

Public Officer requirements The Public Officer is required to notify Consumer, Building and Occupational Services of the constitution amendments within one month of the change by completing a Notice of Special Resolution form, and attaching a copy of the changes. The form can be found on the Consumer, Building and Occupational Services website.  
<https://www.cbos.tas.gov.au/topics/clubs-fundraising/incorporated-associations>

SOUTH HOBART FOOTBALL CLUB  
INCORPORATED PO BOX 174 SOUTH HOBART  
TAS 7004

Registration of Amendment of Rules

SOUTH HOBART FOOTBALL CLUB INCORPORATED

Incorporation Number: A10388

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Amended – SHFC AGM – 10 December 2020

# South Hobart Football Club Incorporated

## Constitution Known as “The Rules of the South Hobart Football Club”

### Rules of the South Hobart Football Club

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## 1. Name of Association

- (1) The name of the Association shall be the South Hobart Football Club Inc. hereinafter called "The Association".
- (2) The Association colours shall be red, blue and white.

## 2. Interpretation

- (1) In these rules, unless the context otherwise requires:
  - "accounting records"** has the same meaning as in the Act;
  - "Act"** means the *Associations Incorporation Act 1964*
  - "annual general meeting"** means an annual general meeting of the Association held under rule 11;
  - "Association"** means the association referred to rule 1;
  - "association"** has the same meaning as in the Act;
  - "auditor"** means the person appointed as auditor of the Association under rule 9;
  - "authorised deposit-taking institution"** means a body corporate that is an authorised deposit-taking institution for the purposes of the *Banking Act 1959 of the Commonwealth*;
  - "basic objects of the Association"** means the objects and purposes of the Association as stated in an application under section 7 of the Act for the incorporation of the Association;
  - "committee"** means the committee of management referred to in rule 21;
  - "financial year"** has the same meaning as in the Act;
  - "general meeting"** means:
    - (a) an annual general meeting; or
    - (b) a special general meeting;
  - "officer of the Association"** means a person elected as an officer of the Association at an annual general meeting or appointed an officer of the Association under rule 22 (5);
  - "ordinary business of an annual general meeting"** means the business specified in rule 11(5);
  - "ordinary committee member"** means a member of the committee other than an officer of the Association;
  - "special committee meeting"** means a meeting of the committee that is convened under rule 26(2) by the president or any 4 members of the committee;
  - "special general meeting"** means a meeting of the Association, other than an annual general meeting, convened under rule 12;
  - "special resolution"** has the same meaning as in the Act.
- (2) In these rules, expressions referring 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.

- (3) Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the *Acts Interpretation Act 1931* and the Act as in force on that date on which these rules are adopted for the Association.

### **3. Association's Office**

The Office of the Association shall be at the Wellesley Park Clubrooms, Wellesley Park, South Hobart or such other place as the Committee may from time to time determine.

### **4. Objects and Purposes of Association**

- (1) The objects and purposes of the Association are:
- (a) to encourage the playing of Association Football as recognised by the Federation Internationale de Football Association (FIFA);
  - (b) to enter Association Football teams comprised of members of the Association in any competition in which the Association may from time to time be affiliated; and
  - (c) to provide and maintain a clubhouse for the use of the members of the Association.
- (2) In addition to the basic objects of the Association, the objects and purposes of the Association shall be deemed to include:
- (a) the purchase, taking on a lease or in exchange, hire or other acquisition of any real or personal property necessary or convenient for any of the objects or purposes of the Association;
  - (b) the purchase, sale or supply of, or other dealing in, goods;
  - (c) the construction, maintenance or alteration of any building works necessary or convenient for any of the objects or purposes of the Association;
  - (d) the acceptance of any gift for any of the objects or purposes of the Association;
  - (e) the taking of any step the committee or the members of the Association at a general meeting determine expedient for the purpose of procuring contributions to the funds of the Association;
  - (f) the printing or publication of any newspaper, periodical, book, leaflet or other document the committee or the members of the Association at a general meeting determine desirable for the promotion of any of the objects or purposes of the Association;
  - (g) the borrowing and raising of money in any manner and on terms:
    - (i) the committee thinks fit; or
    - (ii) approved or directed by resolution passed at a general meeting;

