

ARAFURA DRAGONS PADDLERS CLUB Inc
CONSTITUTION

PART 1 PRELIMINARY

1. Club Name
2. Objects and Purposes
3. Minimum Number of members
4. Non Profit
5. Club Colours and Uniform
6. Definitions
7. Severance

PART 2 CONSTITUTION AND POWERS OF THE CLUB

8. Powers of Club
9. Effect of Constitution
10. Inconsistency between Constitution and Act
11. Altering the Constitution

PART 3 MEMBERS

Division 1 – Membership

12. Membership
13. Application for membership
14. Approval of Committee
15. Annual Membership Fees

Division 2 – Rights of Members

16. General
17. Voting
18. Notice of meetings and special resolutions
19. Access to information on Club
20. Raising grievances and complaints

Division 3 – Termination, Death and Discipline

21. Termination of membership
22. Death of members or whereabouts unknown
23. Discipline of members
24. Appeals against disciplinary action

PART 4 MANAGEMENT COMMITTEE

Division 1 - General

25. Role and powers
26. Composition of committee
27. Delegation

Division 2 – Tenure of Office

28. Eligibility of committee members

29. Nomination for election to committee
30. Retirement of committee members
31. Election by default
32. Election by ballot
33. Vacating office
34. Removal of Committee member
35. Filling casual vacancy on Committee

Division 3 – Duties of committee members

36. Collective responsibility of Committee
37. ARAFURA DRAGONS PADDLERS CLUB Executive
38. President and Vice President
39. Secretary
40. Treasurer
41. Registrar
42. Club Assets Manager
43. Public Officer

PART 5 MEETING OF MANAGEMENT COMMITTEE

44. Frequency of calling of meetings
45. Voting and decision making
46. Quorum
47. Procedure and order of business
48. Disclosure of interest

PART 6 GENERAL MEETINGS

49. Convening general meetings
50. Special general meetings
51. Annual General Meetings
52. Special Resolutions
53. Notice of meetings
54. Quorum at general meetings
55. Lack of quorum
56. Voting
57. Proxies

PART 7 FINANCIAL MANAGEMENT

58. Financial year
59. Funds and accounts
60. Accounts and audits

PART 8 GRIEVANCE AND DISPUTES

61. Grievance and disputes procedures
62. Mediation
63. Arbitration

PART 9 MISCELLANEOUS

64. Common seal

65. Distribution of surplus of assets on winding up

PART 1 – PRELIMINARY

1. Name

The name of the club shall be the ARAFURA DRAGONS PADDLERS CLUB INCORPORATED (hereinafter also referred to as the club).

2. Objects and purposes

The objects and purposes of the club shall be to provide an environment where members may participate in dragon boat paddling; maintain the principles of safety on the water, support the development of members' skills, encourage the highest ideals of good sportsmanship, foster enjoyment of sport and good fellowship amongst the members and associated clubs.

3. Minimum number of members

The Club must have at least ten members.

4. Non Profit

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 or affiliates, except in good faith in the promotion of those objects.

5. Club Colours and Uniform

- (1) The club colours: Purple, Red and Yellow
- (2) Club badge/insignia: A dragon in the club colours

6. Definitions

In this Constitution, unless the contrary intention appears –

"Act" means the *Associations Act* (NT) and regulations made under that Act;

"Club" refers to the Arafura Dragons Paddlers Club

"Committee" means the Management Committee of the Club;

"financial institution" means an authorised deposit-taking institution within the meaning of section 5 of the *Banking Act 1959* of the Commonwealth;

"general meeting" means the annual or any special meeting of the Club;

"member" means a member of the Club;

"register of members" means the register of the Club's members established and maintained under section 34 of the Act;

"Rules" means Constitution and rules of the Arafura Dragons Paddlers Club

"special resolution" means a resolution notice of which is given under clause 52 and passed in accordance with section 37 of the Act.

A reference to "writing" shall unless the contrary intention appears, be construed as including references to printing, lithography, photography and other modes of representing or reproducing words in a visible form, including messages sent by electronic mail.

