one time to a level deemed appropriate by the Club.
 3. Honorary Members shall not have voting rights.
 4. Honorary Members shall be exempt from subscriptions.
 5. Patrons of the Club shall be appointed as follows:
 - a. The Committee shall in their sole discretion determine if the Club shall have more than one (1) Patron;
 - b. There shall be up to five (5) Patrons recommended by the Committee to members at a General Meeting;
 - c. Votes for any Patron will be cast by show of hands;
 - d. Patrons shall hold the position for one (1) year and shall be eligible for re-election, without notice or nomination required.
- (x) Temporary Member – a person who is on any day visiting the Club as a member or an official of another club or team, or a person assisting a member or an official of another club or team to:
- a. Engage in a pre-arranged event with the Club as per the Club's objectives;
or
 - b. Hold a pre-arranged function at the Club involving the use of the Club's sporting facilities.
 - c. Temporary members participating in an event and any crew related to the event shall pay a fee as determined by the Committee.
 - d. Temporary membership shall remain in existence for the duration of the event including any presentation / ceremonies.
1. Temporary Members shall not be entitled to be present at any meeting of the members of the Club, nor have voting rights or any right, title or interest in or to any of the property of the Club.
 2. Temporary members would be subject to withdrawal by any Club official, including bar persons, acting on the best interests of the Club.
- (xi) Reciprocal Member – Members of such other reciprocating yacht clubs as the Committee may decide shall be admitted as reciprocal members provided that such members are financial members of and entitled to vote at a General Meeting of their club;
1. Reciprocal Members shall not be entitled to be present at any meeting of the members of the Club, nor have voting rights or any right, title or interest in or to any of the property of the Club.

(c) Cessation of Membership:

- (i) A person ceases to be a member when any of the following takes place:
 - 1. For a member who is an individual, the individual dies;
 - 2. For a person whose membership is part of an Affiliate Group, when that Affiliate Group ceases to be an Affiliate Group of the Club;
 - 3. For a person whose title represents a corporate member, the body corporate is wound up;
 - 4. The person resigns from the Club;
 - 5. The person is expelled from the Club under Section 28;
 - 6. The person ceases to be a member under Section 11(b)(ii).
- (ii) The Secretary will keep a record on file of the date on which the person ceased to be a member and the reason why the person ceased to be a member.
- (iii) A member may resign from membership of the Club by giving written notice of the resignation to the Secretary:
 - 1. The resignation takes effect when the Secretary receives the notice; or if a later time is stated in the notice, at that later time.
 - 2. A person who has resigned from membership of the Club remains liable for any fees that are owed to the Club (the owed amount) at the time of resignation.
 - 3. The owed amount may be recovered by the Club in a court of competent jurisdiction as a debt due to the Club.

7. Application to Become a Member

- (a) All applications shall be signed by the applicant.
- (b) Subscriptions and any nomination fee shall be made at the time of application.
- (c) Any person desiring to become:
 - (i) An Ordinary, Family, Outport, Pensioner, Reciprocal, Junior, Social, or Corporate member of the Club shall apply in writing/electronically on the form provided for the purpose from time to time by the Club and such form must bear the signature of two members of the Club who are entitled to voting rights.
 - 1. At the next Committee meeting, the applicant will then be accepted or denied membership.
 - 2. If membership is denied, all subscriptions shall be refunded.
- (d) Transfer of Membership:
 - (i) Any Ordinary member wishing to transfer to a different membership category shall apply in writing on the form provided for the purpose from time to time by the Club.
 - 1. The membership application will then be considered by the Committee as per Section 7.
 - 2. If approved, the new subscription will commence at the start of the new financial year.

3. Ordinary Members wishing to transfer to Pensioner Membership shall apply as per Section 6.
 4. Ordinary Members transferring to Social Membership shall not be entitled to be re-elected as an Ordinary Member within one (1) year of their election to Social Membership.
- (ii) Social, Outport or Reciprocal members who wish to become Ordinary members shall, subject to approval of the Committee, be required to pay the current fee for Ordinary Membership.
 - (iii) Any Junior Member on attaining the age of eighteen (18) years of age shall on application to the Committee be transferred to the appropriate Club membership; and payment of any nomination fee shall not be required if:
 1. The application for Ordinary Membership is received within three (3) months of the age of eighteen (18) years being attained.
 2. If the member turns eighteen (18) years of age in the first six (6) months of the financial year, and a pro rata of Ordinary Membership less subs already paid as a Junior Member. If turning eighteen (18) years in the months between January and June and an application is received, then the Ordinary Membership will be waived.
- (e) No person shall be entitled to exercise any of the privileges of a member until they have paid all subscriptions due by them.
 - (f) The Committee shall have the right to refuse to admit any person to membership without assigning any reason for doing so.
 - (i) Applicants whose membership has been rejected shall not be eligible to reapply for membership for a period of one year (1) from the time of application.
 - (g) On the acceptance of each applicant, the Secretary shall notify the same to them, and they shall on payment of their subscription be enrolled as a Member of the Club, and become entitled to the privileges and be bound by its rules and by all consequences resulting from breach or non-performance thereof, and shall thereby absolve every person concerned in carrying out enforcing such rules from all personal responsibility or legal liability on such account.
 - (h) Life Member – A financial voting member may propose another member for Life Membership to the Committee in writing giving reasons that Life Membership should be granted.
 - (i) A Committee Meeting may, upon a 50% majority vote, confer Life Membership on a member who has rendered special and outstanding services to the Club.
 1. The Committee may establish a Sub-Committee to review all applications and provide recommendations to the Committee for final determination.
 - (ii) The Committee shall have the right to refuse or approve any such nomination and will not be required to submit any documentation relating to their decision, other than to advise the proposer and seconder of the decision.
 - (iii) A minimum of 10 years' service to the Club is required for a member to be eligible for consideration to Life Membership.

