

## CONSTITUTION OF LAUNCESTON FIELD NATURALISTS CLUB INCORPORATED

### 1 Name.

The name of the Club shall be Launceston Field Naturalists Club Incorporated, hereinafter called "the Club".

### 2 Aim.

The aim of the Club shall be the encouragement of the study of natural history.

### 3 Address.

The address of the Club shall be the address of the Public Officer as registered with the Department of Corporate Affairs.

### 4 Patron.

At each annual general meeting the Club may elect, subject to the approval of the person elected, a Patron.

### 5 Objectives and Purposes.

- (a) In addition to the basic aim of the Club, the objectives and purposes of the Club shall be deemed to include –
- (i) the collection, preservation, and systematic classification of specimens;
  - (ii) the protection and preservation of native species;
  - (iii) the purchase, taking on lease or in exchange, and the hiring or otherwise acquiring of any real or personal property that may be deemed necessary or convenient for any of the objectives or purposes of the Club;
  - (iv) the buying, selling, supplying of, and dealing in, goods of all kinds;
  - (v) the construction, maintenance, and alteration of buildings or works necessary or convenient for any of the objectives or purposes of the Club;
  - (vi) the accepting of any gift, whether subject to a special trust or not, for any one or more of the objectives or purposes of the Club;
  - (vii) the taking of such steps from time to time as the Committee or the members in general meeting may deem expedient for the purpose of procuring contributions to the funds of the Club, whether by way of donations, subscriptions, or otherwise.
  - (viii) the borrowing and raising of money in such manner and on such terms as the Committee may think fit or as may be approved or directed by a resolution passed at a general meeting;
  - (ix) subject to the provisions of the Trustee Act 1893, the investment of any moneys of the Club not immediately required for any of its objectives or purposes in such manner as the Committee may from time to time determine;
  - (x) the making of gifts, subscriptions, or donations to any of the funds, authorities, or institutions to which section 78A of the *Income Tax Assessment Act 1936* of the Commonwealth applies;
  - (xi) the establishment and support, or aiding in the establishment and support, of any other association formed for any of the basic objectives of the Club;
  - (xii) the doing of all such other lawful things as are incidental or conducive to the attainment of the basic aim of the Club or of any of the objectives and purposes specified in the foregoing provisions of this sub-rule.
- (b) In this rule, "basic aim of the Club" means the aim, objectives and purposes of the Club as stated in rule 2 of this Constitution and in the application under sub-section (2) of section 7 of the *Clubs Incorporation Act 1964* lodged with the Commission pursuant to that section.

### 6 Promotion of Objectives.

The objectives and purposes of the Club shall be promoted by –

- (i) periodical meetings and excursions;
- (ii) the formation of a library;
- (iii) the production of a Club newsletter;
- (iv) the printing and publishing of newspapers, periodicals, books, leaflets, or other documents as may be deemed necessary; and
- (v) any other means the Committee or members in general meeting may think desirable.

### 7 Membership.

- (a) Membership in the Club shall consist of any persons or groups interested in the aim, objectives and purposes of the Club as set out in rules 2 and 5 of this Constitution.
- (b) The categories of membership are set out in the following sub-rules (i), (ii), (iii), (iv), (v) and (vi) of this sub-rule.
- (i) Life members are entitled to all the privileges of ordinary members. They do not pay an annual subscription. Life membership is given in recognition of outstanding service to the Club. It is recommended by the Committee and confirmed by the next general meeting of the Club.
  - (ii) Honorary members are entitled to all the privileges of ordinary members except voting. They do not pay an annual subscription. They are elected for a period not exceeding twelve months. Honorary members are persons who are distinguished for their attainments in natural sciences or for their services to the Club. The nomination of an honorary member shall be approved by the Committee. The election shall be conducted in the same manner as that of ordinary members.
  - (iii) Ordinary members are individuals or family groups who pay an annual subscription for ordinary members set according to Rule 34. Family members under 18 years of age shall not be entitled to vote.
  - (iv) Associate members are individuals or family groups who shall pay an annual subscription for associate members set according to Rule 34. This subscription shall be less than the subscription paid by ordinary members. Associate members are not entitled to vote or receive the Club newsletter.

