



# CONSTITUTION OF MAFFRA COMMUNITY SPORTS CLUB INC

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7 July 2025

## Contents

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Part A Name & Purposes .....	1
Part B INTERPRETATION .....	2
Part C - MEMBERS .....	4
Part D FEES & SUBSCRIPTIONS .....	8
Part E DISCIPLINE .....	9
Part F MEDIATION .....	11
Part G GENERAL MEETINGS .....	12
Part H THE COMMITTEE OF MANAGEMENT .....	16
Part I ELECTION AND REMOVAL OF COMMITTEE MEMBERS .....	16
Part J PROCEEDINGS OF THE COMMITTEE .....	21
Part K MANAGER .....	22
Part L SPORTING SECTIONS .....	23
Part M SUB-COMMITTEES .....	24
Part N LIQUOR & GAMING PROVISIONS .....	24
Part O FUNDS AND SIGNATURES .....	25
Part P CUSTODY AND INSPECTION OF RECORDS .....	25
Part Q PROFITS, DISTRIBUTIONS AND WINDING UP .....	26
Part R GENERAL .....	27

## Part A Name & Purposes

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1. The name of the Club is  
**THE MAFFRA COMMUNITY SPORTS CLUB INCORPORATED**  
(in these Rules called "the Club")
2. The Club's purposes are categorised as Primary Purposes and Secondary Purposes.
- 2.1 The primary purposes of the Club are to:
  - (a) encourage games and sports, particularly in the Maffra and surrounding region;
  - (b) foster and support teams in various games and sports including but not limited to:
    - (i) Australian Rules Football;
    - (ii) Cricket;
    - (iii) Gymnastics;
    - (iv) Golf;
    - (v) Bowls; and
    - (vi) Netball;
  - (c) provide, encourage and foster the development, promotion, advancement of sport to the community generally, and particularly to the community of Maffra and the surrounding area with the view to providing the community with the health and social benefits of sport; and
  - (d) utilise available resources and influences of the Club to assist other sporting groups and organisations to improve and enhance their facilities and involvement in sport;
- 2.2 The secondary purposes of the Club are to:
  - (a) provide a spirit of fellowship and co-operation among Members and to provide recreational and opportunities for the community of Maffra, the surrounding areas and visitors to the area;
  - (b) establish Sporting Sections within the Club for the promotion and participation of particular sports where such sections:
    - (i) create, prepare and enter teams into sports competitions;
    - (ii) co-ordinate sports activities;
    - (iii) organise and conduct tournaments;
    - (iv) improve the abilities of participants and coaches; and
    - (v) encourage an increased and wider participation in sport;
  - (c) utilise available resources and influences of the Club to aid and assist the Members and their families;
  - (d) provide facilities and services that meet the needs of the Members and patrons of the Club and in doing so obtain and operate within any licences or permits that are required by law; and

- (e) utilise available resources and influences of the Club to assist other groups and organisations to improve and enhance their involvement within the community.

## Part B INTERPRETATION

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3. In these Rules, unless the contrary intention appears:

<i>Act</i>	means the <i>Incorporated Associations Reform Act</i> 2012 and any regulations thereunder.
<i>AML/CTF Program</i>	means Anti-Money Laundering/Counter Terrorism Funding program implemented by the Club for the purposes of the .
<i>AML/CTF Training Assessment</i>	means the training assessment that forms part of the Club's AML/CTF Program.
<i>Approved Candidate</i>	means a nominee for election to the Board who has been approved by the Board under Rule 40.3(b) having been correctly nominated and meeting the Election Criteria.
<i>Approval Forms</i>	means printed versions of the on-line VGCCC application forms for approval as an associated individual of the Club (without the attachments thereto).
<i>Approved Associated Individual</i>	means a person who is approved by the VGCCC and/or any other statutory body which is required to approve individuals to be associated with an entity that holds a venue operator's licence &/or a liquor licence as an approved associated individual of the Club.
<i>Committee</i>	means the Committee of Management of the Club constituted under Rule 39.
<i>Domestic Partner</i>	means a spouse or person who lives with the Member in a de facto relationship under the <i>Family Law Act 1975</i> .
<i>Financial year</i>	means the year ending on 30 June.
<i>Gaming Act</i>	means the <i>Gambling Regulation Act</i> 2001 and any regulations thereunder.
<i>Gaming Licence</i>	means a licence issued to the Club under the Gaming Act the Gambling Regulation Act 2002.
<i>General Meeting</i>	means a General Meeting of members including an Annual General Meeting and a Special General Meeting.
<i>Liquor Act</i>	means the <i>Liquor Control Reform Act</i> 1998 or any amendment or re-enactment thereof or regulations made under that Act.
<i>Liquor Licence</i>	means a liquor licence issued to the Club under the Liquor Act.

<i>Manager</i>	means the Manager engaged by the Committee under Rule 57, and if the Club has not engaged a Manager means the person appointed by the Committee under Rule 56.1.
<i>Member</i>	means a member of the Club of whatever class.
<i>Officer</i>	means an Officer of the Club as set out in Rule 39.2(a).
<i>Ordinary Committee Member</i>	means a Committee Member who is not an Officer
<i>Records of the Club</i>	means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the association and includes the following— <ul style="list-style-type: none"> <li>(a) its membership records (if relevant);</li> <li>(b) its financial statements; and</li> <li>(c) its financial records; records and documents relating to transactions, dealings, business or property of the association.</li> </ul>
<i>RSG Training Quiz</i>	means the training quiz that is part of the Club's responsible service of gaming code of conduct.
<i>Rules</i>	means this constitution, and a Rule means a clause in this constitution.
<i>Sporting Section</i>	means a sub-club of the Club which fields a Sporting Team and is established in accordance with Part L.
<i>Tax Acts</i>	means the Income Tax Assessment Act 1997 and the Income Tax Assessment Act 1936.
<i>Unfinancial Member</i>	is described in Rule 9.3.
<i>Venue Operator's Licence</i>	has the same meaning as in the Gaming Act.
<i>VLC</i>	means the Victorian Liquor Commission.
<i>VGCCC</i>	means the Victorian Gambling and Casino Control Commission.
<i>Voting Members</i>	Platinum Members and Life Members who are not Unfinancial Members under Rule 9.3.