Words imported to masculine gender shall import to feminine gender

7. Severance

If any provision of the Constitution or any phrase contained in it is invalid or unenforceable, the phrase or provision is to be read down if possible, so as to be valid and enforceable, and otherwise shall be severed to the extent of the invalidity or unenforceability, without affecting the remaining provisions of this Constitution.

PART 2 – CONSTITUTION AND POWERS OF CLUB

8. Powers of Club

- (1) For achieving its objects and purposes, the Club has the powers conferred by sections 11 and 13 of the Act.
- (2) Subject to the Act, the Club may do all things necessary or convenient for carrying out its objects or purposes, and in particular, may –
 - (a) acquire, hold and dispose of real or personal property;
 - (b) open and operate accounts with financial institutions;
 - (c) invest its money in any security in which trust monies may lawfully be invested;
 - (d) raise and borrow money on the terms and in the manner it considers appropriate;
 - (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
 - (f) appoint agents to transact business on its behalf; and
 - (g) enter into any other contract it considers necessary or desirable.

9. Effect of Constitution

This document is the constitution of the Arafura Dragons Paddlers Club. It sets out the aims, philosophy and management structure of the club. This constitution binds every member and the Club to the same extent as if every member and the Club had signed and sealed this Constitution and agreed to be bound by it.

10. Inconsistency between Constitution and Act

If there is any inconsistency between this Constitution and the Act, the Act prevails.

11. Altering the Constitution

(1) The Club may alter this Constitution by special resolution but not otherwise, approved by at least two thirds of the members present.

(2) If the Constitution is altered, the public officer must ensure compliance with section 23 of the Act.

PART 3 – MEMBERS

Division 1 – Membership

12. Membership

The club membership shall consist of active, visiting, special, honorary and life members. When appropriate a patron may be appointed. Alternative categories of membership are to be considered to cover special circumstances when necessary.

(1) Active Members

Active members are financial members of the club, entitled to all privileges of full club membership. This category includes Junior and Senior membership. Additional categories may include Veteran, Student and Corporate members.

Senior member over the age of eighteen on 1st January

Veteran member retired or pensioner members

Junior member under age of eighteen on the 1st January

Student member full-time registered student of a legitimate learning organisation (age is not a factor)

Corporate member up to 22 participants associated with a particular corporation in preparation for a corporate event, are entitled to up to 3 training sessions under the guidance of an Arafura Dragons Paddlers Club mentor instructed by the Arafura Dragons Paddlers Club coach, at no cost.

(2) Visiting members

The visiting paddlers who are non-resident Darwin, and current financial members of an associated club may be granted Visiting membership by the Arafura Dragons Paddlers Club committee. Members in this category do not have voting rights at meetings as referred to in Clause 17.

(3) Special Members

The Arafura Dragons Paddlers Club committee may under appropriate circumstances grant special membership and set a fee for such membership, which may be less than the full membership fee. A two-thirds majority of the committee is required for the granting of membership under this category. Members in this category do not have voting rights at meeting as referred to in Clause 17.

The period of special membership shall be determined when the special member is appointed, but shall not exceed twelve months, at the end of that period the person is eligible for re-election to special membership as above.

The Arafura Dragons Paddlers Club committee is to notify the members of any special members so appointed in the minutes of the meeting where the appointment was made.

(4) Honorary Members

The Arafura Dragons Paddlers Club committee may grant honorary membership to persons who have rendered valuable service to the club or have been invited to assist club activities. A two-thirds majority of the committee is required for the granting of membership under this category. Members in this category do not have voting rights at meeting as referred to in Clause 17.

The period of honorary membership shall be determined when the honorary is appointed, but shall not exceed twelve months, at the end of that period the person is eligible for re-election to honorary membership as above.

The Arafura Dragons Paddlers Club committee is to notify the members of any honorary members so appointed in the minutes of the meeting where the appointment was made.

(5) Life Members

The Arafura Dragons Paddlers Club management committee may award life membership to a member who has contributed exceptional service to the club, or has attained the highest level in any aspect of the sport. A life member has the all privileges of full club membership.

