



CONSTITUTION
OF
Armadale Roleystone
Kelmscott
RUGBY UNION FOOTBALL CLUB
(Inc.)

GROUND

John Dunn Reserve
Third Avenue;
KELMSCOTT WA 6111

CORRESPONDENCE TO;

PO Box 192
KELMSCOTT WA 6991

This is the annexure of 19 pages marked "A" referred to in form 5 signed by Denise Edwards and

dated/05/2012 Signed.....

ARKS Constitution

Table of Contents

Item#	Heading	Page
1:0	The Name of The Association is	3
2:0	Definitions	3
3:0	Objects of The Club.....	4
4:0	Powers of The Club.....	4
5:0	Qualifications for Membership of The Club	5
6:0	Guests.....	7
7:0	Register of Members of The Club.....	7
8:0	Members Subscriptions to The Club.....	7
9:0	Termination of Membership of The Club.....	7
10:0	Suspension or Expulsion of Members of The Club.	8
11:0	Committee of Management	8
12:0	By-laws:.....	10
13:0	Duties of the Executive Committee.....	10
14:0	Casual Vacancies in Membership of Committee	11
15:0	Proceedings of Committee	12
16:0	General Meetings	13
17:0	Quorum and Proceedings at General Meetings.....	14
18:0	Minutes of Meetings of The Club	15
19:0	Voting Rights of Members of The Club	15
20:0	Rules of The Club.....	15
21:0	Common Seal of The Club	16
22:0	Inspection of Records, etc. of The Club.....	16
23:0	Disputes and Mediation	16
24:0	Distribution of Surplus Property on Winding up of The Club	17
	<i>APPLICATION TO BECOME A MEMBER.....</i>	<i>18</i>
	<i>NOTICE OF GENERAL MEETING TO ALTER THE RULES (CONSTITUTION)</i>	<i>19</i>

RULES OF THE ASSOCIATION

1:0 The Name of The Association is

Armadale Roleystone Kelmscott Rugby Union Football Club (Inc)

2:0 Definitions

In these rules, unless the contrary intention appears-

“**The Club**” means the Armadale Roleystone Kelmscott Rugby Union Football Club (Inc).

“**Annual general meeting**” is the meeting convened under paragraph (b) of rule 16 (1)

“**Address**” means the location nominated by the member for the receipt of notices or correspondence.

“**Committee meeting**” means a meeting referred to in rule 16.

“**Committee member**” means person referred to in paragraph (a), (b), (c), (d) or (e) of rule 11(1).

“**Executive Committee**” means the Committee members appointed to President / Chairperson, Secretary or Treasurer

“**Convene**” means to call together for a formal meeting;

“**Department**” means the government department with responsibility for administering the *Associations Incorporation Act (1987)*;

“**Financial year**” means a period not exceeding 15 months fixed by the Committee, being a period commencing on the date of incorporation of The Club and ending on the 31 October; and thereafter each period commencing 1 November and ending on 31 October in the following year;

“**General meeting**” means a meeting to which all members are invited.

“**Member**” means member of The Club.

“**Ordinary resolution**” means resolution other than a special resolution.

“**Poll**” means voting conducted in written form (as opposed to a show of hands).

“**Post**” means to deliver or transmit by Courier, postal service, facsimile, e-mail or any electronic means in a fashion nominated by the member and acceptable to the committee.

“**Special general meeting**” means a general meeting other than the annual general meeting.

“**Special resolution**” has the meaning given by section 24 of the Act, that is-

A resolution is a special resolution if it is passed by a majority of not less than thirty percent of the members of The Club who are entitled under the rules of The Club to vote - and vote in person or by postal vote, at a general meeting of which notice specifying the intention to propose the resolution as a special resolution was given in accordance with those rules.

At a meeting at which a resolution proposed as a special resolution is submitted, a declaration by the person presiding that the resolution has been passed as a special resolution shall be evidence of the fact unless, during the meeting at which the resolution is submitted, a poll is demanded in accordance with the rules of The Club or, if the rules do not make provision as to the manner in which a poll may be demanded, by at least 3 members of The Club present in person or by postal vote. If a poll is held, a declaration by the person presiding as to the result of a poll is evidence of the matter so declared.