- (v) Associate group members are groups paying an annual subscription set according to Rule 34. This subscription will be more than the subscription paid by ordinary members. Associate group membership must be approved by the Committee. Associate group members are not entitled to vote or receive the Club newsletter.
- (vi) Junior members are members who are less than 18 years old and who are not included in any family group membership. They are not entitled to vote and shall pay an annual subscription for junior members set according to Rule 34.
- (c) A person, family or group who is nominated and approved for membership as provided in these rules is eligible to be a member of the Club on payment of the annual subscription prescribed in, or fixed under, these rules.
- (d) Members elected during any year may pay such subscription for the remainder of that financial year as may be decided by the Committee.
- (e) A person, family or group who is not a member of the Club at the time of the incorporation of the Club shall not be admitted to membership –
  - (i) unless nominated as provided in sub-rule (f) of this rule; and
  - (ii) the admission as a member is approved by the Committee.
- (f) A nomination of a person, family or group for membership of the Club –
  - (i) shall be made in writing, signed by two members of the Club; and
  - (ii) shall be accompanied by the written consent of the person, family or group nominated (which may be endorsed on the form of nomination); and
  - (iii) shall be lodged with the Secretary of the Club.
- (g) As soon as practicable after the receipt of a nomination, the Secretary shall refer the nomination to the Committee.
- (h) Upon a nomination being approved by the Committee, or in general meeting, the Committee shall, with as little delay as possible, notify the nominee that the nomination has been approved for membership of the Club and, upon receipt of the sum payable by or on behalf of the nominee as the first year's subscription, shall enter the nominee's name in a register of members to be kept by the Treasurer, whereupon the nominee becomes a member of the Club.
- (i) A member may resign from the Club on paying all arrears, returning all books and other property which may have been borrowed from the Club, and giving notice to the Secretary of his or her desire to resign.
- (j) On receipt of a notice under sub-rule (i) of this rule, the Treasurer shall remove from the register of members the name of the member by whom the notice was given, whereupon that member shall cease to be a member of the Club.
- (k) When a member does not pay his or her subscription by the meeting after it falls due according to sub-rule 34(c), the Treasurer will notify the member according to Rule 35 that his or her subscription is overdue.
- (l) If, after the service of a notice under sub-rule (k) of this Rule, the overdue subscription is not paid, the membership will lapse automatically at the beginning of the next financial year.
- (m) When a membership lapses according to sub-rule (l) of this Rule, the Treasurer shall remove the name of the member from the register of members, whereupon that member shall cease to be a member of the club.
- (n) A right, privilege, or obligation of a person by virtue of his or her membership of the Club –
  - (i) is not capable of being transferred or transmitted to another person; and
  - (ii) terminates upon the cessation of his or her membership, whether by death, resignation, or otherwise.
- (o) If the Club is wound up, each member of the Club, and each person who was a member of the Club within the period of 12 months immediately preceding the commencement of the winding-up, is liable to contribute –
  - (i) to the assets of the Club for payment of the liabilities of the Club; and
  - (ii) for the costs, charges and expenses of the winding-up; and
  - (iii) for the adjustment of the rights of the contributors among themselves.
- (p) Any liability under sub-rule (o) is not to exceed \$1.00 .
- (q) Despite sub-rule (o), a former member of the Club is not liable to contribute under that sub-rule in respect of any liability of the Club incurred after he or she ceased to be a member.
- (r) When the assets of the Club exceed its debts and liabilities, any money remaining after the settlement of the debts and liabilities, and the costs, charges, and expenses of the winding up, shall be given to an organization or organizations with similar aims and objectives to those set out in Rules 2 and 5.

## **8 Income and Property.**

- (a) The income and property of the Club is to be applied solely towards the promotion of the aim, objectives and purposes of the Club.
- (b) No portion of the income or property of the Club is to be paid or transferred to any member of the Club unless the payment or transfer is made in accordance with this rule.
- (c) The Club may –
  - (i) pay a servant or member of the Club –
    - (aa) remuneration in return for services rendered to the Club, or for goods supplied to the Club, in the ordinary course of business of the servant or member; or
    - (ab) remuneration that constitutes a reimbursement for out-of-pocket expenses incurred by the servant or member for any of the aims, objectives and purposes of the club; or
    - (ac) interest at a rate not exceeding 7.25% on money lent to the Club by the servant or member; or
    - (ad) a reasonable amount by way of rent for premises, or a part of premises, let to the Club by the servant or member; and

- (ii) pay a member of the Committee remuneration in return for carrying out the functions of a member of the Committee; and
- (iii) pay a member of a sub-committee remuneration in return for carrying out the functions of a member of the sub-committee; and
- (iv) if so requested by or on behalf of any other association, organization, or body, appoint or nominate a member of the Club to an office in that other association, organisation or body.
- (v) Despite sub-rule (c)(i), (ii), and (iii), the Club is not to pay a person any amount under that sub-rule unless the Club or Committee has first approved that payment.
- (vi) Despite sub-rule (c)(iv), the Club is not to appoint or nominate a member of the Club under that sub-rule to an office in respect of which remuneration is payable unless the Club or Committee has first approved –
  - (aa) that appointment or nomination; and
  - (ab) the receipt of that remuneration by that member.