- (h) subject to the provisions of the *Trustee Act 1898*, the investment, in any manner the committee determines, of any money of the Association not immediately required for any objects or purposes of the Association;
- (i) the making of a gift, subscription or donation to any of the funds, authorities or institutions to which section 78A of the *Income Tax Assessment Act 1936* of the Commonwealth relates;
- (j) the establishment and support, or aiding in the establishment or support, of associations, institutions, funds, trusts, schemes or conveniences calculated to benefit servants or past servants of the Association and their dependents, and the granting of pensions, allowances or other benefits to servants or past servants of the Association and their dependants, and the making of payments towards insurance in relation to any of those purposes;
- (k) the establishment and support, or aiding in the establishment or support, of any other association formed for any of the basic objects of the Association;
- (l) the purchase, or acquisition, and the undertaking of all or part of the property, assets, liabilities or engagements of any association with which the Association is amalgamated in accordance with the provisions of the Act and the rules of the Association; and
- (m) the doing of any lawful thing incidental or conducive to the attainment of the objects or purposes of the Association.

## **5. Membership of Association**

- (1) There shall be the following categories of membership of the Association:
  - (a) Honorary life membership; (b) Playing membership; (c) Non playing membership; (d) Junior membership; and (e) Social membership.
- (2) (a) Honorary life membership of the Association may be conferred by the committee on any person who is not a junior or playing member of the Association as a true and genuine reward for outstanding services rendered by that person to the Association. Such member shall have all the rights of a member of the Association in relation to meetings of the Association and the committee including the right to speak and vote at meetings and to stand for election. An honorary life member shall not be required to pay any membership subscription for that membership.
- (b) Playing membership of the Association is a member aged 16 years or over at the 1<sup>st</sup> January immediately preceding the date for application for membership of the Association and genuinely intends to play in soccer matches under the control of the Association. Such member shall have all the rights of a member of the Association in relation to meetings of the Association and the Committee including the right to speak and vote at meetings and to stand for election.

- (c) Non playing membership of the Association is a member who does not intend to play in soccer matches under the control of the Association but has all the rights of membership as described in the definition of Playing Membership.
  - (d) Junior membership of the Association is a member aged under 16 years as at the 1<sup>st</sup> January immediately preceding the date of application for membership of the Association. A junior member will not be entitled to vote at meetings of the Association and the Committee nor stand for election to the Committee or as an officer of the Association. A junior member must re- apply for membership once he or she has attained the age of 16 years.
  - (e) Social membership of the Association is a member who wishes to have access to the facilities and services of the Association as determined from time to time by the Committee but has no rights to vote or speak at meetings of the Association or the Committee nor stand for election to the Committee or as an officer of the Association.
- (3) The members of the Association at the time of incorporation of the Association shall continue as members of the Association in such one of the categories of membership as set out in rule 5(1) for which they qualify as they shall choose.
- (4) A person who is not a member of the Association at the time of incorporation of the Association shall not be admitted to the membership unless:
- (a) application is made as provided in sub-rule 5(5) of this rule; and
  - (b) admission is approved by the Committee.
- (5) (a) The committee will prescribe a written and /or on-line form for application for membership of the Association and this may include a requirement to pre-pay the annual membership subscription in rule 30.
- (b) As soon as possible after receipt of an application for membership the committee will review the application and either accept or reject the application at its absolute discretion. The discretion to accept or reject an application for membership includes an ability to accept or reject any application for renewal of membership made as a consequence of Rule 5(7)(b).
- (c) In the event the committee rejects an application for membership it will promptly notify the applicant in writing of the rejection and refund any annual subscription paid by the applicant in anticipation of his or her membership being accepted.
- (d) The committee is not required to give an unsuccessful applicant any reasons for its decision to reject his or her application for membership.
- (e) If the committee prescribes a written form for membership pursuant to Rule 5(5)(a) that must be lodged with the Secretary to bring to the attention of the committee.

- (f) Notwithstanding Rule 5.5(a) any committee member may nominate a person for Non Playing Membership at any committee meeting provided the nominated person has indicated a desire to become such a member and the committee may then accept the person as a Non Playing Member.
- (g) Once the committee has accepted an application for membership, this acceptance remains conditional upon the full payment of any annual membership subscription in Rule 30 and the Public Officer will then add the applicant's name to the register of members.