"The Act" means *The Associations Incorporation Act 1987*;

"The Club" means the association referred to in rule 1:0

"The President" means-

(a) In relation to the proceedings at a Committee meeting or general meeting, the person presiding at the Committee meeting or general meeting in accordance with rule 13; or

(b) Otherwise than in relation to the proceedings referred to in paragraph (a), the person referred to in paragraph (a) of rule 11:1 or, if that person is unable to perform their functions, the Vice President;

"The Commissioner" means the Commissioner for Fair Trading exercising powers under the Act

"The Committee" means the Committee of Management of The Club referred to in rule (11:1)

"The Secretary" means the Secretary referred to in paragraph (c) of rule (11:1)

"The Treasurer" means the Treasurer referred to in paragraph (d) of rule (11:1)

"The Vice President" means the Vice-President referred to in paragraph (b) of rule (11:1)

The "By laws" shall be the policies, rules or instructions referred to in rule (12)

3:0 Objects of The Club

3:0 The objects of The Club are

- i) To play the game of Rugby Union Football under the laws and in the spirit intended and fostered by: -
 - ❖ *The International Rugby Board*
 - ❖ *The Australian Rugby Union*
 - ❖ *Rugby W.A*
- ii) To participate in the competition organized by Rugby WA, or such other body substantially representative of rugby union players in Western Australia
- iii) To foster participation in the game of Rugby Union Football in the Kelmscott and surrounding areas.
- iv) To provide for members, other social recreational activities to participate in, including competition darts, touch rugby, pool competitions and related activities.

3:1 The property and income of The Club shall be applied solely towards the promotion of the objects of The Club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.

4:0 Powers of The Club

4:1 The powers conferred on The Club are the same as those conferred by section 13 of the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, The Club may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may -

- (a) Acquire, hold, deal with, and dispose of any real or personal property;
- (b) Open and operate bank accounts;
- (c) Invest its money -

- (i) In any security in which trust monies may lawfully be invested; or
 - (ii) In any other manner authorized by the rules of The Club;
- (d) Borrow money upon such terms and conditions as The Club thinks fit;
 - (e) Give such security for the discharge of liabilities incurred by the The Club as The Club thinks fit.
 - (f) Appoint agents to transact any business of The Club on its behalf.
 - (g) Enter into any other contract it considers necessary or desirable; and
 - (h) May act as trustee and accept and hold real and personal property upon trust, but does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene the Act or the rules of The Club.

5:0 Qualifications for Membership of The Club

5:01 Membership of The Club is open to - any person who wishes to play Rugby Union, or who are members of a club formed for the purpose of participating in recreational activities such as darts, touch rugby or pool competitions or support the objects of The Club and is subject to the acceptance of the Committee.

5:02 A person who wishes to become a member must-

- (a) Apply for membership to the Committee in writing-
 - (i) Signed by that person and by both of the members referred to in paragraph (b); and
 - (ii) in such form as the Committee from time to time directs; and
- (b) Be proposed by one member and seconded by another member.
- (c) All applicants shall be posted on the noticeboard of the club for a period of not less than seven days before election, provided also that an interval of not less than two weeks shall elapse between nomination and election.

5:03 The Committee members must consider each application made under sub-rule (5:02) at a Committee meeting and must at the Committee meeting, accept or reject that application.

5:04 An applicant whose application for membership of The Club is rejected under sub-rule (5:03) must, if they wish to appeal against that decision, give notice to the Secretary of their intention to do so within a period of 14 days from the date they are advised of the rejection.

5:05 When notice is given under sub-rule (5:04), The Club in a general meeting no later than the next annual general meeting, must either confirm or set aside the decision of the Committee to reject the application, after having afforded the applicant who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, The Club in the general meeting.

5:1 Membership Categories: Membership of the Club shall be in the following categories: -

Life Members
 Ordinary Members
 Playing Members
 Social Members
 Associate Members
 Temporary Members

5:2 Life Members

Life membership may be granted only at an annual general meeting of the Club, by resolution or by vote, to a member who has rendered outstanding service to the Club either as a player, official, administrator or

supporter over a period of not less than ten (10) years, or playing either 300 competition games, or 150 "A" grade games for The Club. A Life Member shall be entitled to all the privileges of a financial member without payment of subscriptions or levies, and may be presented with a suitable certificate of token, as may be the current practice in the Club. A Life Member may fill any office in the Club.

5:3 Ordinary Members

All members not covered by sub-rule (5:2) shall become financial members of the Club and shall be considered either playing or non-playing members. An ordinary Member can fill any office in the Club.

5:3:1 Spouses.

Spouses of all members (except social members) are entitled to become social members upon payment of a fee determined annually by The Committee

5:4 Playing Members.