3.1 In these Rules, unless the contrary intention appears the singular includes the plural and vice versa:

- (a) a gender includes the other genders;
- (b) the headings are used for convenience only and do not affect the interpretation of these Rules;
- (c) other grammatical forms of defined words or expressions have corresponding meanings;
- (d) a reference to a document includes the document as modified from time to time

and any document replacing it;

- (e) the word "month" means calendar month and the word "year" means 12 months;
  - (f) the words "in writing" include any communication sent by letter, facsimile transmission or email or any other form of communication capable of being read by the recipient;
  - (g) a reference to a thing includes a part of that thing;
  - (h) a reference to all or any part of a statute, rule, regulation or ordinance (statute) includes that statute as amended, consolidated, re-enacted or replaced from time to time;
  - (i) wherever "include" or any form of that word is used, it must be construed as if it were followed by "(without being limited to)";
  - (j) a reference to any agency or body, if that agency or body ceases to exist or is reconstituted, renamed or replaced or has its powers or functions removed (defunct body), means the agency or body that performs most closely the functions of the defunct body.
- 3.2 Any question of interpretation which arises under these Rules or a bylaw of the Club will be resolved by the Committee.
- 3.3 If these Rules provide for any person (including any entity, committee or sub-committee) to do anything or make an appointment or determination or act in any way, it means that person may also revoke and/or change that action or appointment or determination from time to time.

## **Part C - MEMBERS**

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### **4. CATEGORIES OF MEMBERSHIP**

The Club will consist of the following classes of members:

#### **4.1 Platinum Members**

- (a) Any person over the age of 18 may nominate for Platinum Membership.
- (b) Platinum Members are entitled to:
  - (i) use the Club's facilities in accordance with any relevant bylaws that relate to which facilities can be used by Platinum Members, and how they will be used (including fees for use);
  - (ii) subject to rule 4.1(c) to be nominated for, and nominate other Members for, election to the Committee.
- (c) Only those Platinum Members that have been a Platinum Member for a continuous period of 3 years are entitled to be nominated for election to the Committee.
- (d) Only those Platinum Members who are not Unfinancial Members at the time of the vote are entitled to vote at General Meetings.

#### **4.2 Sporting Members**

- (a) Any person who is:
  - (i) registered with a Sporting Section;

- (ii) an official or volunteer of a Sporting Section; or
- (iii) a parent or sibling or Domestic Partner of a person who is registered with a Sporting Section

is a Sporting Member.

(b) Sporting Members are entitled to:

- (i) participate in the activities of the Sporting Section with which they are affiliated in accordance with the Rules of that Sporting Section; and
- (ii) use the Club's facilities in accordance with any relevant bylaws (including payment of fees for use).

(c) Sporting Members are **not** entitled:

- (i) to vote at meetings and in elections; nor
- (ii) to stand for, or nominate other Members for, election to the Committee.

(d) Sporting Members may, concurrently with their Sporting Membership nominate for and become a Platinum Member.

(e) Sporting Members who are also Platinum Members have the entitlements of both:

- (i) Sporting Membership; and
- (ii) Platinum Membership.

#### 4.3 Life Members

- (a) The Committee may resolve to recommend for Life Membership any Platinum Member who has rendered outstanding service to the Club.
- (b) The recommendation of the Committee will be put to the Members at the Annual General Meeting following the date that the Committee made the resolution, and if a majority of Members present and voting at the Annual General Meeting approves the recommendation the Member will be elected as a Life Member.
- (c) Life Members enjoy the privileges of Platinum Membership and are exempt from payment of annual subscriptions.
- (d) Life Membership may be revoked by a majority of the Members present and voting at a General Meeting.

#### 4.4 Honorary & Reciprocal Members

- (a) Any person who meets one or more of the following criteria will be an Honorary Member for the day/s upon which they meet that criteria:
  - (i) is competing in any Inter-Club match, tournament, or game organised by the Club;
  - (ii) is an official of an opposing team who is attending the Club's premises in connection with any match, tournament or game;
  - (iii) is a Member of any other club which the Committee may from time to time determine as providing reciprocal rights and benefits, and is of a category of Membership at that other club as approved by the Committee as eligible for Honorary Membership; and

- (iv) has been nominated for Membership and whose nomination is yet to be considered by the Committee.
- (b) All Honorary Members must provide the Club with their names and addresses in such form as required by the Committee from time to time.
- (c) Honorary Members are not required to pay annual subscriptions.
- (d) The Manager and Secretary must keep appropriate records of the names and addresses of all Honorary Members. Such records must specify the occasion or period in respect of which Honorary Membership is granted.
- (e) The Committee has the power to cancel the Membership of any Honorary Member without notice and without assigning any cause therefore.

#### **4.5 Gold Members**

- (a) Any person over the age of 18 may nominate for Gold Membership.
- (b) Gold Members are entitled to use the Club's facilities in accordance with any relevant bylaws (including fees for use).
- (c) Gold Members are not entitled:
  - (i) to vote at meetings and in elections; nor
  - (ii) to stand for, or nominate other Members for, election to the Committee.

4.6 Any person who is a Member at the adoption of these Rules will be a Member in the category that corresponds most closely to the Member's Membership class immediately prior to adoption of these Rules.

### **5. NOMINATION FOR MEMBERSHIP**

#### **5.1 Platinum Membership**

- (a) A nomination for Platinum Membership must be:
  - (i) in writing in the form approved by the Committee from time to time;
  - (ii) accompanied by the required non-refundable application fee (if any); and
  - (iii) lodged with the Manager.
- (b) As soon as practicable after the receipt of a nomination, the Manager must refer the nomination to the Committee.
- (c) Upon a nomination being referred to the Committee, the Committee must determine whether to approve or to reject the nomination, and is not be required to give reasons for its determination.
- (d) Upon a nomination being approved by the Committee, the Manager must, with as little delay as possible:
  - (i) notify the nominee in writing that they are approved for Membership; and
  - (ii) request payment within 28 days after receipt of the notification of the entrance fee (if any) and the first year's annual subscription.
- (e) The Manager must, upon receipt of the amounts in Rule 5.1(d)(ii), enter the nominee's name in the Members' Register and, upon the name being entered in the Members' Register, the nominee becomes a Platinum Member.



- (f) If a nomination is rejected by the Committee, the Manager must with as little delay as possible advise the nominee in writing of the rejection, and is not be required to give reasons.

## 5.2 Sporting Membership

Sporting Members are required to comply with the procedure of the relevant Sporting Section for membership or registration.

## 5.3 Gold Membership

- (a) A nomination for Gold Membership must be:
  - (i) in writing on a form approved by the Committee from time to time;
  - (ii) delivered to the Manager; and
  - (iii) accompanied with the non-refundable entrance fee (if any).
- (b) On receipt of the nomination form and payment (if any) pursuant to Rule 5.3(a), the nominee is a Gold Member, pending determination by the Committee under Rule 5.3(c)
- (c) The Manager must refer all nominations for Gold Membership to the Committee and the Committee must consider the nomination at the next Committee Meeting, and in its discretion determine whether to approve or reject the nominee as a Gold Member.
- (d) If the Committee determines to reject the nominee, the nominee will cease to be a Member, and the Manager must advise the nominee as soon as practicable.
- (e) The Committee is not required to provide any reasons for its determination pursuant to Rule 5.3(c).
- (f) The Committee may revoke the membership of a Gold Member.