(6) Multiple Members

When permissible by State and National body rules, a person may be a member of more than one competing club

13. Application for membership

To apply to become an Active member of the club a person must –

- (a) submit a written application for membership to the Committee –
 - (i) on the prescribed form approved by the Committee; and
 - (ii) read the Constitution and the Rules of the club, and
 - (iii) accompanied by the appropriate fee (if any); and
 - (iv) signed by the person, and in the case of a junior member co-signed by a parent or guardian, and both of the members referred to in paragraph (b); and
- (b) be proposed by one member and seconded by another member.

14. Approval of Committee

(1) The Committee must consider any application made under clause 13 at the next available committee meeting and must accept or reject the application at that meeting or the next.

(2) If an application is rejected, the applicant may appeal against the decision by giving notice to the Secretary within 14 days after being advised of the rejection.

(3) If an applicant gives notice of an appeal against the rejection of his or her application, the Committee must reconsider the application at the next committee meeting after receipt of the notice of appeal.

(4) If after reconsidering an application the Committee reaffirms its decision to reject the application, the decision is final.

15. Annual membership fees

(1) The annual membership fee is the amount recommended by the treasurer, and set at the Annual General Meeting for the forthcoming season. The subscription fee shall be set at a level that will cover the anticipated budget for the forthcoming year, and to also allow for a small surplus.

(2) Each member must pay the annual membership fee to the Treasurer by the first day of each financial year or another date determined by the Committee from time to time.

(3) A member whose subscription is not paid within 3 months after the due date ceases to be a member unless the Committee determines otherwise.

Division 2 – Rights of members

16. General

(1) A member may exercise the rights of membership when his or her name is entered in the register of members.

(2) A right of membership of the Club –

(a) is not capable of being transferred or transmitted to another person; and

(b) terminates on the cessation of membership whether by death, resignation or otherwise.

17. Voting

(1) Subject to subclause (2) each member has one vote at:

Annual General Meeting

General meetings

(2) Only members of the Executive Committee have voting rights at executive meetings

(3) Only members of the Club Committee have voting rights at Club Committee meetings.

(4) Only members of the properly constituted Sub Committees have voting rights at the Sub Committee meetings of which they are members

18. Notice of meetings and special resolutions

The Secretary must give all members notice of general meetings and special resolutions in the manner and time prescribed by this Constitution.

19. Access to information on Club

The following must be available for inspection by members:

(a) a copy of this Constitution;

(b) minutes of general meetings;

(c) minutes of all committee meetings

(d) annual reports and annual financial reports.

20. Raising grievances and complaints

(1) A member may raise a grievance or complaint about a committee member, the Committee or another member of the Club.

(2) The grievance or complaint must be dealt with by the procedures set out in Part 8.

Division 3 – Termination, death, and discipline

21. Termination of membership

Membership of the Club may be terminated by –

- (a) a notice of resignation addressed and posted to the club or given personally to the Secretary or another committee member;
- (b) non-payment of the annual membership fee as set out in Clause 15(3); or
- (c) expulsion in accordance with this Division.

22. Death of member or whereabouts unknown

If a member dies or the whereabouts of a member are unknown, the Committee must cancel the member's membership.

23 Discipline of members

- (1) The Committee has discretion to introduce a Code of Conduct or to modify or repeal any existing Code of Conduct at any time. A Code of Conduct may incorporate a Member Protection Policy
- (2) If introduced, a Code of Conduct must establish:
 - (a) the rights of members, including those under this constitution;
 - (b) the behavioural expectations of members;
 - (c) the process (including a right to appeal) to be undertaken should the Code be breached;
 - (d) the penalties that may be applied should a breach be determined. Such penalties may include (without limitation):
 - (i) verbal and/or written apology
 - (ii) counselling
 - (iii) withdrawal of any awards, medals or trophies
 - (iv) suspension or termination of participation or involvement in a role or activity
 - (v) suspension or expulsion from the Club; and
 - (e) any other matters deemed fit by the Committee.
- (3) Members must agree to adhere to any Code of Conduct at the time of joining the Club and renewing their membership