Applicants for playing membership shall fill in a registration form and return it to the Club's Honorary Registrar together with the fee prescribed by the West Australian Rugby Union for registration by the Union. Should the applicant be or have been a member of any other Club affiliated with the West Australian Rugby Union, a clearance must be arranged by the Club's Honorary Registrar with the Secretary of the applicant's former Club.

5:4:1 Playing Members. Over the age of 18 years (Seniors)

The applicant, having been enrolled as a playing member over 18 undertakes to pay the subscription and any extra fees or levies which have been struck for that season by the committee for the current season

5:4:2 Playing Members Under the age of 18 years (Junior Members).

Applicants who are eligible to play Colts by virtue of age as set down by the West Australian Rugby Union each year, and who fulfil the conditions of eligibility as set out for playing members (above) may be enrolled as Junior Playing Members and shall undertake to pay the subscription and any extra fees or levies which have been struck for that season by the committee.

Applicants for membership who are attending full time courses of instructions of any university, college, school or similar place of instruction, under conditions which preclude them from taking up full time remunerative employment, shall, irrespective of age, be admitted to membership at the same subscription rates as junior playing members, and will enjoy the same rights and privileges.

Members of this sub-category who are over 21 years of age can, in addition, be elected to the offices of President, Vice President, Honorary Secretary and Honorary Treasurer.

5:5 Social Members

Shall be entitled to entry onto Club facilities and participate in events but shall have no other rights of membership and shall not be entitled to vote at any General Meeting of The Club

5:6 Associate Members.

Shall become members by invitation of the Committee only. Such members will be entitled to all the rights and privileges of ordinary members.

5:7 Temporary Members

A person who is on any day visiting the club as a member or an official of, or a person assisting a team that is to contest a pre-arranged event in that sport on that day; or at the invitation of a member to engage in that sport on that day; may be taken to be a person who is afforded temporary membership on that day."

6:0 Guests

The maximum guests per member per day for the purposes of section 48(4) (b) of the Act are three (3).

7:0 Register of Members of The Club

7:1 The Secretary, on behalf of The Club, must comply with section 27 of the Act by keeping and maintaining in an up to date condition a register of the members of The Club and their postal or residential addresses and, upon the request of a member of the Club, shall make the register available for the inspection of the member and the member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.

7:2 The Club shall keep an up to date register of members in respect of each class of membership. The register must be so kept and maintained at the Secretary's place of residence, and also at the club premises, at which it must be continually available for inspection.

7:3 The Secretary must cause the name of a person who dies or who ceases to be a member under rule (9:0) to be deleted from the register of members referred to in sub-rule (7:1).

7:4 Voting Rights: Shall be one full vote per paid up member.

8:0 Members Subscriptions to The Club

8:1 The committee may determine the amount of the subscription to be paid by each member for the ensuing year.

8:2 Each member must pay to the Treasurer, a defined annually, half yearly or quarterly subscription fee payable in advance, determined by sub-rule (8:1)

8:3 Subject to sub-rule (8:4), a member whose subscription is not paid within 3 months after the relevant date fixed by or under sub-rule (8:2) ceases on the expiry of that period to be a member, unless the Committee decides otherwise.

8:4 A person exercises all the rights and obligations of a member for the purposes of these rules if their subscription is paid on or before the relevant date fixed by or under sub-rule (8:2) or within 3 months thereafter, or such other time as the Committee allows.

9:0 Termination of Membership of The Club

9:1 Membership of The Club may be terminated upon-

- (a) Receipt by the Secretary or another Committee member of a notice in writing from a member of their resignation from The Club. Such person remains liable to pay to The Club the amount of any subscription due and payable by that person to The Club but unpaid at the date of termination; or
- (b) Non-payment by a member of their subscription within three months of the date fixed by the Committee for subscriptions to be paid, unless the Committee decides otherwise in accordance with rule (8:3); or
- (c) Expulsion of a member in accordance with rule (10:0)

10:0 Suspension or Expulsion of Members of The Club.

10:0 If the Committee considers that a member should be suspended or expelled from membership of The Club because his or her conduct is detrimental to the interests of The Club, the Committee must communicate, in writing, to the member-

- (a) Notice of the proposed suspension or expulsion and of the time, date and place of the Committee meeting at which the question of that suspension or expulsion will be decided; and
- (b) Particulars of that conduct, not less than 14 days before the date of the Committee meeting referred to in paragraph (a).

10:1 At the Committee meeting referred to in the notice communicated under sub-rule (10:0), the Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Committee, suspend or expel or decline to suspend or expel that member from membership of The Club and must, forthwith after deciding whether or not to suspend or expel that member, communicate that decision in writing to that member.