**9 Accounts of Receipts, Expenditures, etc.**

- (a) True accounts shall be kept –
  - (i) of all sums of money received and expended by the Club and the matter in respect of which the receipt or expenditure takes place; and
  - (ii) of the property, credits, and liabilities of the Club and, subject to any reasonable restrictions as to time and manner of inspecting them that may be imposed by the Committee for the time being, those accounts shall be open to the inspection of the members of the Club.
- (b) The Treasurer of the Club shall faithfully keep all general records, accounting books, and records of receipts and expenditures connected with the operations and business of the Club in such form and manner as the Committee may direct.

**10 Banking and Finance.**

- (a) The Treasurer of the Club shall, on behalf of the Club, receive all money paid to the Club and, immediately after receiving the money, issue an official receipt for the money received.
- (b) The Committee shall cause to be opened, with such banks or financial institutions as the Committee selects, an account or accounts in the name of the Club into which all money received shall be paid by the Treasurer as soon as possible after receipt thereof.
- (c) No money shall be drawn from the Club's account/s except for the payment of expenditure that has been authorised by the Committee or in a general meeting.
- (d) All withdrawals from the Club's account/s shall be signed by no fewer than two of the signatories appointed by the Committee for that purpose.

**11 Auditor.**

- (a) Subject to sub-rule (g) of this Rule, at each annual general meeting of the Club the members present shall appoint a person as auditor of the Club.
- (b) A person so appointed shall hold office until the annual general meeting next after that at which he or she is appointed, and is eligible for re-appointment.
- (c) The first auditor of the Club may be appointed by the Committee before the first annual general meeting and, if so appointed, shall hold office until the first annual general meeting, unless previously removed by a resolution of the members at a general meeting, in which case the members at that meeting may appoint an auditor to act until the first annual general meeting.
- (d) If an appointment is not made at an annual general meeting the Committee shall appoint an auditor of the Club for the then current financial year of the Club.
- (e) The auditor may be removed from office only by special resolution.
- (f) If a casual vacancy occurs in the office of auditor during the course of a financial year of the Club, the Committee may appoint a person as the auditor and the person so appointed shall hold office until the next succeeding annual general meeting.
- (g) The Club is not required to appoint an auditor if Business Affairs have exempted it from the audit requirements for incorporated associations.

**12 Audit of Accounts.**

- (a) Subject to sub-rule (f) of this rule, once at least in each financial year of the Club the accounts of the Club shall be examined by the auditor.
- (b) The auditor shall certify as to the correctness of the accounts of the Club and shall report thereon to the members present at the annual general meeting.
- (c) In his or her report, and in certifying to the accounts, the auditor shall state –
  - (i) whether he or she has obtained the information required; and
  - (ii) whether, in his or her opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Club according to the information at his or her disposal and the explanations given to him or her and as shown by the books of the Club; and
  - (iii) whether the rules relating to the administration of the funds of the Club have been observed.
- (d) The Public Officer of the Club shall cause to be delivered to the auditor a list of all the accounts, books, and records of the Club.
- (e) The auditor –
  - (i) has a right of access to the accounts, books, records, vouchers and documents of the Club; and

- (ii) may require from the servants of the Club such information and explanations as may be necessary for the performance of his or her duties as auditor; and
  - (iii) may employ persons to assist in investigating the accounts of the Club; and
  - (iv) may, in relation to the accounts of the Club, examine any member of the Committee or any servant of the Club.
- (f) The Club is not required to have its accounts audited if Business Affairs have exempted it from the audit requirements for incorporated associations.

### 13 Meetings.

- (a) Meetings shall be –
- (i) annual general meetings which shall be held on any day (being not later than 4 months after the end of the financial year) that the Committee determines;
  - (ii) general meetings which shall be held each month except January; or
  - (iii) special general meetings which shall be held in accordance with rule 15 of this Constitution.