## 6. MEMBERS REGISTER

6.1 The Manager must keep and maintain a Members Register in which is entered each Member's:

- (a) full name and address;
- (b) email address (if any);
- (c) telephone number; and
- (d) date of entry to and (when appropriate) cessation of Membership.

6.2 The Members Register must be available for inspection by Members on written request at the Club's premises.

## 7. CESSATION OF MEMBERSHIP

7.1 Any Member will cease to be a Member if:

- (a) the Member resigns Membership by notifying the Manager in writing prior to June 30 in the year that the Member wishes to resign;
- (b) the Member is expelled as a result of disciplinary action in accordance with Part E of these Rules;

- (c) the Membership ceases in accordance with Rule 9.4;
- (d) if the Member is a Gold Member and the Committee determines to revoke the Member's Membership; or
- (e) if the Member is a Sporting Member or an Honorary Member and the Member ceases to meet the criteria for that Membership.

7.2 If a Member ceases to be a Member for any reason, the Member will:

- (a) remain liable for any fee or subscription due to the Club by the Member at the time the Member ceases to be a Member; and
- (b) not be entitled to any refund of fees or subscriptions paid – unless otherwise determined by the Committee.

## 8. RE-JOINING

A Member who ceases to be a Member in accordance with Rule 7, and requests to rejoin will be required to apply again for Membership in accordance with these Rules.

## Part D FEES & SUBSCRIPTIONS

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### 9. FEES & SUBSCRIPTIONS

- 9.1 Subject to these Rules, the application fee, entrance fee and annual subscription for each category of Membership will be determined by the Committee, and the Committee may determine that there will be no application or entrance fee or annual subscription for any particular category of Membership.
- 9.2 All annual subscriptions will be due and payable in advance on 1 July in every year.
- 9.3 Subject to Rule 9.5 if a Member fails to pay any relevant fee or subscription by the due date, the defaulting Member will be an Unfinancial Member and until the fee or subscription is paid, will not be entitled to:
  - (a) nominate themselves for election to Committee;
  - (b) nominate others for the Committee;
  - (c) vote at General Meetings;
  - (d) give notice of business for a General Meeting;
  - (e) sign any requisition for a Special General Meeting.
- 9.4 Subject to Rule 9.5, if a Member fails to pay any relevant fee or subscription within 2 months of the due date, the defaulting Member will cease to be a Member and will cease to be entitled to any of the privileges of Membership.
- 9.5 The Committee may, at its discretion:
  - (a) grant extensions of time for payment of fees or subscriptions for all Members or particular Members;
  - (b) reinstate a Member who has ceased to be a Member by virtue of the previous Rule 9.4 upon payment of all outstanding fees and/or subscriptions without the requirement for the ceased Member to reapply for Membership; and/or

- (c) accept payment of any amount owed to the Club by instalments.

## Part E DISCIPLINE

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10. If the Committee receives information, in writing, orally or otherwise (the "Information"), alleging that a Member:
  - (a) has refused or neglected to comply with these Rules; or
  - (b) has been guilty of conduct unbecoming of a Member or prejudicial to the interests of the Club;

the Committee must consider the Information at a duly convened Committee Meeting.
11. If after considering the Information the Committee decides that the Information requires further consideration, the Committee must include the matter in the agenda of a Committee Meeting.
12. At a Meeting to consider the Information under Rule 11 the Committee must:
  - (a) give the Member written notice that the Committee intends to consider the Information at a Committee Meeting with the prospect of sanctioning the Member; and
  - (b) convene a Committee Meeting to be held no sooner than 7 days after receipt of the notice by the Member.
13. The notice referred to in Rule 12(a) must:
  - (a) state that the Committee will consider the Information;
  - (b) contain a copy or a précis of the Information;
  - (c) state the date, place and time of that Committee Meeting;
  - (d) state that the Member may:
    - (i) attend that Committee Meeting with or without a representative and address the Committee on the Information and the imposition of a sanction; and/or
    - (ii) give to the Committee before the date of that Committee Meeting a written statement addressing the Information and the imposition of a sanction; and
  - (e) contain a copy of the disciplinary procedure set out in this Part E of these Rules.
14. At the Committee Meeting held in accordance with Rules 11 and 12, the Committee must:
  - (a) give the Member an opportunity to be heard on the substance of the Information and any sanction to be imposed on the Member;
  - (b) give due consideration to any written statement submitted by the Member; and
  - (c) by resolution determine whether the Member should be sanctioned, and if so, decide to:
    - (i) expel the Member from the Club;

- (ii) suspend the Member from the Club for a specified period; or
  - (iii) impose any appropriate requirement or restriction on the Member including but not limited to payment of a fine.
- 15. If the Committee resolves to impose a sanction on the Member, the Committee must as soon as possible after the Meeting give written notice to the Member stating:
  - (a) the resolution of the Committee;
  - (b) that the Member may, not later than 48 hours after receipt of the notice, give the Secretary a written notice to the effect that they wish to appeal against the resolution; and
  - (c) that if they choose to appeal the resolution they may:
    - (i) attend the Meeting of the Appeal Committee; or
    - (ii) give to the Committee before the date of the Meeting of the Appeal Committee a written statement seeking revocation of the resolution and setting out the Member's grounds.
- 16. Where the Secretary receives notice under Rule 15(b):
  - (a) the sanction imposed will be suspended until such time as it is confirmed in accordance with Rule 20(e);
  - (b) the Secretary must notify the Committee of the Member's Appeal; and
  - (c) subject to Rule 17, the Committee must convene a Meeting of 3 of the following persons to constitute the Appeal Committee:
    - (i) the Immediate Past President,
    - (ii) the Immediate Past Vice President and
    - (iii) one other former member of the Committee
- 17. If any of the persons mentioned in Rule 16(c) are unavailable or do not qualify under Rule 18, then the Appeal Committee will be constituted by any of the persons set out in Rule 16(c) who are available and qualify, together with any other past Committee Member who is available and qualifies and is appointed to the Appeal Committee by a resolution of the Committee.
- 18. A person qualifies to be part of the Appeal Committee if they meet all of the following criteria:
  - (a) is not a current Committee Member;
  - (b) is not the Member being sanctioned;
  - (c) is not related to the Member being sanctioned; and
  - (d) the appointment of whom would not give rise to an accusation of bias or compromise of natural justice.
- 19. The Appeal Committee must meet within thirty-five days after the date on which the Secretary received the notice under Rule 15(b).