10:2 Subject to sub-rule (10:4), a member has their membership suspended or ceases to be a member 14 days after the day on which the decision to suspend or expel a member is communicated to him or her under sub-rule (10:1).

10:3 A member who is suspended or expelled under sub-rule (10:1) must, if he or she wishes to appeal against that suspension or expulsion, give notice to the Secretary of his or her intention to do so within the period of 14 days referred to in sub-rule (10:2).

10:4 When notice is given under sub-rule (10:3)-

- (a) The Club in a general meeting, must either confirm or set aside the decision of the Committee to suspend or expel the member, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to The Club in the general meeting; and
- (b) The member who gave that notice is not suspended or does not cease to be a member unless and until the decision of the Committee to suspend or expel them is confirmed under this sub-rule.

11:0 Committee of Management

11:1 Subject to sub-rule (10:0), the affairs of The Club will be managed exclusively by a Committee of Management consisting of:

Patron
Vice-Patrons (no limit)
President
Vice President (maximum of two)
Secretary
Treasurer
Committee Members (minimum 3 maximum of 15)

Committee decisions can be upset only by a majority vote in general meeting

11:2 The President shall convene the Committee as frequently as business on hand shall demand, but at least monthly in the playing season. A minimum of four days notice shall be given to each member by means of a circular from the Honorary Secretary, who shall also attend to take minutes of the meetings. The President will be Chairman of the Committee unless a casting vote is required.

11:3 The Committee shall

- i) Pass for payment all bills presented to the club before the Treasurer pays them from the Club funds.
- ii) Authorise expenditure for gear and equipment requisite for the efficient turn out of Club teams and performance of Club Functions.
- iii) Adjudicate in matters connected with misdemeanours or misconduct by Members where misdemeanour or misconduct has not been made the subject of adjudication by a higher authority (e.g. Rugby Union Council).
- iv) Arbitrate in disputes between Members.
- v) Create sub-committees, either from within its own members or by co-opting to deal with items of special interest to the Club and its Members.

11:3:2 Committee members must be elected to membership of the Committee at an annual general meeting or appointed under rule (14).

11:3:3 Subject to rule (14), a Committee member's term will be from their election at an annual general meeting until the election referred to in sub-rule (11:3:2) at the next annual general meeting after their election, but they are eligible for re-election to membership of the Committee.

11:3:4 Except for nominees under sub-rule (11:3:7), a person is not eligible for election to membership of the Committee unless a member has nominated them for election by delivering notice in writing of that nomination, signed by-

- (a) The nominator; and
- (b) The nominee to signify their willingness to stand for election, to the Secretary not less than 7 days before the day on which the annual general meeting concerned is to be held.

11:3:5 A person who is eligible for election or re-election under this rule may -

- (a) Propose or second them self for election or re-election; and
- (b) Vote for them self.

11:3:6 If the number of persons nominated in accordance with sub-rule (11:3:4) for election to membership of the Committee does not exceed the number of vacancies in that membership to be filled The Secretary must report accordingly to the members.

11:3:6 The President may declare those persons to be duly elected as members of the Committee at the annual general meeting concerned.

11:3:7 If vacancies remain on the Committee after the declaration under sub-rule (11:3:6), additional nominations of Committee members may be accepted from the floor of the annual general meeting and,

- (b) If the nominations, in addition to those from the floor do not exceed the number of vacancies to be filled, The President may declare those people nominated, to be duly elected.
- (c) The President may determine any remaining vacancies to be filled by the Executive at one of the meetings of the Executive Committee.

11:4 Sub Committees, The Committee may delegate, in writing, to one or more sub-committees (consisting of such member or members of The Club as the Committee thinks fit) the exercise of such functions of the Committee as are specified in the delegation other than-

- (a) The power of delegation; and

(b) A function, which is a duty, imposed on the Committee by the Act or any other law.

11:4:1 Any delegation under sub-rule (11:4) may be subject to such conditions and limitations as to the exercise of that function or as to time and circumstances as are specified in the written delegation and the Committee may continue to exercise any function delegated.

11:4:2 The Committee may, in writing, revoke wholly or in part any delegation under sub-rule (11:4).

12:0 By-laws:

12:1 The Committee shall determine and publish a document to be referred to as the "The By-Laws of The Club". These by-laws shall provide a clear understanding as to the rights and responsibilities of all club members and the performance of their duties.

12:2 The By-laws shall be determined or varied from time to time by the committee in unanimity or, in the absence of unanimity, be subject to a majority vote of the members in General Meeting.