8. Member's Rights

- (a) The rights and privileges of every member shall be personal and shall not be in any manner transferable by their own act or through any other person on their behalf or by operation of law.
- (b) Voting rights for each membership category are as detailed in Section 6.
- (c) Employees – Members who are employees of the Club are entitled to all the rights and privileges of membership excluding those rights concerned with the selection, election and holding of office with the Club.
- (d) All members, upon commencement of membership, will be supplied with an electronic copy of the Club Constitution or will be directed to obtain a copy of the Club Constitution from the Club's website.
- (e) Upon acceptance to membership, all members agree to be bound by the Club Code of Conduct and Competition Rules as detailed below:
 - (1) Sailing: All racing will be conducted under;
 - (i) prescriptions by I.Y.R.U as made to the Australian Yachting Federation, and the Yachting Association of Western Australia.
 - (ii) class rules and restrictions are applicable.
 - (iii) Carnarvon Yacht Club Incorporated sailing instructions for the event.
 - (2) Power Yacht: All time trials will be conducted under the current rules of the Power Yachting Associations of Western Australia.
- (f) Guests – Ordinary, Life, Social, Outport, Corporate, Affiliate, Pensioner and Honorary Members shall be at liberty to invite guests to the Club, but the number of guests shall not exceed the maximum number as contained in the Liquor Act.
 - (i) A member shall be at liberty to invite an unlimited number of guests where the sale of liquor is ancillary to a meal supplied at the Club by or on behalf of the Club to a member and to each of the guests of that member being guests of whose attendance was given prior notice to the Club as per the Liquor Act.
 - (ii) A guest may attend the Club a maximum of 3 times per annum before they must apply for membership.
- (g) Functions – Ordinary, Life, Social, Outport, Corporate, Affiliate, Pensioner and Honorary Members are entitled to host functions on the Club premises after written application for said function has been considered and approved by the Committee.
 - (i) The member may hold the function without limit to the number of guests, providing that the sale of liquor shall be to the member, for consumption by the guests of that member at the function, as per the Liquor Act.
 - (ii) The Secretary will furnish the applicant with a written copy of Club rules relating to functions after the application has been approved and any additional conditions and restrictions it shall see fit.
- (h) Upon request, a member is able to inspect the Books of the Association at such time and place as is mutually convenient to the Club and the Member.
- (i) Member Register:
 - (i) A Member must contact the Secretary to request to inspect the Member Register.

- (ii) The Member may make a copy of details from the Member Register but has no right to remove the Register for that purpose.
- (iii) A Member may make a request in writing for a copy of the Member Register.
- (iv) The Club may charge a reasonable fee to the Member for providing a copy of the Member Register, the amount to be determined by the Committee from time to time.
- (v) A Member must not use or disclose the information on the Member Register:
 - 1. To gain access to information that a Member has deliberately denied them (that is, in the case of social, family or legal differences or disputes);
 - 2. To contact, send material to the Club or a Member for the purpose of advertising for political, religious, charitable or commercial purposes, or
 - 3. For any other purpose unless the use of the information is approved by the Committee and for a purpose:
 - a. That is directly connected with the affairs of the Club; or
 - b. Related to the provision of the information to the Commissioner in accordance with a requirement of the Act.
- (vi) The Committee shall require a Member who requests a copy of the Member Register to provide a statutory declaration setting out the purpose of the request and declaring that the purpose is connected with the affairs of the Club.

9. Subscriptions

- (a) The annual subscription and any nomination fee of the Club shall be set by majority vote of members at the Annual or Special General Meeting in lieu thereof.
 - (i) Members engaged in full-time education courses or vocational training precluding them from earning a regular income, shall upon application duly approved by the Committee pay a subscription rate for the period so engaged.
 - (ii) The Committee has the power to reduce any nomination fee or subscription.
- (b) Notice of the subscriptions and any nomination fee shall be notified to the members via the Club notice board or Club's website.
- (c) All subscriptions and any nomination fees shall be paid when the nomination is lodged with the Secretary and all further subscriptions are due and payable on the first day of July each year.
 - (i) Any member who, through absence; illness; financial difficulties; unemployment; physical disability or other distressful circumstances is unable to pay their full subscription but desires to retain participation with the Club may apply in writing to the Committee to relieve them of part of their liability, but not so as to make their total liability less than one third of the applicable subscription. The Committee will have discretion as to whether to accept the application and if accepted, any amount payable.
- (d) All marina fees shall be recommended by a leaseholder's meeting, with an equal number of financial pen and boat storage representatives, to an equal number of Committee Members, present, eligible to vote and able to approve of the variations to the Marina

and boat storage fees. Marina fees shall then be set by the Committee and ratified at the next General meeting.

10. New Members

- (a) Subscriptions and any nomination fees must be paid at time of application and shall be paid as follows:
 - (i) Any members nominated for membership between the first day of January and the thirtieth day of April of any year shall only be required to pay any nomination fee and one half of the annual subscription for the remainder of that financial year.
 - (ii) Any member nominated for membership between the first day of May and the thirtieth day of June in any year shall only be required to pay any nomination fee and an annual subscription proportionate to the number of full months left in the year until the thirtieth day of June.

11. Liability for Subscription

- (a) Any member who does not notify the Secretary in writing before the end of the Club financial year of their withdrawal from the Club shall be liable for the subscription for the current Club financial year.
- (b) Any member whose subscription is in arrears after the 31st October in each year shall be deemed to be an unfinancial member.
 - (i) A person becomes a financial member on payment and receipt of their membership fees, but forfeits the right to vote at the AGM if they have not paid by fourteen (14) days prior to any Annual General, Special or General meeting.
 - (ii) Any member whose subscription is in arrears after 30th November in each year shall cease to be a member.

12. General Meetings – Annual General Meeting

- (a) The Annual General Meeting of members shall be held within the period between the 1st of August to the 30th September each year, with the Committee to determine the date, time and place.
 - (i) Twenty (20) financial voting members shall constitute a quorum.
 - (ii) In the case of insufficient members to form a quorum being present after 30 minutes following the advertised start time for an Annual Meeting, said meeting will be automatically adjourned to re-convene at the same time seven days later and shall proceed with or without a quorum.
- (b) Notice of the date, time and location of the Annual General Meeting must be posted on the Club notice board and via email, twenty-one (21) days before the date of the meeting.
- (c) All Notices of Motion for consideration at the Annual Meeting must be handed to the Secretary in writing by 5pm no less than fourteen (14) days prior to the date set for said meeting.
- (d) All Agenda items, including wording of any Notices of Motion and Notices of Special Resolution, must be posted on the Club notice board and via email, seven (7) days before the date of the meeting.
 - (i) Members who have provided an email address will also be emailed a copy of the notice of the meeting, agenda items and any Notices of Motion and Notices of Special Resolutions.