20. At the Appeal Committee Meeting convened under Rule 19:
  - (a) no business other than the question of the Appeal will be transacted;
  - (b) the Committee may place before the Appeal Committee Meeting details of the grounds for the Committee's resolution and the reasons for the passing of the Committee's resolution;
  - (c) the Member must be given an opportunity to be heard, and/or may submit a written statement to the Appeal Committee prior to the Meeting;
  - (d) the Appeal Committee must consider all material before it; and
  - (e) the Appeal Committee must vote by secret ballot on the question of whether the Committee's resolution should be confirmed or revoked.
21. If the Appeal Committee:
  - (a) votes by simple majority in favour of the confirmation of the Committee's resolution, the Committee's resolution is confirmed; and
  - (b) in any other case, the Committee's resolution is revoked.
22. If the Appeal Committee revokes the Committee's resolution, the Appeal Committee may by simple majority determine that, based only on the information before it at the Appeal Committee Meeting, the Member has refused or neglected to comply with these Rules or has been guilty of conduct unbecoming of a Member or prejudicial to the interests of the Club and substitute an appropriate sanction in place of the sanction determined by the Committee.
23. Throughout the disciplinary procedure in this Part E the Committee and Appeal Committee must observe the principles of natural justice and afford procedural fairness to the Member.

## **Part F    MEDIATION**

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24. The grievance procedure set out in this Part F applies to disputes under these Rules between:
  - (a) a Member and another Member; or
  - (b) a Member and the Club.
25. The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within fourteen days after the dispute comes to the attention of all of the parties.
26. 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 ten days, hold a Meeting in the presence of a mediator.
  - (a) The mediator must be:
    - (i) a person chosen by agreement between the parties; or
    - (ii) in the absence of agreement:

- (A) in the case of a dispute between a Member and another Member, a person appointed by the Committee; or
  - (B) in the case of a dispute between a Member and the Club, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
27. A Member can be a mediator.
  28. The mediator cannot be a person who is a party to the dispute.
  29. The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
  30. 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 in the dispute throughout the mediation process.
  31. The mediator must not determine the dispute.
  32. If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute at law.

## **Part G GENERAL MEETINGS**

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### **33. ANNUAL GENERAL MEETINGS**

- 33.1 The Club must, in each calendar year, convene an Annual General Meeting of its Members.
- 33.2 The Annual General Meeting will be held on a day as the Committee determines within three months of the end of the Club's financial year.
- 33.3 The Annual General Meeting must be specified as such in the notice convening it.
- 33.4 The ordinary business for the Annual General Meeting will be:
  - (a) to confirm the minutes of the last preceding Annual General Meeting and of any General Meeting held since that meeting;
  - (b) to receive from the Committee the Committee's annual reports (if any) on the transactions of the Club during the preceding financial year;
  - (c) to elect the Committee Members; and
  - (d) to receive and consider the statement of accounts submitted by the Club in accordance with the Act.
- 33.5 The Annual General Meeting may transact special business of which notice is given in accordance with these Rules and the Act.
- 33.6 The Annual General Meeting will be in addition to any other General Meeting that may be held in the same year.

#### **34. SPECIAL GENERAL MEETINGS**

- 34.1 All General Meetings other than the Annual General Meetings will be Special General Meetings and can only be called in accordance with these Rules and the Act.
- 34.2 The Committee may, whenever it thinks fit, convene a Special General Meeting and, where, but for this Rule 34.2 more than fifteen months would lapse between Annual General Meetings, must convene a Special General Meeting before the expiration of that period.
- 34.3 The Committee must, on the requisition in writing of not less than 50 Voting Members, convene a Special General Meeting to be held not more than 2 months after the date the Committee receives the requisition.
- 34.4 The requisition for a Special General Meeting must state the objects of the meeting and must be signed by the Members making the requisition and must be delivered to the Secretary and may consist of several documents in a like form, each signed by one or more of the Members making the requisition.
- 34.5 If the Committee does not cause a Special General Meeting to be held within 2 months after the date on which the requisition is received by the Committee, a majority of the Members making the requisition may convene a Special General Meeting to be held not later than 4 months after that date.
- 34.6 A Special General Meeting convened by Members in pursuance of these Rules must be convened in the same manner, as nearly as possible, as that in which General Meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting will be refunded by the Club to the persons incurring the expenses.

#### **35. NOTICES OF GENERAL MEETINGS**

- 35.1 In the case of Annual General Meetings, the Secretary must provide a preliminary notice in accordance with Rule 35.2. The preliminary notice is in addition to the notice referred to in Rule 35.4.
- 35.2 The Secretary must at least 35 days prior to the date fixed for the Annual General Meeting in each year issue a preliminary notice advising Members of:
  - (a) the place, date and time of the Annual General Meeting;
  - (b) the number of Committee Members to be elected;
  - (c) the election criteria to be met by nominees
  - (d) how to nominate for election as a Committee Member including lodging nominations 30 days before the Annual General Meeting; and
  - (e) the requirement to lodge notice of special business with the Secretary at least 28 days prior to the date of the Annual General Meeting.
- 35.3 The preliminary notice referred to in Rule 35.1 may be by way of newsletter or notice posted on the notice board at the Club's premises or such other reasonable manner as the Committee determines.
- 35.4 In the case of both Annual General Meetings and Special General Meetings the Secretary must, at least 21 days before the date fixed for holding a General Meeting place on the notice board within the Club's Premises a notice that:

- (a) sets out the date, time and place of the General Meeting;
  - (b) states the general nature of the meeting's business;
  - (c) if a special resolution is to be proposed at the meeting, sets out an intention to propose the special resolution and states the resolution; and
  - (d) contains a statement setting out the following information:
    - (i) that the member has a right to appoint a proxy; and
    - (ii) that the proxy must be a Voting Member.
  - (e) if a ballot is to be conducted at the General Meeting, contains the names of the candidates running for election to the Committee; and
  - (f) if no ballot is to be conducted at the General Meeting contains the names of the candidates who have been elected to the Committee.
- 35.5 A Member (not being an Unfinancial Member) desiring to bring any business before a meeting must give written notice of that business to the Secretary who must include that business in the notice calling the next General Meeting that is not less than 28 days after the receipt of the notice.
- 35.6 Gold, Honorary, Sporting Members and Unfinancial Members are not entitled to place any business before a General Meeting.
- 35.7 Where a meeting is adjourned for more than 14 days, a notice of the adjourned meeting must be given as in the case of a General Meeting under Rule 35.4.
- 35.8 Except as provided in Rule 35.7, it is not necessary to give notice of an adjourned meeting, or of the business to be transacted at an adjourned meeting.
36. PROCEEDINGS AT GENERAL MEETINGS
- 36.1 No business other than that set out in the notice convening the meeting will be transacted at a General Meeting.
- 36.2 All business that is transacted at a General Meeting will be special business, with the exception of that specially referred to in Rule 33.4 as being the ordinary business of the Annual General Meeting.
- 36.3 No item of business will be transacted at a General Meeting unless a quorum of Voting Members under Rule 36.4 is present during the time when the meeting is considering that item.
- 36.4 Twenty Voting Members present in person or by proxy constitute a quorum for the transaction of the business of the General Meeting.
- 36.5 If within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present, the meeting, if convened upon the requisition of Members, will be dissolved and in any other case will stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting:
- (a) in the case of an Annual General Meeting, the Voting Members present will be a



quorum; and

(b) in the case of a Special General Meeting the meeting will be abandoned.