12:3 By-laws may be overturned by a majority vote of the members in General Meeting

12:4 Amendments or additions to the By-laws shall have no retrospective powers.

13:0 Duties of the Executive Committee

13:1 President or Vice President

Subject to this rule, the President must preside at all General meetings and Committee meetings.

13:01 In the event of the absence from a general meeting of-

- (a) The President, the Vice- President; or
- (b) Both the President and the Vice-President, a member elected by the other members present at the general meeting, shall preside at the general meeting.

13:02 In the event of the absence from a Committee meeting of-

- (a) The President, the Vice- President; or
- (b) Both the President and the Vice- President, a Committee member elected by the other Committee members present at the Committee meeting, shall preside at the Committee meeting.

13:2 Secretary

The Secretary shall-

- (a) Co-ordinate the correspondence of The Club;
- (b) Keep full and correct minutes of the proceedings of the Committee and of The Club;
- (c) Comply on behalf of The Club with-
 - (i) Section 27 of the Act with respect to the register of members of The Club, as referred to in rule (7:0)
 - (ii) Section 28 of the Act by keeping and maintaining in an up to date condition the rules of The Club and, upon the request of a member of The Club, must make available those rules for the inspection of the member and the member may make a copy of or take an extract from the rules but will have no right to remove the rules for that purpose; and
 - (iii) Section 29 of the Act by maintaining a record of -
 - (A) The names and residential or postal addresses of the persons who hold the offices of The Club provided for by these rules, including all offices held by the persons who

constitute the Committee and persons who are authorized to use the common seal of The Club under rule 22;

- (B) The names and residential or postal addresses of any persons who are appointed or act as trustees on behalf of The Club, and the Secretary must, upon the request of a member of The Club, make available the record for may make a copy of or take an extract from the record but will have no right to remove the record for that purpose.
- (C) Have custody of all books, documents, records and registers of The Club, including those referred to in paragraph (c) but other than those required by rule (14) to be kept and maintained by, or in the custody of the Treasurer.
- (D) Perform such other duties as are imposed by these rules on The Secretary.

13:3 Treasurer

The Treasurer shall-

- (a) Be responsible for the receipt of all moneys paid to or received on behalf of The Club and must issue receipts for those moneys in the name of The Club;
- (b) Pay all moneys referred to in paragraph (a) into such account or accounts of The Club as the Committee may from time to time direct;
- (c) Make payments from the funds of The Club with the authority of a General meeting or of the Committee, and in so doing ensure that all cheques are signed by himself or herself and at least one other authorized Committee member, or by any two others as are authorized by the Committee;
- (d) Comply on behalf of The Club with sections 25 and 26 of the Act with respect to the accounting records of The Club by-
 - (i) Keeping such accounting records as correctly recorded and explain the financial transactions and financial position of The Club;
 - (ii) Keeping its accounting records in such manner as will enable true and fair accounts of The Club to be prepared from time to time;
 - (iii) Keeping its accounting records in such manner as will enable true and fair accounts of The Club to be conveniently and properly audited; and
 - (iv) Submitting to members at each annual general meeting of The Club accounts of The Club showing the financial position of The Club at the end of the immediately preceding financial year.
- (e) Whenever directed to do so by the President, submit to the Committee a report, balance sheet or financial statement in accordance with that direction;
- (f) Unless the members resolve otherwise at a general meeting, have custody of all securities, books and documents of a financial nature and accounting records of The Club, including those referred to in paragraphs (d) and (e); and
- (g) Perform such other duties as are imposed by these rules on the Treasurer.

14:0 Casual Vacancies in Membership of Committee

14:1 A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member-

- (a) Dies;

- (b) Resigns by notice in writing delivered to the President or, if the Committee member is the President, to the Vice-President and that resignation is accepted by resolution of the Committee;
- (c) Is convicted of an offence under the Act;
- (d) Is permanently incapacitated by mental or physical ill health;
- (e) Is absent from more than-
 - (i) 3 consecutive Committee meetings; or
 - (ii) 3 Committee meetings in the same financial year without tendering an apology to the person presiding at each of those Committee meetings; of which meetings the member received notice, and the Committee has resolved to declare the office vacant;
- (f) Ceases to be a member of The Club; or
- (g) Is the subject of a resolution passed by a general meeting of members terminating his or her appointment as a Committee member.

14:2 In the event of a casual vacancy the Committee may fill that vacancy by selecting a member to the Committee.

15:0 Proceedings of Committee

15:1 The Committee must meet to conduct the business of The Club not less than monthly and the President, or at least half the members of the Committee, may at any time convene a meeting of the Committee.