- (4) In setting the process pursuant to sub-clause 23(2)(c), the Code of Conduct must require the Committee to:
- (a) provide written notice of the nature of any alleged breaches to any member facing disciplinary proceedings, and that member's rights in relation to the process;
 - (b) give such a notice to the member not less than 30 days before the date of the committee meeting which is to determine any disciplinary action;
 - (c) provide the member facing disciplinary proceedings with a reasonable opportunity to respond in person and in writing to any allegations made against the member prior to a decision being reached; and
 - (d) take into account any matters raised by the member facing disciplinary proceedings prior to making a decision in relation to the breach or the penalty, if any, to be imposed against the member.
- (5) Subject to clause 24, the decision to suspend or expel a member takes effect:
- (a) where the notice specifies that the decision takes effect immediately - at the time that notice of the decision is given to the member; otherwise
 - (b) 14 days after the day on which notice of the decision is given to the member
- (6) If no Code of Conduct is in force and the Committee considers that a member should be disciplined because his or her conduct is detrimental to the interests of the Club, the Committee may take disciplinary action in accordance with the principles set out in sub-clauses 23(2)(d) and 23(4).

24. Appeals against disciplinary action

(1) A member who is penalised, suspended or expelled under clause 23 may appeal against that decision by giving notice to the Secretary within 14 days after receipt of the Committee's decision.

(2) The appeal must be considered at a general meeting of the Club and the member must be afforded a reasonable opportunity to be heard at the meeting (including the ability to invite others to speak) or to make representations in writing prior to the meeting for circulation at the meeting.

(3) The members present at the general meeting must, by resolution:

- (i) confirm the decision of the committee
- (ii) set aside the decision of the committee
- (iii) set aside the decision of the committee and substitute a new decision

(4) The decision of the general meeting shall be final and binding on all parties and shall not be subject to appeal

(5) The disciplinary action imposed by the committee does not come into effect until that action is confirmed by a resolution of the members, except in the case of decisions falling under sub-clause 23(5)(a), where the decision takes effect at the time that notice of the original decision is given to the member.

PART 4 – MANAGEMENT COMMITTEE

Division 1 – General

25. Role and powers

(1) The business of the club must be managed by or under the direction of a Management Committee.

(2) The Committee may exercise all the powers of the Club except those matters that the Act or this Constitution requires the Club to determine through a general meeting of members.

(3) The Committee may appoint and remove staff.

(4) The Committee may establish one or more subcommittees consisting of the members of the Club the Committee considers appropriate.

26. Composition of Committee

(1) The Management Committee consists of –

(a) a President;

(b) a Vice-President;

(c) a Secretary;

(d) a Treasurer; and

(e) a Registrar

(f) four ordinary members

(2) Unless elected directly as a separate office holder, the Committee must appoint one committee member to be the Club's public officer. The public officer is a committee member with voting rights at Club Committee meetings.

(3) The Committee may appoint any member to act as the Club's Asset Manager, Social Secretary, Special Interest Representative(s) and Safety Officer.

Members appointed to these positions are committee members with voting rights at Club Committee meetings.

27. Delegation

(1) The Committee may delegate to a subcommittee any of its powers and functions other than –

- (a) this power of delegation; or
- (b) a duty imposed on the Committee by the Act or any other law.

(2) The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.

(3) The Committee may, in writing, revoke wholly or in part the delegation.

Division 2 – Tenure of office

28. Eligibility of committee members

(1) A committee member must be a member who is 18 years or over.

(2) Committee members must be elected to the Committee at an annual general meeting or appointed under clause 35.

29. Nominations for election to committee

(1) A member is not eligible for election to the Committee unless the Secretary receives a written nomination for that member by another member not less than 7 days before the date of the next annual general meeting.

(2) The nomination must be signed by –

- (a) the nominator and a seconder; and
- (b) the nominee to signify his or her willingness to stand for election.