36.6 The President, or in the absence or inability or unwillingness of the President, the Vice-President, will preside as Chairman at each General Meeting.

36.7 If the President and the Vice-President are absent from a General Meeting or unable or unwilling to preside, the Voting Members present must elect one of their number to preside as Chairman at the meeting.

36.8 The Chairman of a General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business will be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

36.9 Unless before or on the declaration of the show of hands a poll is demanded, a question arising at a General Meeting will be determined on a show of hands and:

(a) a declaration by the Chairman; and

(b) an entry in the minute book of the Club -

is evidence of the fact that a resolution has, on a show of hands, been:

(c) carried;

(d) carried unanimously;

(e) carried by a particular majority; or

(f) lost -

without proof of the number or proportion of the votes recorded in favour of or against that resolution.

36.10 Upon any question arising at a General Meeting, a Voting Member (including the Chairman subject to Rule 36.11) has one vote only.

36.11 In the case of an equality of voting on a question, the Chairman of the meeting is entitled to exercise a second or casting vote.

36.12 If at a General Meeting a poll on any question is demanded by not less than 3 Voting Members, it must be taken at that meeting in such manner as the Chairman directs and the resolution of the poll will be deemed to be a resolution of the meeting on that question.

36.13 A poll that is demanded on the election of a Chairman or on a question of an adjournment must be taken forthwith and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairman may direct.

### **37. PROXIES**

37.1 A Voting Member (the Appointee Member) may appoint another Voting Member (the Proxy) to act as the proxy for the Appointee Member at any General Meeting.

37.2 All votes must be given personally or by proxy.

37.3 An appointment of a Proxy must be in writing in such reasonable manner as determined by the Committee and communicated to Members in the notice convening the General Meeting at which the Proxy will vote.

**38. MINUTES**

The Secretary must keep minutes of the proceedings of all General Meetings.

## **Part H THE COMMITTEE OF MANAGEMENT**

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**39. THE COMMITTEE**

39.1 The affairs of the Club are managed by the Committee.

39.2 The Committee consists of:

- (a) the Officers being:
  - (i) a President;
  - (ii) a Vice-President
  - (iii) a Secretary; and
  - (iv) a Treasurer;
- (b) and 7 Ordinary Committee Members.

39.3 The Committee:

- (a) controls and manages the business and affairs of the Club;
- (b) may, subject to these Rules, and the Act, exercise all powers and functions as may be exercised by the Club other than those powers and functions that are required by these Rules or the Act to be exercised by General Meetings; and
- (c) subject to these Rules and the Act, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Club.

39.4 Each Committee Member is elected for a term of 3 years and a Committee Member's term expires at the conclusion of the third Annual General Meeting after the Committee Member's election.

39.5 Committee Members are eligible for re-election.

## **Part I ELECTION AND REMOVAL OF COMMITTEE MEMBERS**

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**40. NOMINATIONS OF CANDIDATES FOR ELECTION AS COMMITTEE MEMBERS**

40.1 Only Voting Members who:

- (a) have been a Platinum Member or an Honorary Life Members for no less than 3 continuous years immediately prior to the election; and
  - (b) meet the Election Criteria set out in Rule 41 –
- are eligible to be nominated for election as Committee Members.

40.2 Nominations of candidates for election as Committee Members must:

- (a) be in writing, contain the name and signature of the candidate; and
- (b) be delivered to the Secretary not less than 30 days prior to the Annual General

Meeting.

- 40.3 No later than 28 days before the Annual General Meeting in each year the Committee must:
- (a) meet to consider all nominations for election that have been received no later than 30 days before the Annual General Meeting; and
  - (b) approve as Approved Candidates all candidates who meet the criteria set out in Rule 40.1 which includes the criteria set out in Rule 41.1.
- 40.4 While the Club holds a Liquor Licence or Gaming Licence each Approved Candidate must complete and lodge with the Secretary no later than the date the ballot closes, or if no ballot is required, then no later than the date of the Annual General Meeting:
- (a) the Approval Forms, unless the Approved Candidate is currently an Approved Associated Individual;
  - (b) evidence of successful completion of the AML/CTF Training Assessment for the Club's AML/CTF Program; and
  - (c) evidence of successful completion of the RSG Training Quiz for the Club's Responsible Service of Gaming Code of Conduct.
- 40.5 The Manager must provide on request blank copies of:
- (a) the Approval Forms;
  - (b) the AML/CTF Training Manual and Assessment for the Club's AML/CTF Program; and
  - (c) the RSG Training Manual and Quiz for the Club's Responsible Service of Gaming Code of Conduct.
- 40.6 Failure to provide the any of the documents set out in Rule 40.4 will result in the Approved Candidate not being eligible for election. For clarity, the Approval Forms are completed if all the questions on the Approval Forms are completed by the Approved Candidate, even if any required attachments (eg police checks, ASIC searches, credit checks) are not attached.

#### **41. ELECTION CRITERIA**

- 41.1 The Election Criteria are the criteria adopted by the Committee as the criteria required for election to the Committee and must include at least the following criteria:
- (a) commitment to the advancement of the Club's Purposes set out in Rule 2;
  - (b) commitment to compliance with these Rules; and
  - (c) possession of skills within the skill-set identified by the Committee as necessary to provide the in-coming Committee with the skills for proper management of the Club.
- 41.2 The Committee must publish the Election Criteria on the Club's website no later than 35 days before the Annual General Meeting.

#### **42. BALLOT FOR COMMITTEE MEMBERS**

- 42.1 If the number of Approved Candidates is equal to the number of vacancies to be filled, the Approved Candidates will be deemed to be elected.