(e) The order of business at the Annual Meeting shall be as follows:

- (i) Reading notice of meeting.
- (ii) Reading minutes of the last Annual Meeting and any other General Meeting not yet confirmed and confirming or amending same.
- (iii) Reading Commodore's Report, discussion and adoption or otherwise.
- (iv) Presenting Financial Statements, discussion and adoption or otherwise.
- (v) Election of Committee.
- (vi) Election of Patron/s.
- (vii) Special Business of which Notice of Motion has been given.

13. General Meetings – Special General Meeting

(a) The Committee may at any time call a Special General Meeting.

- (i) Twenty (20) financial voting members shall form a quorum.
- (ii) In the case of insufficient members to form a quorum being present after thirty (30) minutes following the advertised start time, the meeting shall automatically adjourn to re-convene at the same time seven days later and shall proceed with or without a quorum.

(b) A Special General Meeting shall also be called by the Committee on a requisition signed by no less than twenty financial members with voting rights, stating in detail the purpose of the meeting.

- (i) If the Committee does not convene a Special General Meeting within thirty-five (35) days of the date of the requisition being received, any signatory of the requisition shall have the power to convene the meeting as per 13(c).
- (ii) Twenty financial voting members shall form a quorum.
- (iii) In the case of insufficient members to form a quorum being present after thirty (30) minutes following the advertised start time, the meeting shall automatically lapse.

(c) Notice of the meeting (including date, time and location) and agenda items, including wording of any Notices of Motion and Notices of Special Resolution, must be posted on the Club notice board for seven (7) days before the date of the meeting for all members to read.

- (i) Members who have provided an email address will also be emailed a copy of the notice of the meeting, agenda items and any Notices of Motion and Notices of Special Resolutions.

(d) Only business of which notice shall have been given as above, or in accordance with these rules, shall be transacted at a Special General Meeting.

14. General Provisions for General Meetings

- (a) The Committee shall determine whether a General Meeting will take place where the Members are physically present together.
- (b) The Chair of the meeting shall be the Club Commodore or if not available one of the Senior Flag Officers present.
- (c) Only financial members with voting rights, as per these rules, will be permitted to vote on matters at a General Meeting.
 - (i) All votes shall be cast by persons present at the General Meeting or as outlined in 17(f)(i)
 - 1. Proxy votes shall not be permitted.
- (d) At any general meeting unless a poll is requested by at least three (3) members with voting rights, a declaration by the Chair that a resolution has been carried or lost, and an entry to that effect in the minutes of the Club shall be sufficient evidence of the decision.
- (e) The Chairperson shall have a casting vote in addition to their deliberative vote and shall decide all questions of order unless otherwise provided by these rules.

15. General Provisions

- (a) No member shall be entitled to take any legal action against the Club, other than a claim for goods sold and delivered and services rendered, and must conform to the decisions of the Committee and in the case of an appeal, to the decision of the General Meeting to which they may appeal.
- (b) These rules shall be the rules of the Club and shall be binding on members.
- (c) The interpretation of these rules and any by-laws of the Club shall, unless set aside by a general meeting called for that purpose, be in the sole determination of the Committee whose decision shall be binding on all members.

16. Management Committee

- (a) Structure
 - (i) The management of the Club shall be vested in the Management Committee consisting of the following elected positions:
 - 1. Flag Officers – Financial Ordinary and Life members who have been members of the Club for a minimum of twelve months are eligible to nominate for the following Committee positions:
 - a. Commodore (elected for a one (1) year term)
 - b. Vice Commodore (elected for a one (1) year term)
 - c. Rear Commodores (two positions elected for a 1-year term each)
 - 2. No Flag Officer shall hold the same office for more than 2 years in succession, unless they are unopposed.
 - (ii) General Committee Members – Financial Ordinary, Life and Pensioner Members are eligible to nominate for the following Committee positions:
 - 1. Secretary (elected for a one (1) year term)
 - 2. Treasurer (elected for a one (1) year term)

3. Up to 6 elected General Committee members (each elected for a one (1) year term).
- (iii) The Immediate Past Commodore or Acting Commodore shall be entitled to sit on and vote at Committee meetings and be ex-officio on all Sub-Committees for a period of one (1) year.
- (b) Elected Committee member terms commence at the conclusion of the Annual Meeting at which the election was held and ends at the conclusion of the Annual Meeting one (1) year after election.
 - (i) Committee members shall be a financial member with voting rights who are not ineligible as per Sections 20(g) and 20(h).
 - (ii) Committee members may only hold one position concurrently.
- (c) The quorum at all Committee meetings shall be 50% plus 1 of active Committee members.
- (d) Committee Meetings may take place:
 - (i) Where the Committee Members are physically present together; or
 - (ii) Where the Committee Members are able to communicate by using any technology that reasonably allows the Committee Member to participate fully in discussions as they happen in the Committee Meeting and in making decisions, provided that the participation of the Committee Member in the Committee Meeting must be made known to all other Members.
- (e) A Committee Member who participates in a meeting as set out in Section 16(d)(ii):
 - (i) is deemed to be present at the Committee Meeting; and
 - (ii) continues to be present at the meeting for the purposes of establishing a quorum, until the Committee Member notifies the other Committee Members that they are no longer taking part in the Committee Meeting.
- (f) Committee meetings shall be not less than six (6) times per year, with no longer than two (2) months between meetings, on the dates and at the times and places determined by the committee.
 - (i) The date, time and place of the first Committee Meeting must be determined by the committee members as soon as practicable after the annual general meeting at which the committee members are elected.
 - (ii) Notice of each Committee Meeting must be given to each committee member at least 48 hours before the time of the meeting stating the date, time and place of the meeting and must describe the general nature of the business to be conducted at the meeting.
 - (iii) The only business that may be conducted at the meeting is the business described in the notice except in the case of urgent business where committee members at the meeting unanimously agree to treat that business as urgent.
 - (iv) The Commodore shall preside at all meetings of the Committee of the Club and, in their absence, the Vice Commodore. In the absence of the Vice Commodore, a Rear Commodore elected by the Committee shall preside.
1. Should no Flag Officers be present, the meeting shall elect a Chairperson.