(3) A person who is eligible for election or re-election under this clause may –

- (a) propose or second himself or herself for election or re-election; and
- (b) vote for himself or herself.

30. Retirement of committee members

(1) A committee member holds office until the next annual general meeting unless the member vacates the office under clause 33 or is removed under clause 34.

(2) Subject to subclause (3), at an annual general meeting the office of each committee member becomes vacant and elections for a new Committee must be held.

(3) The President of the outgoing Committee must preside at the annual general meeting until a new member is elected as President.

(4) Members may serve consecutive terms on the Committee.

31. Election by default

(1) If the number of persons nominated for election to the Committee under clause 29 does not exceed the number of vacancies to be filled, the Chairperson must declare the persons to be duly elected as members of the Committee at the annual general meeting.

(2) If vacancies remain on the Committee after the declaration under subclause (1), additional nominations of committee members may be accepted from the floor of the annual general meeting.

(3) If the nominations from the floor do not exceed the number of remaining vacancies, the Chairperson must declare those persons to be duly elected as members of the Committee.

(4) If the nominations from the floor are less than the number of remaining vacancies, the unfilled vacancies are taken to be casual vacancies and must be filled by the new Committee in accordance with clause 35.

32. Election by ballot

(1) If the number of nominations exceeds the number of vacancies on the Committee, ballots for those positions must be conducted.

(2) The ballot must be conducted in a manner determined by the President

(3) The members chosen by ballot must be declared by the President or whoever is in the chair at the time of the meeting to be duly elected as members of the Committee.

33. Vacating office

The office of a committee member becomes vacant if –

(a) the member –

- (i) is disqualified from being a committee member under section 30 or 40 of the Act;
- (ii) resigns by giving written notice to the Committee;
- (iii) dies or is rendered permanently incapable of performing the duties of office by mental or physical ill-health;

- (iv) ceases to be a resident of the Territory; or
- (v) ceases to be a member of the Club;
- (b) the member is absent from more than –
 - (i) 3 consecutive committee meetings; or
 - (ii) 3 committee meetings in the same financial year without tendering an apology to the Chairperson;

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

34. Removal of committee member

(1) The Club, through a special general meeting of members, may remove any committee member before the member's term of office ends.

(2) If a vacancy arises through removal under subclause (1), an election must be held to fill the vacancy.

35. Filling casual vacancy on Committee

(1) If a vacancy remains on the Committee after the application of clause 22 or if the office of a committee member becomes vacant under clause 34, the Committee may appoint any member of the Club to fill that vacancy.

(2) However, if the office of public officer becomes vacant, a person must be appointed under section 27(6) of the Act to fill the vacancy.

Division 3 – Duties of committee members

36. Collective responsibility of Committee

(1) As soon as practicable after being elected to the Committee, each committee member must become familiar with the Act and regulations made under the Act.

(2) The Club Committee shall consist of the Executive plus all other office bearers. The Committee is collectively responsible for ensuring the Club complies with the Act and regulations made under the Act. The committee is required to reflect the various interests of the club and is to maintain a balanced representation of all areas within the club.

37. Arafura Dragons Paddlers Club Executive

The executive committee shall be made up of the President, Vice President, Secretary, Treasurer, Registrar, and other members as determined by the committee. The executive

committee may make decisions on matters requiring urgent attention. A quorum of three is required with the decisions being ratified by the club committee at the next club committee meeting.

38. President and Vice-President

(1) Subject to subclauses (2) and (3), the President must preside at all general meetings and committee meetings.

(2) If the President is absent from a meeting, the Vice-President must preside at the meeting.

(3) If the President and the Vice-President are both absent, the presiding member for that meeting must be –

- (a) a member elected by the other members present if it is a general meeting;
or
- (b) a committee member elected by the other committee members present if it is a committee meeting.

39. Secretary

The Secretary must –

- (a) coordinate the correspondence of the Club;
- (b) ensure minutes of all proceedings of general meetings and of committee meetings are kept in accordance with section 38 of the Act;
- (c) unless the members resolve otherwise at a general meeting – have custody of all books, documents, records and registers of the Club, other than those required by clause 40(5) to be in the custody of the Treasurer; and
- (d) perform any other duties imposed by this Constitution on the Secretary.