15:2 Each Committee member has a deliberative vote.

15:3 A question arising at a Committee meeting must be decided by a majority of votes, but, if there no majority, the person presiding at the Committee meeting will have a casting vote in addition to his or her deliberative vote, and that casting vote shall be in the negative.

15:4 At a Committee meeting 4 (four) Committee members constitute a quorum.

15:5 Subject to these rules, the procedure and order of business to be followed at a Committee meeting must be determined by the Committee members present at the Committee meeting.

15:6 As required under sections 21 and 22 of the Act, a Committee member having any direct or indirect pecuniary interest in a contract, or proposed contract, made by, or in the contemplation of, the Committee (except if that pecuniary interest exists only by virtue of the fact that the member of the Committee is a member of a class of persons for whose benefit The Club is established), must-

- (a) As soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee; and
- (b) Not take part in any deliberations or decision of the Committee with respect to that contract.

Sub-rule 15:6 (a) does not apply with respect to a pecuniary interest that exists only by virtue of the fact that the member of the Committee is an employee of The Club.

15:7 The Secretary must cause every disclosure made under sub-rule 15:6 (a) by a member of the Committee to be recorded in the minutes of the meeting of the Committee at which it is made.

16:0 General Meetings

16:1 The Committee-

- (a) May at any time convene a special general meeting;
- (b) Must convene annual general meetings within the time limits provided for the holding of such meetings by section 23 of the Act, that is, in every calendar year within 4 months after the end of The Clubs' financial year or such longer period as may in a particular case be allowed by the Commissioner, except for the first annual general meeting which may be held at any time within 18 months after incorporation; and
- (c) Must, within 30 days of-
 - (i) Receiving a request in writing to do so from, and signed by, not less than 10 (ten) members, convene a special general meeting for the purpose specified in that request; or
 - (ii) The Secretary receiving a notice under rule (10:4), convene a general meeting to deal with the appeal to which that notice relates.
- (d) Must, after receiving a notice under rule (5:04), convene a general meeting, no later than the next annual general meeting, at which the appeal referred to in the notice will be dealt with. Failing that, the applicant is entitled to address The Club at that next annual general meeting in relation to the Committee's rejection of his or her application and The Club at that meeting must confirm or set aside the decision of the Committee.

16:2 The members making a request referred to in sub-rule (15:1) (c) (i) must-

- (a) State in that request the purpose for which the special general meeting concerned is required; and
- (b) Sign that request.

16:3 If a special general meeting is not convened within the relevant period of 30 days referred to-

- (a) In sub-rule (16:1) (c) (i), the members who made the request concerned may themselves convene a special general meeting as if they were the Committee; or
- (b) In sub-rule (16:1) (c) (ii), the member who gave the notice concerned may him or herself convene a special general meeting as if he or she were the Committee.

16:4 When a special general meeting is convened under sub-rule (16:3) (a) or (b) The Club must pay the reasonable expenses of convening and holding the special general meeting.

16:5 Subject to sub-rule (16:7), the Secretary must give to all members not less than 14 days notice of a special general meeting and that notice must specify-

- (a) When and where the general meeting concerned is to be held; and
- (b) Particulars of the business to be transacted at the general meeting concerned and of the order in which that business is to be transacted.

16:6 Subject to sub-rule (16:7), the Secretary must give to all members not less than 21 days notice of an annual general meeting and that notice must specify-

- (a) When and where the annual general meeting is to be held;
- (b) The particulars and order in which business is to be transacted, as follows-

- (i) First, the consideration of the accounts and reports of the Committee;
- (ii) Second, the election of Committee members to replace outgoing Committee members;
and
- (iii) Third, any other business requiring consideration by The Club at the general meeting.

16:7 A special resolution may be moved either at a special general meeting or at an annual general meeting, however the Secretary must give to all members not less than 21 days notice of the meeting at which a special resolution is to be proposed. In addition to those matters specified in sub-rule (16:5) or (16:6), as relevant, the notice must also include the resolution to be proposed and the intention to propose the resolution as a special resolution.

16:8 The Secretary must give a notice under sub-rule (16:5), (16:6) or (16:7) by-

- (a) Serving it on a member personally; or
- (b) Sending it by post to a member at the address of the member appearing in the register of members kept and maintained under rule 7:0.

16:9 When a notice is sent by post under sub-rule (16:8) (b), sending of the notice will be deemed to be properly effected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepaid mail, or

- b) If by facsimile, the time & date recorded or,
- c) If by e-mail, the time and date recorded
- d) If by Courier, the time and date recorded, and the consignment note held.