- (v) The procedure to be followed at a Committee Meeting must be determined from time to time by the committee.
- (vi) The order of business at a Committee Meeting may be determined by the committee members at the meeting.
- (vii) Special meetings may be called by the Commodore, Secretary or on the request of three members of the Committee.
- (g) The Committee is to determine the distribution of Committee Meetings minutes to members, via the Club noticeboard and website.
 - (i) Where minutes are distributed to a member, all private and confidential information pertaining to another member shall be redacted.
 - (ii) Minutes of Disciplinary Hearings as held under Section 28 shall not be distributed to any member.
- (h) A Manager of the Club may attend all Committee meetings to give their report and then leave at the discretion of the Committee.
- (i) All Members, or other guests, may attend Committee Meetings if invited by the Committee but the person shall not have any right to comment without invitation, or vote on any matter, or to be provided with copies of any agenda, minutes of meetings, or documents presented to such meetings.
- (j) Committee Vacancies
 - (i) Any vacancy occurring in the Committee as per Section 19 may be filled at a meeting of the Committee when a member may be elected to fill such a vacancy until the next election 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 the office.
 - (ii) No member of the Committee shall be held to have resigned their seat until their resignation, in writing, has been accepted by the Committee.
 - (iii) In the vacancy of the Commodore then the Vice Commodore shall become Commodore.
 - (iv) A casual vacancy of Vice Commodore shall be filled by a Rear Commodore elected by the Committee.
 - (v) A casual vacancy of Vice Commodore shall be filled by the Committee from a Member of the Committee.
 - (vi) If vacancies in the Committee result in the number of Committee Members being less than the number fixed under Section 16(c), the continuing Committee Members may act to only:
 - 1. increase the number of Members on the Committee to the number required for a quorum; or
 - 2. convene a General Meeting of the Club
- (k) All resolutions of the Committee shall be decided by a majority vote of all those present except as provided for under Section 16(k)(ii).
 - (i) Each Committee member present shall have one vote.

- (ii) The Committee may pass a resolution outside of a Committee meeting if:
 - 1. Identical copies of a document are circulated to each Committee Member detailing:
 - a. Motion
 - b. Mover
 - c. Secunder
 - 2. The document shall be circulated:
 - a. By email to address on Register of Members
 - b. In person
 - 3. All Committee Members shall:
 - a. Return circulated document through email or in person, indicating acceptance or rejection of the motion; or
 - b. Reply to email, quoting the motion and indicating acceptance or rejection of the motion.
 - 4. Taken together, all signed copies of the document will constitute the same document.
 - 5. The resolution shall be decided by a majority vote after all Committee Members have voted under Section 16(k)(ii)(3).
- (iii) In the case of equality of votes, the proposal before the Committee shall be decided in the negative.
- (l) The Commodore or in their absence, the acting Commodore shall be authorised to speak on behalf of the Club.
- (m) Any act performed by the Committee, a Sub-Committee or a person acting as a Committee Member is deemed to be valid even if the act was performed when:
 - (i) There was a defect in the appointment of a Committee Member, Sub-Committee or person holding a subsidiary office; or
 - (ii) A Committee Member was disqualified from being a Committee Member as per Sections 20(g) or 20(h) as a result of bankruptcy or conviction of a relevant criminal offence.

17. Election of Management Committee

- (a) The Secretary shall advertise Committee member positions becoming vacant on the Club Noticeboard and/or email not less than thirty (30) days before the Annual Meeting.
- (b) Nominations for individual positions on the Committee must be in writing signed by the nominee, proposer and seconder and must be in the hands of the Secretary by 5pm not less than fourteen (14) days before the Annual General Meeting.
 - (i) Only financial members with voting rights who are not ineligible as per Section 20(g) and 20(h) may submit nominations for a position on the Committee.

- (ii) Only financial members with voting rights including the ability to nominate for a Flag Officer position and who are not ineligible as per Section 20(g) and 20(h) may submit nominations for a Flag Officer position on the Committee.
- (iii) The nominations shall be exhibited on the notice board and/or electronically posted at least three (3) days prior to the said meeting.
- (iv) Retiring Committee Members are eligible to renominate for the position they have vacated; retiring Flag Officers are subject to Section 16(a)(i)2.
- (c) All candidates for election shall have access to the master roll of members.
- (d) Any members whether a candidate or not may canvass for votes for any candidate.
- (e) The Committee shall approve the ballot form and method of completing the ballot form,
- (f) The election of retiring Committee Members shall be by ballot at the Annual Meeting in the presence of the returning officer and two scrutineers elected by the members present at such meeting.
 - (i) Members unable to attend the meeting may lodge a vote on the Club approved ballot paper with the Secretary at least two (2) days prior to the meeting, having also recorded and signed an apology for the meeting on an outer sealed envelope that contains the sealed ballot paper.
 - 1. This approved ballot paper must be distributed directly to the member.
 - (ii) All other votes shall be cast at the Clubhouse on the day of the Annual Meeting.
- (g) Each candidate for election may appoint a scrutineer.
- (h) Elections are held in the following order:
 - (i) Commodore
 - (ii) Vice Commodore
 - (iii) Rear Commodores
 - (iv) Secretary
 - (v) Treasurer
 - (vi) General Committee Members
- (i) Where a member has nominated for more than one position on the committee and they are elected to a position, their additional nominations shall be withdrawn.
- (j) Individual elections shall be held for each of the following positions Commodore, Vice Commodore, Secretary and Treasurer.
- (k) A single election shall be held for the Rear Commodores and all elected General Committee positions.
- (l) Nominees are permitted to vote for themselves.
- (m) Voting shall be by a "First Past the Post" method.
- (n) In the case where no more than the required number of Committee Members shall be nominated, those so nominated shall be declared elected.