40. Treasurer

(1) The Treasurer must –

- (a) receive all moneys paid to or received by the Club and issue receipts for those moneys in the name of the Club;
- (b) pay all moneys received into the account of the Club within 5 working days after receipt;
- (c) make any payments authorised by the Committee or by a general meeting of the Club from the Club's funds; and

- (d) ensure cheques are signed by him or her and at least one other committee member, or by any 2 other committee members authorised by the Committee.

(2) The Treasurer must ensure the accounting records of the Club are kept in accordance with section 41 of the Act.

(3) The Treasurer must coordinate the preparation of the Club's annual statement of accounts.

(4) If directed to do so by the Chairperson, the Treasurer must submit to the Committee a report, balance sheet or financial statement in accordance with that direction.

(5) The Treasurer has custody of all securities, books and documents of a financial nature and accounting records of the Club unless the members resolve otherwise at a general meeting.

(6) The Treasurer must perform any other duties imposed by this Constitution on the Treasurer.

41. Registrar

(1) The Registrar must maintain the register of members in accordance with section 34 of the Act; specifying: Name, Contact details (including address, phone, e-mail, etc), Membership Category, Commencement Date.

42. Club Asset Manager

The Club Asset Manager is responsible for the control, use and maintenance of the club assets. The Club Asset Manager shall also take notice of the conduct of members and report to the committee any breaches of the rules and regulations that come to notice.

43. Public officer

(1) The public officer must ensure that documents are filed with the Commissioner of Consumer Affairs in accordance with sections 23, 28 and 45 of the Act.

(2) The public officer must keep a current copy of the Constitution of the Club.

PART 5 – MEETINGS OF MANAGEMENT COMMITTEE

44. Frequency and calling of meetings

(1) The Committee must meet together for the conduct of business not less than 6 times in each financial year.

(2) The President, or at least half the committee members, may at any time convene a special meeting of the Committee.

24. (3) A special meeting may be convened to deal with an appeal under clause

45. Voting and decision making

(1) Each committee member present at the meeting has a deliberative vote.

(2) A question arising at a committee meeting must be decided by a majority of votes.

(3) If there is no majority, the issue is resolved in the negative.

46. Quorum

For a committee meeting of the committee 5 members constitutes a quorum.

47. Procedure and order of business

(1) The procedure to be followed at a committee meeting must be determined from time to time by the Committee.

(2) The order of business may be determined by the members present at the meeting.

(3) Only the business for which the meeting is convened may be considered at a special meeting.

48. Disclosure of interest

(1) A committee member who has a direct or indirect pecuniary interest in a contract, or proposed contract, with the Club must disclose the nature and extent of the interest to the Committee in accordance with section 31 of the Act.

(2) The Secretary must record the disclosure in the minutes of the meeting.

(3) The Chairperson must ensure a committee member who has a direct or indirect pecuniary interest in a contract, or proposed contract, complies with section 32 of the Act.

PART 6 – GENERAL MEETINGS

49. Convening general meetings

(1) The Club must hold annual general meetings within 5 months of the end of the Club's financial year.

(2) The Committee –

(a) may at any time convene a special general meeting;

- (b) must, within 30 days after the Secretary receives a notice under clause 24(1), convene a special general meeting to deal with the appeal to which the notice relates; and
- (c) must, within 30 days after it receives a request under clause 50(1), convene a special general meeting for the purpose specified in that request.

50. Special general meetings

(1) Half the number of members constituting a quorum for a general meeting may make a written request to the Committee for a special general meeting.

(2) The request must –

- (a) state the purpose of the special general meeting; and
- (b) be signed by the members making the request.

(3) If the Committee fails to convene a special general meeting within the time allowed –

- (a) for clause 49(2)(b) – the appeal against the decision of the Committee is upheld; and
- (b) for clause 49(2)(c) – the members who made the request may convene a special general meeting as if they were the Committee.