### 14 Business of Meetings.

- (a) Ordinary business of the annual general meeting shall be –
- (i) to confirm the minutes of the last preceding annual general meeting;
  - (ii) to receive from the Committee, auditor, and servants of the Club reports upon the transactions of the Club during the last preceding financial year;
  - (iii) to elect the officers of the Club and the ordinary Committee members;
  - (iv) to appoint the auditor;
  - (v) to elect the Patron of the Club;
  - (vi) to set the amount of the subscription to be paid according to Rule 34; and
  - (vii) to determine the remuneration of the servants of the Club.
- (b) Ordinary business of general meetings shall be –
- (i) to confirm the minutes of the last preceding general meeting;
  - (ii) to receive correspondence and resolve any business arising therefrom;
  - (iii) to receive reports from servants of the Club as may be required from time to time;
  - (iv) to conduct the general business of the Club as it may arise; and
  - (v) the presentation of lectures and the exhibition of specimens.
- (c) Business is not to be transacted at an ordinary general meeting or at an annual general meeting unless a quorum of members of the Club entitled to vote is present at the time the meeting considers that business.
- (d) If a quorum is not present within one hour after the time appointed for the commencement of an annual or ordinary general meeting, the meeting is to be adjourned to the same day in the next week at the same time and –
- (i) at the same place; or
  - (ii) at any other place specified by the Chair –
    - (aa) at the time of the adjournment; or
    - (ab) by notice in a manner determined by the Chair.
- (e) If at an adjourned general meeting a quorum is not present within one hour after the time appointed for the commencement of the meeting, the meeting is dissolved.

### 15 Special General Meetings.

- (a) The Committee may, whenever it thinks fit, convene a special general meeting.
- (b) The Committee shall, on requisition in writing of no fewer than six members, convene a special general meeting of the Club.
- (c) A requisition for a special general meeting shall state the objectives of the meeting and shall be signed by the requisitionists and submitted to the Secretary of the Club. The requisition may consist of several documents in the like form, each signed by one or more of the requisitionists.
- (d) If the Committee does not cause a special general meeting to be held within twenty-one days from the date on which a requisition therefor is deposited at the office of the Club, the requisitionists, or any of them, may convene the meeting; but any meeting so convened shall not be held after three months from the date of the deposit of the requisition.
- (e) A special general meeting convened by requisitionists in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee, and all reasonable expenses incurred in convening the meeting shall be refunded by the Club to the person incurring them.
- (f) A special general meeting shall conduct only that business specified in the request for the special general meeting.
- (g) Business is not to be transacted at a special general meeting unless a quorum of members of the Club entitled to vote is present at the time the meeting considers that business.
- (h) If a quorum is not present within one hour after the time appointed for the commencement of a special general meeting, the meeting –
- (i) if convened on the requisition of members of the Club, is dissolved; or
  - (ii) if convened by the Committee, is to be adjourned to the same day in the next week at the same time and –
    - (aa) at the same place; or
    - (ab) at any other place specified by the Chair –
      - (ba) at the time of the adjournment; or
      - (bb) by notice in a manner determined by the Chair.

- (i) If at an adjourned special general meeting a quorum is not present within one hour after the time appointed for the commencement of the meeting, the meeting is dissolved.

**16 Quorum.**

- (a) A quorum for a Committee meeting shall be five members.
- (b) A quorum for any general meeting, other than a Special General Meeting to change the constitution, shall be fifteen members entitled to vote according to Rules 7 and 19, provided that the total number of members so entitled is fifteen or more.
- (c) If fewer than 15 members are entitled to vote according to Rule 7, a quorum for any general meeting, other than a Special General Meeting to change the constitution, shall be all members entitled to vote.
- (d) A quorum for a Special General Meeting to change the constitution shall be 40% of members entitled to vote according to Rules 7 and 19.

**17 President to Conduct.**

- (a) The President or, in his or her absence, the Vice- President, shall preside as Chair at every general meeting of the Club.
- (b) If the President and the Vice-President are absent from a general meeting, the members present shall elect one of their number to preside as Chair.

**18 Adjournment of general meetings**

- (a) The Chair of a general meeting at which a quorum is present may adjourn the meeting with the consent of the members of the Club who are present and entitled to vote at the meeting, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (b) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting is to be given in the same manner as the notice of the original meeting.
- (c) If a meeting is adjourned for less than 14 days, it is not necessary to give any notice of the adjournment or of the business to be transacted at the adjourned meeting.