- (o) The Returning Officer shall report in writing to the Chair of the Annual General Meeting the detail of voting and the names for the candidates elected and the Chair shall declare them duly elected;
- (p) In the case of a tie, the candidate to be elected shall be determined by the Casting vote of the Chair of the Annual General Meeting which casting vote shall be marked preferentially;
 - (i) The Chair shall place the casting vote for each section in a sealed envelope marked clearly on the face indicating which section the casting vote refers to and the Secretary shall, prior to the close of the ballot, deposit these votes with the Returning Officer who shall, if they are not required, destroy the envelopes unopened;
- (q) At the Returning Officer's discretion, progressive counting of the ballot papers during the course of voting may be conducted;
- (r) If there shall be insufficient nominations to fill the whole of the vacancies of the list of officers, those declared elected shall have power to fill the vacancies as a casual vacancy.
- (s) At the conclusion of the Election the Returning Officer shall hand all ballot papers to the Secretary who shall retain them in safe keeping for no less than fourteen (14) days and destroyed thereafter.

18. Powers of the Committee

- (a) The business of the Club shall be managed by the Committee who may exercise all powers of the Club, except those required to be exercised by the Club at a General Meeting.
- (b) Without prejudice to the powers conferred by the last preceding rule, the Committee shall have power to do the following things:
 - (i) To purchase or otherwise acquire any books, newsletters or periodicals and dispose of them as it may see fit.
 - (ii) To determine from time to time the conditions on which and time when, members may use the property of the Club or any part or parts thereof, and when and under what conditions the premises of the Club or any part or parts thereof, shall be used by members.
 - (iii) To determine what person, if any, not being members of the Club shall be permitted to use the premises of the Club or any part or parts thereof and during what time and under what conditions and when and at what times and places and under what conditions such persons shall be supplied with refreshments and accommodation.
 - (iv) To appoint any officials, servants or contractors of the Club and to remove them as occasions may require at their discretion and to define their respective duties. Persons appointed to paid positions shall be engaged under a contract, award or classification of work in the Registered and Licensed Clubs Award (2020) and its amendments.
 - (v) To delegate, subject to such conditions as it thinks fit any of its powers to sub committees consisting of such members of the Committee and other members of the Club co-opted for the purpose as it may determine and to make such

regulations as to the proceedings of such sub committees as may be thought desirable.

- (vi) To regulate and control their own meeting and the transaction of business.
- (vii) To reimburse expenses of any servant of the Club for faithful and diligent service as deemed fit.
- (viii) In accordance with these rules, to discipline any member.
- (ix) To enter into or accept any lease or tenancy of the premises where on the Club shall conduct its affairs or of any furniture, goods and effects, which may be required for the use of the Club on such terms and on such conditions as the Club, may deem expedient.
- (x) To take and defend all legal proceedings by or on behalf of the Club and to appoint all necessary Attorneys for any such purpose.
- (xi) To borrow, raise or secure the payment of money, and to sell and dispose of the assets of the Club The Management Committee shall not commit the total amount of items of capital expenditure in excess of the previous year's annual membership subscriptions, borrow, or raise a loan, issue debentures, grant mortgages, charges, or any other classes of security without prior approval of the members. Such expenditure shall be decided at any Annual General Meeting or at a special General Meeting summoned for the purpose, and any resolution shall be carried if not less than seventy-five percent (75%) of the members who are eligible to vote and actually do so in person at the meeting, vote in favour of such resolution.
- (xii) To make, alter and repeal by-laws not inconsistent with these rules regulating the use and management of the Club premises, the admission of members and the conduct of the Club and its affairs generally.
- (xiii) To determine and vary Playing Rights but where particular Playing Rights are specifically stated in these rules, those Playing Rights may only be varied as necessary to accommodate tournaments, competitions and matches, or adverse conditions or works at the club facilities and marina.
- (xiv) To do and perform any other act, matters and things in connection with or relative to the management of the Club as shall not by these rules require to be done by the Club in General Meetings.
- (xv) To appoint such number of delegates to sporting bodies and associations with which the Club may from time to time be affiliated as may be required by the rules thereof and such delegates shall hold office in accordance with the rules of such sporting bodies and associations respectively.
- (xvi) Every member of the Committee shall be indemnified against any loss, expenses or liability incurred by reason of any act or deed performed by them in good faith on behalf of the Committee and the Committee may use the funds of the Club for any such purpose required, together with any reasonable expenses incidental to Committee activities.

19. Ceasing to be a member of the Management Committee

- (a) A casual vacancy occurs in the office of a Committee Member and that office becomes vacant if the Committee Member:
 - (i) Dies;
 - (ii) Ceases to be a Member;
 - (iii) Becomes disqualified from holding a position under Section 20(g) or 20(h) as a result of bankruptcy or conviction of a relevant criminal offence;
 - (iv) Becomes permanently incapacitated by mental or physical ill-health;
 - (v) Resigns from office under Section 16(j)(ii);
 - (vi) Is absent from more than:
 - 1. Three consecutive Committee Meetings without a good reason; or
 - 2. Three Committee Meetings in a twelve (12) month period without tendering an apology to the person presiding at each of those Committee Meetings;
 - (vii) Is removed from office under by resolution at a General Meeting of the Club if a majority of the Members present and with voting rights at the meeting vote in favour of the removal.
 - 1. The Committee Member who faces removal from the Committee must be given a full and fair opportunity at the General Meeting to decide the proposed resolution, to state their case as to why the Member should not be removed from their position on the Committee.
 - 2. If all Committee Members are removed by resolution at a General Meeting, the Members must, at the same General Meeting, elect an interim Committee.
 - 3. The interim Committee must, within two months, convene a General Meeting of the Club for the purpose of electing a new Committee.