(4) If a special general meeting is convened under subclause (3)(b), the Club must meet any reasonable expenses of convening and holding the special general meeting.

(5) The Secretary must give to all members not less than 21 days notice of a special general meeting.

(6) The notice must specify –

- (a) when and where the meeting is to be held; and
- (b) the particulars of and the order in which business is to be transacted.

51. Annual general meeting

(1) The Secretary must give to all members not less than 30 days notice of an annual general meeting.

(2) The notice must specify –

- (a) when and where the meeting is to be held; and
- (b) the particulars of and the order in which business is to be transacted.

- (3) The order of business for each annual general meeting is as follows:
 - (a) first – the consideration of the accounts and reports of the Committee;
 - (b) second – the election of new committee members;
 - (c) third – any other business requiring consideration by the Club at the meeting.

52. Special resolutions

- (1) A special resolution may be moved at any general meeting of the Club.
- (2) The Secretary must give all members not less than 21 days notice of the meeting at which a special resolution is to be proposed unless.
 - (3) The notice must include the resolution to be proposed and the intention to propose the resolution as a special resolution.

53. Notice of meetings

- (1) The Secretary must give a notice under this Part by –
 - (a) serving it on a member personally; or
 - (b) sending it by post to a member at the address of the member appearing in the register of members; or
 - (c) sending it by email to a member at the email address of the member appearing in the register of members.
- (2)
 - (a) If a notice is sent by post under subclause (1)(b), sending of the notice is taken to have been properly effected if the notice is addressed and posted to the member by ordinary prepaid mail.
 - (b) If an email is sent under subclause (1)(c), sending of the notice is taken to have been properly effected if the notice is emailed

54. Quorum at general meetings

At a general meeting, one quarter the financial members in attendance, or by proxy constitutes a quorum.

55. Lack of quorum

- (1) If within 30 minutes after the time specified in the notice for the holding of a general meeting a quorum is not present –
 - (a) for an annual general meeting or special general meeting convened under clause 49(2)(a) – the meeting stands adjourned to the same time on the same day in the following week and to the same place;

(b) for a meeting convened under clause 49(2)(b) – the members who are present in person or by proxy may proceed with hearing the appeal for which the meeting is convened; or

(c) for a meeting convened under clause 49(2)(c) – the meeting lapses.

(2) If within 30 minutes after the time appointed by subclause (1)(a) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may proceed with the business of that general meeting as if a quorum were present.

(3) The President may, with the consent of a general meeting at which a quorum is present, and must, if directed by the members at the meeting, adjourn that general meeting from time to time and from place to place.

(4) There must not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.

(5) If a general meeting is adjourned for a period of 30 days or more, the Secretary must give notice of the adjourned general meeting as if that general meeting were a fresh general meeting.

56. Voting

(1) Each member present in person or by proxy at a general meeting is entitled to a deliberative vote.

(2) At a general meeting –

(a) an ordinary resolution put to the vote is decided by a majority of votes made in person or by proxy; and

(b) a special resolution put to the vote is passed if three-quarters of the members who are present in person or by proxy vote in favour of the resolution.

(3) A poll may be demanded by the Chairperson or by 3 or more members present in person or by proxy.

(4) If demanded, a poll must be taken immediately and in the manner the Chairperson directs.

57. Proxies

A member may appoint in writing another member to be the proxy of the appointing member to attend and vote on behalf of the appointing member at any general meeting. A duly appointed proxy need not be a member of the club.

PART 7 – FINANCIAL MANAGEMENT

58. Financial year

The financial year of the Club is the period of 12 months ending June 30th.

59. Funds and accounts

(1) The Club must open an account with a financial institution from which all expenditure of the Club is made and into which all of the Club's revenue is deposited.

(2) Subject to any restrictions imposed by the Club at a general meeting, the Committee may approve expenditure on behalf of the Club within the limits of the budget.

(3) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 committee members.

(4) All funds of the Club must be deposited into the financial account of the Club no later than 5 working days after receipt or as soon as practicable after that day.