- 42.2 If the number of Approved Candidates is less than the number of vacancies to be filled the Approved Candidates will be deemed to be elected and any unfilled vacancies on the Committee will be casual vacancies.
- 42.3 If the number of Approved Candidates exceeds the number of vacancies to be filled, a ballot must be conducted.
- 42.4 If a ballot is to be conducted it must be conducted prior to the AGM in such reasonable manner as directed by the Committee and in accordance with the following provisions in this Rule 42.
- 42.5 The Secretary must ensure that a list of the Approved Candidates is displayed in a conspicuous place at the Club's premises and on the Club's website for a period of at least 14 days prior to the Annual General Meeting.
- 42.6 If 2 or more Approved Candidates receive an equal number of votes in any one ballot, the winner must be determined by lot conducted by the Chairman of the Annual General Meeting.

### **43. ELECTION OF OFFICE BEARERS**

- 43.1 As soon as practicable after the conclusion of the Annual General Meeting each year the Committee must convene a Committee Meeting, the only business of which will be the election of Office Bearers for the following year.
- 43.2 The chairman of the meeting referred to in Rule 43.1 will be determined by a vote of the Committee Members and if there is a tie in the vote for chairman, the chairman must be determined by lot between the Committee Members who are tied.
- 43.3 The chairman must call for nominations from the Committee Members for the following Office Bearers:
  - (a) President;
  - (b) Vice President;
  - (c) Secretary; and
  - (d) Treasurer.
- 43.4 A Committee Member may nominate themselves or another Committee Member to be an Officer Bearer.
- 43.5 The ballot for election of the Office Bearers must be conducted in such reasonable manner as the chairman determines subject to the following Rule 43.6.
- 43.6 Committee Members who are unable to be present in person at the meeting referred to in Rule 43.1 are entitled to use any reasonable means to:
  - (a) nominate themselves or another Committee Member to be an Office Bearer
  - (b) to be nominated to be an Office Bearer; and
  - (c) vote in the election of Office Bearers.
- 43.7 Subject to these Rules, Office Bearers will hold office until the conclusion of the Annual General Meeting following their election and will be eligible for re-election.

#### 44. CASUAL VACANCIES

44.1 A casual vacancy occurs in the position of a Committee Member if:

- (a) the Committee Member ceases to be a Member;
- (b) the Committee Member has their Membership suspended or cancelled in accordance with Part E;
- (c) the Committee Member is absent from 3 consecutive Committee Meetings without apology;
- (d) the Committee Member:
  - (i) has a material personal interest in a matter that relates to the affairs of the Club (the Matter); and
  - (ii) participated in any discussion relating to the Matter at a Committee Meeting or voted in relation to the Matter at a Committee Meeting or General Meeting; and
  - (iii) the Committee Members who do not have a material personal interest in the Matter pass a resolution that the Committee Member's position is vacated;
- (e) the Committee Member resigns their position by notice in writing given to the Secretary;
- (f) the Committee Member is removed from the Committee in accordance with Rule 44.8 by the Members at a General Meeting and the Members do not appoint a replacement Committee Member at that General Meeting;
- (g) the Committee Member's term expires, and the position is not filled at the ballot at the Annual General Meeting; and
- (h) during any time that the Club holds a liquor licence or a gaming licence:
  - (i) if, within 3 months of the Committee Member's election or appointment, they fail to become an Approved Associated Individual; or
  - (ii) if at any time during their term the Committee Member becomes ineligible to be an Approved Associated Individual –

AND the Committee Members who are Approved Associated Individuals pass a resolution that the Committee Member's position is vacated. **Committee Members who are not Approved Associated Individuals must not participate in any deliberations of the Board involving gaming or liquor (or both if relevant) while they are not Approved Associated Individuals.**

44.2 If a casual vacancy occurs in the position of a Committee Member, subject to Rule 44.3, the Committee may appoint a Voting Member to fill the vacancy and the Member so appointed will hold the position for the remainder of the term that the vacating Committee Member would have served.

44.3 At the time of their appointment to fill a casual vacancy, the Member appointed to fill the casual vacancy must:

- (a) have been a Platinum or Honorary Life Member for 3 consecutive years immediately prior to the appointment; and
- (b) meet the criteria set out in Rule 41.1;

- (c) provide the Secretary with:
  - (i) completed Approval Forms unless the Approved Candidate is currently an Approved Associated Individual;
  - (ii) evidence of successful completion of the AML/CTF Training Assessment for the Club's AML/CTF Program; and
  - (iii) evidence of successful completion of the RSG Training Quiz for the Club's Responsible Service of Gaming Code of Conduct.
- 44.4 If a casual vacancy occurs in an Office Bearer's position, the Committee may appoint one of its Members to the vacant Office.
- 44.5 If the number of Committee Members is less than 6, the remaining Committee Members must convene a Committee Meeting for the sole purpose of appointing sufficient Committee Members to form a quorum and the Committee Members so appointed will hold their positions until the conclusion of the terms of the Committee Members they are replacing as designated by the remaining Committee Members.
- 44.6 If the number of Committee Members is reduced to zero, the Secretary (or if there is no Secretary, Members who were Office Bearers at the previous Annual General Meeting, or any of them) must call a Special General Meeting for the purpose of filling all the Committee vacancies, and take all actions that are necessary for that purpose.
- 44.7 The Voting Members present at the Special General Meeting convened under Rule 44.6 must determine which Committee Members elected at the Special General Meeting:
  - (a) will hold their position until the conclusion of the next Annual General Meeting,
  - (b) will hold their position until the conclusion of the Annual General Meeting following the next Annual General Meeting;
  - (c) will hold their position until the conclusion of the second Annual General Meeting following the next Annual General Meeting; and
- 44.8 As soon as practicable after the conclusion of the Special General Meeting convened under Rule 44.7 the Committee must convene a Committee Meeting, the only business of which will be the election of Office Bearers for the time to the next Annual General Meeting.
- 44.9 The Committee Meeting convened under Rule 44.8 will be convened in the same manner as the Committee Meeting convened under Rule 43.
- 45. REMOVAL OF COMMITTEE MEMBER**
  - 45.1 The Members in a General Meeting may, by resolution:
    - (a) remove any Committee Member (the Relevant Committee Member) before the expiration of their term: and,
    - (b) subject to Rule 45.8, appoint any other Voting Member in their place to hold office until the expiration of the term of the removed Committee Member.
  - 45.2 Notice of intention to move a resolution referred to in Rule 45.1 must be:
    - (a) signed by 50 Voting Members; and
    - (b) delivered to the Secretary.
  - 45.3 As soon as practicable after receipt of the notice under Rule 45.2, the Secretary must give

- a copy of the notice to the Relevant Committee Member.
- 45.4 The Committee must convene a Special General Meeting to be held no later than 2 months after receipt of the notice under Rule 45.2.
- 45.5 The Relevant Committee Member is entitled to put their case to Members by:
- (a) giving the Secretary a written statement for circulation to Members; and/or
  - (b) speaking to the motion at the General Meeting convened under Rule 45.4.
- 45.6 The Secretary must circulate any written statement from the Relevant Committee Member received under Rule 45.5(a) to Voting Members by:
- (a) sending a copy to each Voting Member if there is time to do so; or
  - (b) if there is not time to comply with Rule 45.6(a) having the statement distributed to Members attending the General Meeting and read out at the General Meeting before the resolution is voted on.
- 45.7 The Relevant Committee Member's statement does not have to be circulated to Members if it is more than 1,000 words long or defamatory.
- 45.8 Only Voting Members who meet the criteria set out in Rule 44.3 are eligible to be appointed under Rule 45.1(b).
- 45.9 If a Committee Member is removed in accordance with Rule 45.1, the removal of the Committee Member is not invalidated by the fact that the Members do not appoint another Voting Member to the Committee, and if another Voting Member is not appointed to the Committee, a casual vacancy will exist for the vacated Committee position.