20. Role and Responsibilities of Committee Members

- (a) Obligations of the Committee:
 - (i) The Committee must take all reasonable steps to ensure the Club complies with its obligations under the Act and these Rules.
- (b) Responsibilities of Committee Members
 - (i) A Committee Member must exercise their powers and discharge their duties with a degree of care and diligence that a reasonable person would exercise in the circumstances.
 - (ii) A Committee Member must exercise their powers and discharge their duties in good faith in the best interests of the Club and for a proper purpose.
 - (iii) A Committee Member or former Committee Member must not improperly use information obtained because they are a Committee Member to:
 - 1. Gain an advantage for themselves or another person; or
 - 2. Cause detriment to the Club.
 - 3. A Committee Member or former Committee member must not improperly use their position to Gain an advantage for themselves or another person; or

4. Cause detriment to the Club.

- (c) A Committee Member having any material personal interest, i.e.: financial or non-financial interests, in a matter being considered at a Committee Meeting must:
 - (i) As soon as they become aware of that interest, disclose the nature and extent of their interest to the Committee;
 - (ii) Disclose the nature and extent of the interest at the next General Meeting of the Club; and
 - (iii) Not be present while the matter is being considered at the Committee Meeting or vote on the matter.
- (d) Section 20(c) does not apply in respect of a material personal interest that:
 - (i) Exists only because the Committee Member belongs to a class of persons for whose benefit the Club is established; or
 - (ii) The Committee Member has in common with all, or a substantial proportion of, the members of the Club.
- (e) The Secretary must record every disclosure made by a Committee Member under Section 20(c) in the minutes of the Committee Meeting at which the disclosure is made.
- (f) No Committee Member shall make any public statement or comment or cause to be published any words or article concerning the conduct of the Club unless the person is authorised by the Committee to do so and such authority is recorded in the minutes of the Committee Meeting.
- (g) No person shall be eligible to hold a position on the Committee if the person is, according to the Interpretation Act section 13D, a bankrupt or a person whose affairs are under insolvency laws unless the person has obtained the consent of the Commissioner.
- (h) No person shall be eligible to hold a position on the Committee if the person has been convicted of, or imprisoned in the previous five years for:
 - (i) an indictable offence in relation to the promotion, formation or management of a body corporate;
 - (ii) an offence involving fraud or dishonesty punishable by imprisonment for a period of not less than three months; or
 - (iii) an offence under Part 4 Division 3 or section 127 of the Act;unless the person has obtained the consent of the Commissioner.
- (i) All Committee Members shall maintain the privacy and confidentiality of meeting proceedings and matters relating to the strategic governance and management of the Club.
- (j) As soon as is practicable after a person has ceased to be a member of the Committee of the Club, all relevant documents, records and security items (including passwords and keys) must be delivered to a Committee Member of the Club.

21. Commodores

- (a) The Commodore or other such person as authorised by the Committee:
 - (i) Must consult with the Secretary regarding the business to be conducted at each Committee Meeting and each General Meeting
 - (ii) May convene special meetings of the Committee under Section 16(f)(vii)
 - (iii) May preside over Committee Meetings under Section 16(f)(iv)
 - (iv) May preside over General Meetings under Sections 12 and 13; and
 - (v) Must ensure that the minutes of a General Meeting or Committee Meeting are reviewed and signed as correct.
 - 1. In the case where the Commodore was absent from the meeting then the Vice Commodore shall sign or in the Vice Commodores absence then a Rear Commodore or another Committee Member in attendance at that meeting.
- (b) Vice Commodore:
 - (i) It shall be the duty of the Vice Commodore to assist the Commodore and in the absence of the latter to officiate in the Commodore's stead.
- (c) Rear Commodores:
 - (i) It shall be the duty of each Rear Commodore to assist the Commodore and Vice Commodore and in their absence either may officiate in their stead.

22. Administration

- (a) The Secretary or other such person as authorised by the Committee must:
 - (i) Co-ordinate the correspondence of the Club;
 - (ii) Consult with the Chairperson about all business to be conducted at meetings and convene General Meetings and Committee Meetings, including preparing the notices of meetings and of the business to be conducted at each meeting;
 - (iii) Keep and maintain in an up-to-date condition the rules of the Club and any by-laws of the Club;
 - (iv) Maintain the register of the Members including the email, street, postal address or information by means of which contact can be made of each member;
 - (v) Update the register within 28 days of new members, members resigning, members suspended/expelled and in the latter case, include date in which member ceases and reasons for cessation of membership.
 - (vi) Maintain the record of office holders of the Club.
 - 1. Committee members may nominate a business address, post office box address or email address to be used in the record in place of their personal address;
 - (vii) Ensure the Annual Information Statement is submitted;
 - (viii) Ensure the safe custody of the Books and any securities, with the exception of the Accounting Records, of the Club;
 - (ix) Take and keep full and correct minutes of Committee Meetings for approval at the next Committee meeting, which will then be stored and distributed via the Club Noticeboard and/or the website.

- (x) Take and keep full and correct minutes of General Meetings, which will be supplied upon request to the Secretary, distributed to all members within [30] days of the General Meeting via clubs website or notice board and will be tabled for adoption at the next General Meeting; and
- (xi) Perform any other duties as are imposed by these Rules or the Club on the Secretary role.

23. Finances

- (a) The Club financial year shall be from the first of July each year, until the following 30th of June.
- (b) The Treasurer or other such person as authorised by the Committee must:
 - (i) Ensure all moneys payable to the Club are collected, and that receipts are issued for those moneys in the name of the Club.
 - (ii) Ensure the payment of all moneys referred to in Section 23(b)(i) into the account or accounts of the Club as the Committee may from time to time direct;
 - (iii) Ensure timely payments from the funds of the Club with the authority of a General Meeting or of the Committee, with all cheques, drafts, bills of exchange, promissory notes and other negotiable instruments of the Club signed by either:
 - 1. 2 committee members; or
 - 2. one committee member and a person authorised by the committee
 - (iv) Ensure that the Club complies with the account keeping requirements in Part 5 of the Act;
 - (v) Ensure the safe custody of the Financial Records of the Club and any other relevant records of the Club;
 - (vi) Coordinate the preparation of the financial statements or financial report, as imposed on the Club under Part 5 of the Act, prior to their submission to the annual general meeting of the Club;
 - (vii) Assist the reviewer or auditor (if any) in performing their functions; and
 - (viii) Perform any other duties as are imposed by these Rules or the Club on the Treasurer role.
- (c) If the Club engages a reviewer or auditor, they shall be independent to the Club.
 - (i) Appointments of any reviewer or auditor shall be as per Part 5 of the Act.
- (d) Correct accounts and books shall be kept showing the financial affairs of the Club and the particulars usually shown in books of accounts of a like nature.
- (e) The Clubhouse and other Club facilities is to be provided and maintained from the joint funds of the Club and no person shall be entitled under these rules to derive any benefit or advantage from the Club which is not shared equally by every member thereof.
- (f) Section 23(e) does not prevent:
 - (i) The payment in good faith of remuneration to any officer, employee or Member in return for any services actually rendered to the Club or for goods supplied in the ordinary and usual course of business;

- (ii) The payment of interest at a rate not exceeding the prevailing market rate published by the Reserve Bank of Australia as the “Cash Rate Target” from time to time on money borrowed from any Member;
- (iii) The payment of reasonable and proper rent by the Club to a Member for premises leased by the Member to the Club; or
- (iv) The reimbursement of expenses incurred by any Member or any Committee Member on behalf of the Club.
- (v) With prior approval by the Committee; the reimbursement of a Committee Member’s travelling and other expenses as properly incurred:
 - 1. In attending Committee Meetings or Sub-Committee meetings;
 - 2. In attending any General Meetings of the Club; and
 - 3. In connection with the Club’s business.
- (vi) The payment of an honorarium to Committee Members as determined by members by special resolution at an Annual or Special General meeting.