17:0 Quorum and Proceedings at General Meetings

17:1 At a general meeting thirty percent of the financial members registered must be present in person or by postal vote to constitute a quorum.

17:2 If within 30 minutes after the time specified for the holding of a general meeting in a notice given under rule (16:5) or (16:6)

- (a) As a result of a request or notice referred to in rule (16:1) (c) or as a result of action taken under rule (16:3) a quorum is not present, the general meeting lapses; or
- (b) Otherwise than as a result of a request, notice or action referred to in paragraph (a), the general meeting stands adjourned to the same time on the same day in the following week and to the same venue.

17:3 If within 30 minutes of the time appointed by sub-rule (17:2) (b) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by postal vote may nevertheless proceed with the business of that general meeting as if a quorum were present.

17:4 The President may, with the consent of a general meeting at which a quorum is present, and must, if so directed by such a general meeting, adjourn that general meeting from time to time and from place to place.

17:5 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.

17:6 When a general meeting is adjourned for a period of 30 days or more, the Secretary must give notice under rule 16:0 of the adjourned general meeting as if that general meeting were a fresh general meeting.

17:7 At a general meeting-

- (a) An ordinary resolution put to the vote will be decided by a majority of votes cast on a show of hands, subject to sub-rule (17:9); and
- (b) A special resolution put to the vote will be decided in accordance with section 24 of the Act as defined in rule 2:0, and, if a poll is demanded, in accordance with sub-rules (17:9) and (17:11).

17:8 A declaration by the President of a general meeting that a resolution has been passed as an ordinary resolution at the meeting will be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded in accordance with sub-rule (17:9).

17:9 At a general meeting, a poll may be demanded by the President or by three or more members present in person or by postal vote and, if so demanded, must be taken in such manner as the President directs.

17:10 If a poll is demanded and taken under sub-rule (17:9) in respect of an ordinary resolution, a declaration by the President of the result of the poll is evidence of the matter so declared.

17:11 A poll demanded under sub-rule (17:9) must be taken immediately on that demand being made.

18:0 Minutes of Meetings of The Club

18:1 The Secretary must cause proper minutes of all proceedings of all general meetings and Committee meetings to be taken and then to be entered within 30 days after the holding of each general meeting or Committee meeting, as the case requires, in a minute book kept for that purpose.

18:2 The President must ensure that the minutes taken of a general meeting or Committee meeting under sub-rule (18:1) are checked and signed as correct by the President of the general meeting or Committee meeting to which those minutes relate or by the President of the next succeeding general meeting or Committee meeting, as the case requires.

18:3 When minutes have been entered and signed as correct under this rule, they are, until the contrary is proved, evidence that-

- (a) The general meeting or Committee meeting to which they relate (in this sub-rule called "the meeting") was duly convened and held;
- (b) All proceedings recorded as having taken place at the meeting did in fact take place at the meeting; and
- (c) All appointments or elections purporting to have been made at the meeting have been validly made.

19:0 Voting Rights of Members of The Club

19:1 Subject to these rules, each member present in person and entitled to vote at a general meeting is entitled to a deliberative vote.

20:0 Rules of The Club

20:1 The Club may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in sections 17, 18 and 19 of the Act, which is as follows-

- (a) Subject to sub-rule (20:1) (d) and (20:1) (e), The Club may alter its rules by special resolution but not otherwise;

- (b) Within one month of the passing of a special resolution altering its rules, or such further time as the Commissioner may in a particular case allow (on written application The Club, The Club must lodge with the Commissioner notice of the special resolution setting out particulars of the alteration together with a certificate given by a member of the Committee certifying that the resolution was duly passed as a special resolution and that the rules of The Club as so altered conform to the requirements of this Act;
- (c) An alteration of the rules of The Club does not take effect until sub-rule (20:1) (b) is complied with;
- (d) An alteration of the rules of The Club having effect to change the name of The Club does not take effect until sub-rules (20:1) (a) to (20:1) (c) are complied with and the approval of the Commissioner is given to the change of name;
- (e) An alteration of the rules of The Club having effect to alter the objects or purposes of The Club does not take effect until sub-rules (20:1) (a) to (20:1) (c) are complied with and the approval of the Commissioner is given to the alteration of the objects or purposes.
- (f) As soon as practicable after the making of any proposal for a change to the Constitution or rules of the club, the secretary shall provide to the Director of Liquor Licensing, certified particulars of the change proposed. No effect will be given to the change without prior approval of the Director.