(5) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

(6) The Treasurer is authorised, without prior approval by the Committee, to pay expenses for:

- (a) Items up to \$100 in value that are for the purposes of the ongoing operation of the Club including safety, maintenance of equipment and Club premises, and
- (b) Items and services where the Club is acting as agent for members and monies have already been received for the items or services.
- (c) Details for expenses under subclause 6(a) and 6(b) must be tabled at the next Committee meeting.
- (d) All other expenses must be approved by the Committee before payment.

60. Accounts and audits

The responsibility of the Committee under clause 36(2) for ensuring compliance with the Act includes meeting the requirements of Part 5 of the Act and regulations made for that Part relating to –

- (a) the keeping of accounting records;
- (b) the preparation and presentation of the Club's annual statement of accounts; and

- (c) the auditing of the Club's accounts.

PART 8 – GRIEVANCE AND DISPUTES

61. Grievance and disputes procedures

- (1) This Part applies to disputes between –
 - (a) a member and another member; or
 - (b) a member and the Committee
 - (c) if the Club provides services to non-members, those non-members who receive services from the Club, and the Club.
- (2) Within 14 days after the dispute comes to the attention of the parties to the dispute, they must meet and discuss the matter in dispute, and, if possible, resolve the dispute.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the dispute shall, upon a written request to the Secretary by any of the parties, be resolved by mediation or if necessary by arbitration in accordance with this Part.

62. Mediation

- (1) In the event of a request for mediation under clause 61(3), the parties must, within 14 days of the request, hold a meeting in the presence of a mediator.
- (2) The mediator must be –
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement –
 - (i) for a dispute between a member and another member – a person appointed by the Committee; or
 - (ii) for a dispute between a member and the Committee, or a dispute between a relevant non-member and the Club – a person who is a mediator appointed or employed by the department administering the Act or by a not for profit organization whose recognised expertise covers alternative dispute resolution.
- (3) A member of the Club can be a mediator.
- (4) The mediator cannot be a party to the dispute.

(5) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

(6) 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 natural justice is accorded to the parties to the dispute throughout the mediation process.

(7) The mediator must not determine the dispute.

(8) If the mediation process does not result in the dispute being resolved, then upon written request to the Secretary by any of the parties, the dispute shall be resolved by arbitration in accordance with this Part.

63. Arbitration

- (1) In the event of a request for arbitration under clause 62(8), each party shall appoint an arbitrator and the arbitrators shall appoint an umpire. In the event that the arbitrators are unable to agree on an umpire, the umpire shall be appointed by the mediator who mediated the dispute under clause 62.
- (2) A member of the Club can be an arbitrator or umpire.
- (3) The arbitrators and umpire cannot be a party to the dispute.
- (4) The arbitrators and the umpire shall inform themselves as they see fit.
- (5) The decision reached by the arbitrators or, if they disagree, by the umpire shall be final and binding on all parties and shall not be subject to appeal.

PART 9 – MISCELLANEOUS

64. Common seal

(1) The common seal of the Club must not be used without the express authority of the Committee and every use of that common seal must be recorded by the Secretary.

(2) The affixing of the common seal of the Club must be witnessed by any 2 of the following:

- (a) the Chairperson;
- (b) the Secretary;
- (c) the Treasurer.

(3) The common seal of the Club must be kept in the custody of the Secretary or another person the Committee from time to time decides.

65. Distribution of surplus assets on winding up

(1) A two-thirds majority at a Special General Meeting of financial members is required to wind up the club. Only financial members at the time of the Special General Meeting will have voting rights at the final meeting of the club.

(2) If the members decide to amalgamate with another club, all club assets become the property of the combined clubs

(3) If on the winding up or dissolution of the Club, and after satisfaction of all its debts and liabilities, there remains any assets, the assets must not be distributed to the members or former members.

(4) The surplus assets must be given or transferred to another club incorporated under the Act that –

- (a) has similar objects or purposes;
- (b) is not carried on for profit or gain to its individual members; and
- (d) is determined by resolution of the members.