24. Sub-Committees

- (a) The Committee may delegate any of its delegable powers to Sub-Committees consisting of such Members as it thinks fit.
 - (i) All members of a Sub-Committee shall be bound by Section 20.
- (b) Any such Sub-Committee must report to and be responsible to the Committee.
- (c) No act of any Sub-Committee shall be binding on the Committee or Club until ratified by the Committee.
- (d) The Chair must be an existing member of the Committee.
- (e) The Commodore of the Committee must be an ex-officio member.

25. Affiliate Groups

- (a) An Affiliate Group may be formed within the Club for sporting or special interest groups with a majority vote of Committee Members at a Committee Meeting.
- (b) Any organisation wishing to become an Affiliate Group must make application in writing to the Secretary of the Club and pay the prescribed fee.
 - (i) For at least twenty-one (21) days prior to the next Committee meeting, the Secretary shall display the name of the organisation on the notice board of the Club’s premises:
 - (ii) The Board at its next meeting shall then consider such application and forward its recommendations as a notice of motion to a General Meeting.
- (c) All Affiliate Groups shall be listed on the website and/or Club noticeboard.
- (d) Requirements for Affiliate Groups:
 - (i) All members of an Affiliate Group formed under Section 25(a) will automatically become an Affiliate Member of the Club upon payment of any prescribed annual fee and provision of name and contact details of members as per Section 6(b)(vii).

1. Each Affiliate Group is required to provide to the Club names and nominated contact details of members within one month of commencement of their use of the facilities each year or upon request by the Committee.
- (ii) Affiliate Groups shall comply with the management requirements and processes in accordance the Club's Constitution.
- (iii) An Affiliate Group shall not do, or omit to do, anything that is likely to prejudice or not be in the best interests of the Club.
- (iv) All fixed assets of the Affiliate Group are fixed assets of the Club unless otherwise agreed to in writing between both parties.
- (v) An Affiliate Group must not make any changes to the structure of the facilities or offices without the written permission of the Committee.
- (vi) All accounting, taxation, financial reporting and legal compliance responsibilities of the Affiliate Group are the responsibility of that Affiliate Group.
- (vii) Members of an Affiliate Group involved in any activity of, or related to, the Affiliate Group shall indemnify the Club and its representatives from any problem, direct or indirect loss or damage, claim or proceedings (including in negligence) caused or contributed to by that activity.
- (e) The Club shall have the power to revoke any Affiliate Group with a majority vote of Full Members at a General Meeting called for this purpose, without assigning a reason for doing so.

26. Liquor Act

- (a) The Club will maintain a club license under the Liquor Act.
- (b) The Club shall ensure an Approved Manager is on the licensed premises for the purposes of observing liquor licensing requirements and regulations, as required under the Liquor Act.
- (c) The Club shall be open for sale of liquor during such hours as the Committee shall from time to time determine and as permitted under the Liquor Act and Club licence documentation.
- (d) No liquor shall be sold or supplied to any juvenile.
- (e) The Club may allow visitors onto the premises, as per the requirements of the Liquor Act.
 - (i) Visitors shall not be entitled to be present at any meeting of the members of the Club, nor have any right, title or interest in or to any of the property of the Club.
 - (ii) Visitors will be subject to withdrawal by any Club official, including bar persons, acting on the best interests of the Club.
 - (iii) An up-to-date register of visitors must be continually available for inspection at the Club premises by authorised officers.

27. Executing Documents

- (a) The Club shall have a Common 6, which shall be kept in the custody of the Secretary and shall not be affixed to any document except by the authority of The Committee and in the presence of one member of the committee.

- (b) Any document to which the Common Seal is affixed shall be countersigned by the Secretary or an officer appointed by the Committee for that purpose.
- (c) The Club may execute a document without using a Common Seal if the document is signed by:
 - (i) Any two Committee Members; or
 - (ii) One Committee Member and a person authorised by the Committee.

28. Member Discipline

- (a) The Committee shall have the power to reprimand, suspend or expel any member of the Club.
- (b) Any complaints relating to a member must be in writing and must be lodged with the Committee within three (3) months of the date of the incident.
- (c) The Commodore, Committee or Approved Manager in receiving a complaint from the Approved Manager or Approved Bar Staff, of a member's behaviour which is considered a serious breach of the Liquor Act or acceptable member behaviour or where police involvement is required, may suspend a member for a period of time until disciplinary action under Section 28(f) can be taken.
- (d) The Committee shall apply the power to reprimand, suspend or expel any member of the Club who:
 - (i) Fail in the observance or commit any breach of any rule of the Club, members Code of Conduct, or any by-law of the Club or of any order or direction of the Committee or of any General Meeting; and/or
 - (ii) In the sole judgement of the Committee have been guilty in or out of the Club's premises of any act, conducted matter or thing calculated to bring discredit on the Club or its members, or to impair or affect the enjoyment of the Club by other members.
- (e) The Committee is required to exempt any member of that Committee from hearing a charge in which they have an interest.
- (f) Any member charged with misconduct as above shall be furnished with a written copy of the charge and summoned before the Committee with no less than seven (7) days' notice.
 - (i) The Committee shall, after hearing the accuser and accused and taking such evidence as they may consider proper, if they find the charge proved inflict a penalty of suspension from all or any of the privileges of membership.
 - (ii) If the Committee consider that on a charge of gross misconduct suspension as above is insufficient, they may call on the member to resign, and if they neglect to resign within ten (10) days they may declare them to be expelled.
 - (iii) If a Member is suspended or expelled under Section 28(f)(i) or 28(f)(ii), the person may appeal the Committee's decision through a Special General Meeting by giving written notice to the Secretary within fourteen (14) days of receiving notice of the Committee's decision under Section 28(f)(i) or 28(f)(ii).
- (g) At the hearing, all parties to the disciplinary proceeding must be given a full and fair opportunity to state their respective cases orally, in writing or both.