20:2 These rules bind every member and The Club to the same extent as if every member and The Club had signed and sealed these rules and agreed to be bound by all their provisions.

21:0 Common Seal of The Club

21:1 The Club must have a common seal on which its corporate name appears in legible characters.

21:2 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 in the minute book referred to in rule 18.

21:3 The affixing of the common seal of The Club must be witnessed by any two of the President, the Secretary and the Treasurer.

21:4 The common seal of The Club must be kept in the custody of the Secretary or of such other person as the Committee from time to time decides.

22:0 Inspection of Records, etc. of The Club

22:1 A member may at any reasonable time inspect without charge the books, documents, records and securities of The Club.

23:0 Disputes and Mediation

23:1 The grievance procedure set out in this rule applies to disputes under these rules between-

- (a) A member and another member; or
- (b) A member and The Club; or
- (c) If The Club provides services to non-members, those non-members who receive services from The Club, and The Club.

23:2 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

23:3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.

23:4 The mediator must be-

- (a) A person chosen by agreement between the parties; or
- (b) In the absence of agreement-
 - (i) In the case of a dispute between a member and another member, a person appointed by the Committee of The Club;
 - (ii) In the case of a dispute between a member or relevant non-member (as defined by sub-rule (23:1) (c)) and The Club, a person who is a mediator appointed to, or employed with, a not for profit organization.

23:5 A member of The Club can be a mediator.

23:6 The mediator cannot be a member who is a party to the dispute.

23:7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

23:8 The mediator, in conducting the mediation, must-

- (a) Give the parties to the mediation process every opportunity to be heard;
- (b) Allow due consideration by all parties of any written statement submitted by any party; and
- (c) Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

23:09 The mediator must not determine the dispute.

23:10 The mediation must be confidential and without prejudice.

23:11 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

24:0 Distribution of Surplus Property on Winding up of The Club

24:01 If upon the winding up or dissolution of The Club there remains after satisfaction of all its debts and liabilities any property whatsoever; the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members.

APPLICATION TO BECOME A MEMBER

ARMADALE ROLEYSTONE KELMSCOTT RUGBY UNION FOOTBALL CLUB (Inc)

I,.....
(Insert APPLICANT'S name)
of.....
Address for receiving communications ie: Fax, e-mail, mailbox
.....
(insert APPLICANT'S residential or postal address -)

required under section 27 of *The association Incorporation Act (1987)*)

apply to become a member of the above association.

If my application is accepted, I agree to be bound by the rules of the association.

Signature:..... **Date:**.....

Rule 5:02 "A person who wishes to become a member must be ... proposed by one **member** and seconded by another **member**."

PROPOSED: SECONDED:

Name:..... Name:.....

Signature:..... Signature:.....

Date:..... Date:.....

----- **Applicants to detach and keep** -----

INFORMATION FOR APPLICANTS

*If your application is accepted, your name and address, as provided above, **must** be recorded in a register of members and be made available to other members, upon request, under section 27 of *The association Incorporation Act*.

*If the obligations under *The association Incorporation Act* are not complied with *The association* can be wound up.

* You can contact The association at:
.....

* You can access or correct personal information (your name and address) by contacting the *association* as indicated above.

OTHER INFORMATION

* If your application is accepted you are entitled to inspect and make a copy of the register of members under section 27 of the *association Incorporation Act*. * If your application is accepted you are entitled to inspect and make a copy of the rules (constitution) of The Club under section 28 of the *association Incorporation Act*.

If your application for membership is rejected by the Committee: You may give notice of your intention to appeal within 14 days of being advised of the rejection (rule (5:04)). The association in a general meeting, no later than the next annual general meeting, must confirm or set aside the decision of the Committee rejecting your application, after giving you a reasonable opportunity to be heard or to make written representations to the general meeting (rule (5:05)).

NOTICE OF GENERAL MEETING TO ALTER THE RULES (CONSTITUTION)

ARMADALE ROLEYSTONE KELMSCOTT RUGBY UNION FOOTBALL CLUB (inc)

Is convening a general meeting at which the following resolution/s will be proposed as special resolutions to alter the rules of The Club.

The meeting will be held at _____ a.m./p.m. on _____

the _____ 200____.

The meeting will take place at _____

SPECIAL RESOLUTION/S:

A list of motions, which will be proposed as special resolutions at the meeting, is attached.

INFORMATION for MEMBERS

- Alterations to the rules can only be made if supported by 30% of members voting at the meeting or by post.
- Alterations to the rules only take effect when lodged with the Department of Consumer & Employment Protection.