## **Part J PROCEEDINGS OF THE COMMITTEE**

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46. The Committee must meet at least 3 times in each year at such place at such times as the Committee may determine and a Committee Member may attend a Committee Meeting by any reasonable means such as telephone, video conferencing etc.
47. Committee Meetings may be convened by the President or by any 3 Committee Members.
48. Notice of Committee Meetings will be given to Committee Members in a reasonable fashion and time; and will specify the general nature of the business to be transacted and no business other than that in the notice convening the Committee Meeting will be transacted at the Committee Meeting.
49. Any 6 Committee Members one of whom is an Officer will constitute a quorum for the transaction of the business of a Committee Meeting.
50. No business will be transacted unless a quorum is present and if, within half an hour of the time appointed for the Committee Meeting, a quorum is not present, the meeting will stand adjourned to the same place and at the same hour of the same day in the following week.

51. At Committee Meetings:
  - (a) the President or, in the President's absence, unwillingness or inability, the Vice-President must preside as Chairman; or
  - (b) if the President and the Vice-President are absent, unwilling or unable, the Committee Members present must chose one of them to preside as Chairman.
52. Questions arising at a Committee Meeting or of any sub-committee appointed by the Committee must be determined on a show of hands or, if demanded by a Committee Member, by a poll taken in a manner as the Chairman determines.
53. Each Committee Member present at a Committee Meeting or of any sub- committee appointed by the Committee (including the Chairman) is entitled to one vote and, in the event of an equality of votes, the Chairman may exercise a second or casting vote.
54. Subject to the requirement to have a quorum, the Committee may act notwithstanding any vacancy on the Committee and if the number of Committee Members falls below 6 the remaining Committee Members must act to restore the number of Committee Members to 6.
55. The Secretary must keep minutes of all Committee Meetings.
- 56. SECRETARY AND NOMINEE**
  - 56.1 If the Committee has not engaged a Manager under Rule 57, the Committee must appoint a Committee Member to perform the duties assigned to the Manager by these Rules.
  - 56.2 Unless the Committee has resolved otherwise (for example has appointed the Manager as the Club's nominee for the purposes of the Liquor Act and/or Gaming Act) it must appoint a Committee Member to be:
    - (a) the Club's nominee for the purposes of the Liquor Act; and/or
    - (b) the Club's nominee for the purposes of the Gaming Act.
  - 56.3 The same Committee Member may be appointed under Rules 56.2(a) and 56.2(b).

## **Part K MANAGER**

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57. The Committee may engage a Manager on terms and conditions that the Committee considers appropriate.
58. The Committee may, at its discretion, appoint the Manager to be:
  - (a) the Club's nominee for the purposes of the Liquor Act; and/or
  - (b) the Club's nominee for the purposes of the Gaming Act.
59. If the Committee engages a Manager, the Manager is required to:
  - (a) act diligently, honestly and faithfully in the best interests of the Club and carry out the directions of the Committee;



- (b) perform all the duties assigned to the Secretary in these Rules and/or by the Committee including:
  - (i) maintaining the Members' Register;
  - (ii) keeping correct accounts and books showing the financial affairs of the Club and the particulars usually shown in books of accounts of a like nature and in particular the sums of money received and expended by the Club and the matters in respect of which such receipts and expenditure take place and the assets and liabilities of the Club; and
  - (iii) preparation and lodging with the relevant authorities all financial statements returns, statements and forms in accordance with any relevant legislation.

## **Part L SPORTING SECTIONS**

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- 60. The Committee may establish Sporting Sections to promote particular sports that the Club sponsors and to be responsible for the conduct of the particular sports.
- 61. Each Sporting Section will be governed by its own rules, which rules require the approval of the Committee.
- 62. The operations of each Sporting Section are subject to the direction of the Committee, and in particular all financial dealings of the Sporting Sections are subject to direction of the Committee, including the collection and expenditure of funds and the conduct of bank accounts.
- 63. Sporting Sections are not separate entities from the Club and must not register separately for incorporation or tax purposes nor own any property in their own right.
- 64. All Sporting Sections must report to the Committee and decisions of a Sporting Section are subject to confirmation by the Committee except where the Sporting Section has been given express power to act by the Committee.
- 65. Sporting Sections are entitled to discipline Members by withdrawing Members' rights to participate in the particular sport providing that the Sporting Section affords the Member to be disciplined procedural fairness and the Sporting Section complies with its own rules governing the discipline of Members.
- 66. Membership of a Sporting Section will be conferred in accordance with the rules of the particular Sporting Section and Members of the Sporting Sections are Sporting Members.
- 67. Concurrently with their Sporting Membership, Sporting Members are entitled to apply for and be accepted as Members in any other category of Membership for which they qualify.
- 68. The President is an ex-officio member of all Sporting Section governing bodies.

## **Part M SUB-COMMITTEES**

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69. The Committee may appoint sub-committees consisting of appropriate persons and may delegate to the sub-committees such of the powers or duties of the Committee as the Committee determines.
70. The business of sub-committees must be conducted in accordance with the direction of the Committee and sub-committees must conform to all By Laws.
71. All sub-committees must report to the Committee and decisions of a sub-committee are subject to confirmation by the Committee except where the sub-committee has been given express power to act by the Committee.
72. The President is an ex-officio member of all sub-committees.