- (h) Members are not permitted to have legal representation attend any disciplinary matters, but may bring another member to act in a support capacity only.
- (i) Any member under the age of 18 must have a parent or legal guardian present during the entire disciplinary process.
 - 1. If a parent or legal guardian does not attend the hearing, the member under the age of 18 will not be able to attend the hearing and the Committee will continue as per Section 28(i).
- (i) If a responding member or a representative of the responding member does not attend within 30 minutes of the time stated on the hearing notice, the hearing may start without that member or their representative and determination will be made at the hearing.
- (j) If a Member's membership is suspended under Section 28(f)(i), the Secretary must record in the Register:
 - (i) The name of the Member that has been suspended from membership;
 - (ii) The date on which the suspension takes effect; and
 - (iii) The length of the suspension as determined by the Committee under Section 28(f)(i).
- (k) During the period a member's membership is suspended, the member:
 - (i) Loses any rights (including voting rights) arising as a result of membership;
 - (ii) Is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Club; and
 - (iii) Cannot attend the Club as a Guest of a member, unless prior written authorisation is received from the Committee.
- (l) Upon the expiry of the period of a Member's suspension, the Secretary must record in the Register that the Member is no longer suspended.
- (m) If the Committee's decision to suspend or expel a Member is revoked under these Rules, any act performed by the Committee or Members in a General Meeting during the period that the Member was suspended or expelled from Membership under Section 28(f), is deemed to be valid, notwithstanding the Member's inability to exercise their rights or privileges of Membership, including voting rights, during that period.

29. Resolving Disputes

- (a) Disputes Arising under the Rules
 - (i) Section 29(a) applies to:
 - 1. Disputes between Members; and
 - 2. Disputes between the Club and one or more Members that arise under the rules or relate to the rules of the Club. This does not include disciplinary matters undertaken with Club members, which are covered only under Section 28 of these rules.
 - (ii) The parties to a dispute must attempt to resolve the dispute between themselves within fourteen (14) days of the dispute coming to the attention of each party.

- (iii) If the parties are unable to resolve the dispute, any party to the dispute may initiate a procedure under this rule by giving written notice to the Secretary of the parties to, and details of, the dispute.
- (iv) The Secretary must convene a Committee Meeting within twenty-eight (28) days after the Secretary receives notice of the dispute under Section 29(a)(iii) for the Committee to determine the dispute.
- (v) At the Committee Meeting to determine the dispute, all parties to the dispute must be given a full and fair opportunity to state their respective cases orally, in writing or both.
- (vi) The Secretary must inform the parties to the dispute of the Committee's decision and the reasons for the decision within seven (7) days after the Committee Meeting referred to in Section 29(a)(v).
- (vii) If any party to the dispute is dissatisfied with the decision of the Committee, they may elect to initiate further dispute resolution procedures as set out in the Rules.

(b) Mediation

- (i) Section 29(b) applies:
 - 1. Where a person is dissatisfied with a decision made by the Committee under Section 29(a) or
 - 2. Where a dispute arises between a Member or more than one Member and the Club and any party to the dispute elects not to have the matter determined by the Committee.
- (ii) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by Section 29(a)(ii), or a party to the dispute is dissatisfied with a decision made by the Committee, under Section 29(a)(vii) a party to a dispute may:
 - 1. Provide written notice to the Secretary of the parties to, and the details of, the dispute;
 - 2. Agree to, or request the appointment of, a mediator.
- (iii) Party, or parties requesting the mediation must pay the costs of the mediation.
- (iv) The mediator must be:
 - 1. A person chosen by agreement between the parties; or
 - 2. In the absence of agreement:
 - a. If the dispute is between a Member and another Member – a person appointed by the Committee; or
 - b. If the dispute is between a Member or more than one Member and the Club, the Committee or a Committee Member then an independent person who acts as a mediator for another not-for-profit body.
- (v) A Member can be a mediator, but the mediator cannot be a Member who is a party to the dispute.
- (vi) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

- (vii) The parties are to exchange written statements of the issues that are in dispute between them and supply copies to the mediator at least five (5) days before the mediation session.
- (viii) The mediator, in conducting the mediation, must:
 - 1. Give the parties to the mediation process every opportunity to be heard;
 - 2. Allow all parties to consider any written statement submitted by any party; and
 - 3. Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (ix) The mediator must not determine the dispute and the mediation must be confidential. Information provided by the parties in the course of the mediation cannot be used in any other legal proceedings that may take place in relation to the dispute.

(c) Inability to Resolve Disputes

- (i) If a dispute cannot be resolved under the procedures set out in the Rules, any party to the dispute may apply to the State Administrative Tribunal to determine the dispute in accordance with the Act or otherwise at law.

30. Alteration and Rescinding of These Rules

- (a) The Club may only alter or rescind any of these rules, or to make additional rules, only by special resolution carried by a three-fourths majority of members present and voting at a General Meeting and by otherwise complying with Part 3 Division 2 of the Act.
- (b) Notice of Special Resolution to alter or rescind any of these rules or to make additional rules shall be given to the Secretary at least twenty-eight (28) days preceding the Annual or Special General Meeting at which the motion shall be presented. The Secretary shall exhibit the Special Resolution on the Club notice board at least fourteen (14) days prior to such meeting.
- (c) Within one month after a special resolution is carried to repeal or alter the rules or adopt new rules of the Club under Section 28(b), the Committee shall lodge the required documents with the Commissioner.

31. Dissolution of the Club

- (a) The Club may wind up and have its incorporation cancelled in accordance with Parts 9 and 10 of the Act, if the Club so resolves by special resolution.
- (b) On the cancellation of the incorporation or the winding up of the Club, the surplus property must be distributed as determined by special resolution and as per Section 24(1) of the Act.