**19 Voting.**

- (a) Only life members, and ordinary members who have paid their subscription according to sub-rule 34(c) of this constitution, may vote at any meeting of the Club.
- (b) A question arising at a general meeting of the Club shall be determined on a show of hands unless before or on the declaration of the result of the show of hands a poll is demanded.
- (c) If a poll is not demanded, a declaration by the Chair that a resolution has, on a show of hands, been:
  - (i) carried, or
  - (ii) carried unanimously, or
  - (iii) carried by a particular majority, or
  - (iv) lost,together with an entry to that effect in the minute book of the Club is evidence of that fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (d) Upon any question arising at a general meeting of the Club, a member has one vote only.
- (e) In the case of an equality of voting on a question the question lapses
- (f) If at a meeting a poll on any question is demanded it shall be taken at that meeting in such manner as the Chair may direct, and the result of the poll shall be deemed to be the resolution of the meeting on that question.
- (g) A poll that is demanded on the election of a Chair shall be taken forthwith, and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chair may direct.

**20 Management.**

- (a) The affairs of the Club shall be managed by a Committee of management constituted as provided in Rule 25 of this Constitution.
- (b) The Committee –
  - (i) shall control and manage the business and affairs of the Club; and
  - (ii) may, subject to these rules, exercise all such powers and functions as may be exercised by the Club, other than those powers and functions that are required by these rules to be exercised by general meetings of the Club; and
  - (iii) subject to the *Associations Incorporation Act 1964* and any amendments thereto and these rules, has the 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.

**21 Officers.**

- (a) The officers of the Club shall be –
  - (i) a President;
  - (ii) a Vice-President;
  - (iii) a Secretary; and
  - (iv) a Treasurer.
- (b) The provisions of sub-rules (b) and (c) of Rule 25, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in sub-rule (a) of this rule.
- (c) Each officer of the Club shall hold office until the annual general meeting next after the date of his or her election but is eligible for re-election, except that the position of President may not be held by any one person for a period exceeding four consecutive years.

- (d) In the event of a casual vacancy in any office mentioned in sub-rule (a) of this rule, the Committee may appoint a member to the vacant office, and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of that appointment.
  - (e) The Secretary shall have custody of the books and records of the Club, save and except the financial records which shall be in the custody of the Treasurer, and shall conduct the correspondence of the Club, attend all meetings and take minutes of the proceedings, issue the necessary notices of the meetings of the Club, and otherwise perform the usual secretarial duties, including those duties as specified elsewhere in these rules.
  - (f) The Treasurer shall be responsible to keep proper and accurate records of the finances of the Club, keep a register of all members, and shall report the financial position to the Committee and the Club as and when required.
- 22 Librarian**
- (a) The Committee shall appoint a Librarian.
  - (b) The Librarian shall have charge of the library and other related property of the Club and shall keep a record of borrowings from the library.
- 23 Newsletter Editor**
- (a) The Committee shall appoint a Newsletter Editor.
  - (b) The Newsletter Editor shall be responsible for the preparation and issue of the Club newsletter "The Launceston Naturalist" on a regular two-monthly basis or as otherwise determined by the Committee.
- 24 Assets Manager**
- (a) The Committee shall appoint an Assets Manager.
  - (b) The Assets Manager shall co-ordinate the maintenance and development of the non-financial assets of the Club.
- 25 Committee.**
- (a) The Committee shall consist of-
    - (i) the officers of the Club; and
    - (ii) up to six other members; and
    - (iii) the immediate Past-President;
 all of whom shall be elected at the annual general meeting of the Club in each year, except for the immediate Past-President.
  - (b) Each ordinary Committee member shall, subject to these rules, hold office until the annual general meeting next after the date of his or her election, but is eligible for re-election.
  - (c) In the event of a casual vacancy occurring in the office of ordinary Committee members, the Committee may appoint a member of the Club to fill the vacancy, and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of that appointment.
- 26 Election of Committee.**
- (a) Nominations of candidates for election as officers of the Club or as ordinary Committee members –
    - (i) shall be made in writing signed by two members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
    - (ii) shall be delivered to the Secretary of the Club at least ten days before the date fixed for the holding of the annual general meeting.
  - (b) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
  - (c) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
  - (d) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
  - (e) The poll for the election of officers and ordinary Committee members shall be conducted at the annual general meeting in such usual and proper manner as the Committee may direct.
- 27 Vacation of Office.**
- (a) For the purpose of these rules, the office of an officer of the Club or of an ordinary Committee member becomes vacant if the officer or Committee member –
    - (i) dies; or
    - (ii) becomes bankrupt, applies to take the benefit of any law for the relief of bankrupt or insolvent debtors, compounds with his or her creditors or makes an assignment of his or her remuneration or estate for their benefit; or
    - (iii) commits any act criminal or otherwise deemed by the Committee to be detrimental to the interests of the club; or
    - (iv) becomes a represented person within the meaning of the Guardianship and Administration Act 1995; or
    - (v) resigns his or her office by writing under his or her hand addressed to the Committee; or
    - (vi) ceases to be resident in the State; or
    - (vii) fails, without leave granted by the Committee, to attend three consecutive meetings of the Committee; or
    - (viii) fails to pay all arrears of subscription due by him or her within fourteen days after he or she has received a notice in writing signed by the Secretary stating that he or she has ceased to be a financial member of the Club; or
    - (ix) ceases to be a member of the Club.
- 28 Expulsion of Members.**
- (a) Subject to this rule, the Committee may expel a member from the Club if, in the opinion of the Committee, the member has been guilty of conduct detrimental to the interests of the Club.