## **Part N LIQUOR & GAMING PROVISIONS**

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73. This Part N operates whilst the Club is a holder of a Venue Operator's Licence under the Gaming Act and/or a Liquor Licence under the Liquor Act.
74. No payment or part payment will be made to any Secretary, Manager or other Officer, Committee Member or servant of the Club by way of commission or allowance from or upon the receipts by the Club for sale and disposal of liquor or gaming.
75. Visitors to the Club's premises must not be supplied with liquor on the Club's premises unless the visitor is:
  - (a) a guest in the company of a Member;
  - (b) an authorised gaming visitor admitted in accordance with these Rules; or
  - (c) otherwise authorised to be supplied liquor under the Liquor Act.
76. The Manager must keep a record of visitors admitted to the Club's premises.
77. A person must not:
  - (a) be admitted as an honorary or temporary member; or
  - (b) be exempt from the obligation to pay the annual subscription unless the person is of a class specified in these Rules and the admission or exemption is in accordance with these Rules.
78. No liquor is to be sold or supplied to any person except in accordance with the provisions of the Liquor Act.
79. Any authorised gaming visitor must:
  - (a) produce evidence of their residential address before being admitted to the Club's licensed premises;
  - (b) carry identification at all times whilst on the Club's licensed premises; and
  - (c) comply with any relevant Rules and By Laws whilst on the Club's premises.

## Part O FUNDS AND SIGNATURES

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80. The funds of the Club are derived from fees, subscriptions, donations, licensed hospitality, gaming and sporting operations, charges, and other sources as the Committee determines.
81. All funds must be banked to the credit of the Club in bank accounts nominated by the Committee.
82. Withdrawals from the Club's bank accounts require the authorisation of any 2 of the following:
  - (a) President;
  - (b) Vice President;
  - (c) Secretary;
  - (d) Treasurer
  - (e) Manager; and
  - (f) Any other Committee Member nominated by the Committee as a signatory.
83. The execution of any instrument or document must be by the authority of the Committee and the will be executed on behalf of the Club by two of the persons listed in Rule 82 unless otherwise determined by the Committee..

## Part P CUSTODY AND INSPECTION OF RECORDS

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84. Except as otherwise provided in these Rules, the Manager must keep in their custody or under their control, all books, documents and securities of the Club.
85. **INSPECTION OF RECORDS OF THE CLUB**
  - 85.1 Members may on written request to the Committee inspect free of charge and, for a reasonable fee, make copies of:
    - (a) the register of members;
    - (b) the minutes of General Meetings; and/or
    - (c) subject to Rule 85.3, the financial records, books, securities and any other relevant documents of the Club, including minutes of Committee meetings.
  - 85.2 The Committee must on request make copies of these Rules available to Members and applicants for membership free of charge.
  - 85.3 The Committee may refuse to permit a Member to inspect and/or to copy Records of the Club that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Club or not related to the good conduct of the Club.
  - 85.4 Subject to Rule 85.5 a person must not
    - (a) use information about another person obtained from the Club Records to contact

- or send materials to the other person; nor
  - (b) disclose information about another person obtained from the Members Register knowing that the information is likely to be used to contact or send materials to the other person.
- 85.5 Rule 85.4 does not apply if the use or disclosure of the information:
- (a) is directly related to the management or the purposes of the Club;
  - (b) is not prohibited by these Rules.
- 85.6 A Member may make a request to the Secretary to restrict access to their personal information recorded in the Members Register.
- 85.7 A request under Rule 85.6 may seek to restrict access so that the personal information is available only to:
- (a) the Manager, Secretary and Committee Members; or
  - (b) the Manager, Secretary and Committee Members other than specified Committee Member/s.
- 85.8 A request under Rule 85.6 may be made by—
- (a) the Member or past Member; or
  - (b) if the Member or past Member is a child— the child’s parent or guardian.
- 85.9 If the Secretary is satisfied that there are special circumstances which justify doing so, the Secretary must agree to the request.
- 85.10 If the Secretary refuses the request, the Secretary must notify the person who made the request of the decision.
- 85.11 The notice must:
- (a) be in writing; and
  - (b) include the reasons for the decision.
- 85.12 If the Secretary refuses the request, the Secretary must not release the personal information except in accordance with the Act.

## **Part Q PROFITS, DISTRIBUTIONS AND WINDING UP**

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86. The assets and the income of the Club must be applied solely for the furtherance of the Club’s purposes and no portion of the assets or income of the Club will be distributed, paid or applied directly or indirectly for the benefit of one or more Members except as bona fide compensation for services rendered, goods supplied or expenses incurred for and on behalf of the Club.
87. If the Club is wound up or its incorporation is cancelled, the assets of the Club, after the satisfaction of all debts and liabilities, must be disposed of, subject to the provisions of the Act and the Tax Acts by transfer to another sporting or games club that has similar purposes provided that such club does not permit the distribution of its property or income to its members.

88. If the Club is wound up or its incorporation is cancelled there will be no distribution of income or assets to the Members or former members of the Club.

## **Part R GENERAL**

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### **89. AMENDMENT OF THESE RULES**

These Rules must not be altered except in accordance with the Act and the provisions of the Liquor Act and Gaming Act.

### **90. SERVICE OF NOTICES**

90.1 Unless otherwise provided in these Rules:

- (a) a notice may be given by the Club to any Member at the address as notified to the Manager in writing from time to time by:
  - (i) hand delivery;
  - (ii) post;
  - (iii) facsimile; or
  - (iv) electronic transfer (e.g. email); and
- (b) a notice may be given by a Member to the Club by addressing it to the Manager or Secretary at the Club's address and delivering it by:
  - (i) hand delivery;
  - (ii) post;
  - (iii) facsimile; or
  - (iv) electronic transfer (e.g. email).

90.2 Where a notice is sent by post, service of the notice will be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice and in the case of a notice of meeting, will be deemed to be given on the day after the day of its posting and in any other case at the time at which the letter would be delivered in the ordinary course of post.

90.3 Where a notice is sent by facsimile or electronic transfer, service of the notice will be deemed to be effected on the day it is sent unless intimation is received by the sender that the notice has not been received, (or not received in a readable form) whether that intimation comes from the sender, recipient or from the operation of facsimile machinery, computers or otherwise.

### **91. INDEMNITY**

91.1 No Committee Member, Officer or Member will be liable to the Club for any loss or expense not applicable to his/her own dishonesty or to the wilful commission by him or her of an act known by him or her to be a breach of trust or breach of duty.

91.2 To the full extent allowed by the law, the Committee Members, and Members and any person acting officially for the Club (in this Rule referred to as "Indemnified Persons") will

be indemnified by the Club from and against any liability, loss or damage caused to or incurred by the Indemnified Person (including in defending any proceedings, whether civil or criminal) by reason of the bona fide exercise by any or all of the Indemnified Persons of the duties, powers or privileges conferred or imposed on them by these Rules or any amendment thereof.

- 91.3 The Club will maintain insurance cover that complies with all prudent commercial standards and which covers all Committee Members and persons acting officially for the Club.

92. TRANSITION

The Committee Members who hold Committee positions immediately prior to the adoption of these Rules will, after adoption of these Rules, hold the same Committee positions until the end of their term as provided under the Rules that applied immediately prior to the adoption of these Rules.

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