- (b) The expulsion of a member pursuant to sub-rule (a) of this rule does not take effect –
  - (i) until the expiration of fourteen days after the service on the member of a notice under sub-rule(c) of this rule; or
  - (ii) if the member exercises his or her right of appeal under this rule, until the conclusion of the special general meeting convened to hear the appeal; whichever is the later date.
- (c) Where the Committee expels a member from the Club, the Public Officer of the Club shall, without undue delay, cause to be served on the member a notice in writing –
  - (i) stating that the Committee has expelled the member; and
  - (ii) specifying the grounds for the expulsion; and
  - (iii) informing the member that if he or she so desires he or she may, within fourteen days after the service of the notice, appeal against the expulsion as provided in this rule.
- (d) A member on whom a notice under sub-rule (c) of this rule is served may appeal against the expulsion to a special general meeting by delivering or sending by post to the Public Officer of the Club, within fourteen days after the service of that notice, a requisition in writing demanding the convening of such a meeting for the purpose of hearing his or her appeal.
- (e) Upon receipt of a requisition under sub-rule (d) of this rule, the Public Officer shall forthwith notify the Committee of its receipt and the Committee shall thereupon cause a special general meeting of members to be held within twenty-one days after the date on which the requisition is received by the Public Officer.
- (f) At a special general meeting convened for the purpose of this rule –
  - (i) no business other than the question of the expulsion shall be transacted; and
  - (ii) the Committee may place before the meeting details of the grounds of the expulsion and the Committee's reasons for the expulsion; and
  - (iii) the expelled member shall be given an opportunity to be heard; and
  - (iv) the members present shall vote by secret ballot on the question whether the expulsion should be lifted or confirmed.
- (g) If at the special general meeting a majority of the members present vote in favour of the lifting of the expulsion, the expulsion shall be deemed to have been lifted and the expelled member is entitled to continue his or her membership of the Club.
- (h) If at the special general meeting a majority of the members present vote in favour of the confirmation of the expulsion, the expulsion takes effect and the expelled member ceases to be a member of the Club.

## **29 Disputes.**

- (a) Subject to this rule, a dispute between a member of the Club, in his or her capacity as a member, and the Club shall be determined by arbitration in accordance with the provisions of the *Commercial Arbitration Act 1986*.
- (b) Nothing in this rule affects the operation or effect of Rule 28.

## **30 Meetings of the Committee.**

- (a) Subject to sub-rule (b) of this rule, the Committee shall meet at least four times annually, once in each three months.
- (b) A Committee meeting may be rescheduled or cancelled if notice is given to all Committee members.
- (c) Special meetings of the Committee may be convened by the President, or any five of its members.
- (d) Notice shall be given to members of the Committee of any special meeting, specifying the general nature of the business to be transacted, and no other business shall be transacted at such a meeting.
- (e) Business is not to be transacted at a meeting of the Committee unless a quorum is present.
- (f) If a quorum is not present within half an hour after the time appointed for the commencement of –
  - (i) a meeting of the Committee (other than a special Committee meeting), the meeting is to be adjourned to a day in the next week and to a place which the Chair shall determine; or
  - (ii) a special Committee meeting, the meeting is dissolved.
- (g) At each meeting of the Committee, the Chair is to be –
  - (i) the President; or
  - (ii) in the absence of the President, the Vice-President; or
  - (iii) in the absence of the President and the Vice-President, a member of the Committee elected to preside as Chair by the members of the Committee present at the meeting.
- (h) Any question arising at a meeting of the Committee is to be determined –
  - (i) on a show of hands; or
  - (ii) if demanded by a member, by a poll taken at that meeting in the manner the Chair determines.
- (i) On any question arising at a meeting of the Committee, a member of the Committee (including the Chair) has one vote only.
- (j) Despite sub-rule (i), in the case of an equality of votes, the Chair has a second or casting vote.

## **31 Sub-Committees.**

- (a) The Committee may at any time appoint a sub-committee from the Committee as it may think fit and shall prescribe the powers and functions thereof.
- (b) The Committee may co-opt as members of a sub-committee such persons as it thinks fit, whether or not those persons are members of the Club. A non-member so co-opted is not entitled to vote.
- (c) The quorum for a sub-committee shall be as determined by the Committee.
- (d) The Committee will appoint a Chair and a person to convene meetings of a sub-committee.

- (e) Any question arising at a meeting of a sub-committee is to be determined –
  - (i) on a show of hands; or
  - (ii) if demanded by a member, by a poll taken at that meeting in the manner the Chair determines.
- (f) On any question arising at a meeting of a sub-committee, a member of the sub-committee (including the Chair) has one vote only.

**32 Disclosure of interests**

- (a) If a member of the Committee or a member of a sub-committee has a direct or indirect pecuniary interest in a matter being considered, or about to be considered, by the Committee or sub-committee at a meeting, the member is to, as soon as practicable after the relevant facts come to the member's knowledge, disclose the nature of the interest to the Committee.
- (b) If at a meeting of the Committee or a sub-committee a member of the Committee or sub-committee votes in respect of any matter in which the member has a direct or indirect pecuniary interest, that vote is not to be counted.

**33 Executive committee**

- (a) The President, the Vice-President, the Treasurer, and the Secretary constitute the executive committee.
- (b) During the period between meetings of the Committee, the executive committee may issue instructions to the Public Officer and servants of the Club in matters of urgency connected with the management of the affairs of the Club.
- (c) The executive committee is to report on any instructions issued under sub-rule (b) to the next meeting of the Committee.

**34 Annual Subscription.**

- (a) The annual subscription payable by members shall be the amount determined for each type of membership for the financial year in which the annual general meeting is held.
- (b) The amount of the annual subscription may be altered from time to time by the members by special resolution.
- (c) The annual subscription of a member is due and payable on or before the second general meeting following the annual general meeting.

**35 Service of notices and requisitions**

Except as otherwise provided by these rules, a document may be served under these rules on a person by –

- (i) giving it to the person; or
- (ii) leaving it at, or sending it by post to, the person's postal or residential address or place or address of business or employment last known to the server of the document; or
- (iii) faxing it to the person's fax number; or
- (iv) emailing it to the person's email address.

**36 Financial Year.**

The financial year of the Club will commence on the date approved by the Commissioner according to the *Associations Incorporation Act 1964* and end on the day immediately preceding the corresponding day in the following year.

**37 Alterations.**

- (a) These rules may be altered only by a majority of three-quarters of the members present and voting on the motion at a special general meeting convened for that purpose by the Committee.
- (b) Not less than fourteen days notice of such meeting shall be given, and a copy of the proposed alterations shall accompany the notice.
- (c) Such notice may be given to members in such manner as the Committee may determine, according to Rule 35.

**38 Seal of the Club.**

- (a) The seal of the Club shall be in the form of a rubber stamp, inscribed with the name of the Club encircling the word "Seal".
- (b) The seal of the Club shall not be affixed to any instrument except by the authority of the Committee, and the affixing thereof shall be attested by the signatures of two members of the Committee, or of one member of the Committee and of the Public Officer of the Club, or such other person as the Committee may appoint for that purpose, and that attestation is sufficient for all purposes that the seal was affixed by authority of the Committee.
- (c) The seal shall be held by the Public Officer, or kept in a secure place to which the Public Officer has access.

**39 Interpretation.**

- (a) In these rules, any expression of gender means either male or female gender as the case may be.

Adopted at the Special General Meeting convened for this purpose on 3 August 2010