(6) A person:

- (a) becomes a member of the Association when his or her name is entered in the register of members; and has signed a written application in which they undertake to:
  - be bound by this Constitution and the By-Laws of the Club (including By-Laws specific to the relevant category of membership);
  - pay the fees and subscriptions determined to apply to the relevant membership category under clause 30. Annual Subscription; and
  - support the Club in the encouragement and promotion of the Objects.
- (b) ceases to be a member of the Association when his or her name is removed from the register of members.

(7) (a) In the case of an Honorary Life Member once this person has had his or her name entered on the register of members, the person shall, subject to Rules 5(9) and 32, remain a member.

(b) Subject to rule 5(11), in the case of Playing Members, Non Playing Members, Junior Members and Social Members, the period of membership shall be from the date of his or her being entered in the register of members and will end on the 31st March in the following year at which time he or she may re- apply for membership pursuant to Rule 5(5).

(8) In the event that any member fails to pay the annual subscription when such subscription is due, the Committee is entitled to remove that person's name from the register of members whereupon the person shall no longer be a member of the Association.

(9) A member of the Association may resign his or her membership by serving on the Public Officer a written notice of resignation whereupon the Public Officer is to remove the name of the member from the register of members although such removal does not relieve the retiring member from paying any outstanding subscriptions or monies due.



(10) Any right, privilege or obligation of a person as a member of the Association is not capable of being transferred to another person and terminates on the cessation of membership.

(11) In the event a Playing Member has not discharged his or her financial obligations to the Association by 31 January in any year, then:

(a) notwithstanding Rule 5(7)(b) the period of membership of that Playing Member will continue; and

(b) the Association will not grant that Playing Member with a clearance to another football club; until such time as the Playing Member has discharged his or her financial obligations to the Association.

(12) Members have no liability except as set out in clause 37.

## **6. Income and Property of Association**

(1) The income and property of the Association is to be applied solely towards the promotion of the objects and purposes of the Association.

(2) No portion of the income or property of the Association is to be paid or transferred to any member of the Association unless the payment or transfer is made in accordance with this rule.

(3) The Association may:

(a) pay a servant or member of the Association:

(i) remuneration in return for services rendered to the Association, or goods supplied to the Association, in the ordinary course of business of the servant or member; or

(ii) remuneration that constitutes reimbursement for out-of-pocket expenses incurred by the servant or member for any of objects or purposes of the Association; or

(iii) interest at a rate not exceeding 7.25% on money lent to the Association by the servant or member; or

(iv) a reasonable amount by way of rent for premises, or part of premises, let to the Association by the servant or member; and

(b) pay a member of the committee remuneration in return for carrying out the functions of a member of the committee; and

(c) pay a member of a subcommittee remuneration in return for carrying out the functions of a member of the subcommittee; and

- (d) if so requested by or on behalf of any other association, organisation or body, appoint or nominate a member of the Association to an officer in that other association, organisation or body.
- (4) Despite subrules (3)(a),(b) and (c), the Association is not to pay a person any amount under that subrule unless the Association or committee has first approved that payment.
- (5) Despite subrule (3)(d) the Association is not to appoint or nominate a member of the Association under that subrule to an office in respect of which remuneration is payable unless the Association or committee has first approved:
  - (a) that appointment or nomination; and
  - (b) the receipt of that remuneration by that member.

## **7. Accounts of Receipt and Expenditure**

- (1) True accounts are to be kept of the following:
  - (a) each receipt or payment of money by the Association and the matter in respect of which the money was received or paid; and
  - (b) each asset or liability of the Association.
- (2) The accounts may, at the discretion of the committee, be open to inspection by the members of the Association at any reasonable time, and in any reasonable manner, determined by the committee.
- (3) The treasurer of the Association is to keep all accounting books, and general records of receipt and payments, connected with the business of the Association in the form and manner the committee determines.
- (4) The accounts, books and records are to be kept at the Association's office or at any other place the committee determines.

## **8. Banking and Finance**

- (1) On behalf of the Association, the treasurer of the Association is to:
  - (a) receive any money paid to the Association; and
  - (b) immediately after receiving the money, issue an official receipt in respect of the money; and
  - (c) cause the money to be paid into the account opened under subrule (2) as soon as practicable after it is received.

- (2) The committee is to open with an authorised deposit-taking institution an account in the name of the Association.
- (3) The committee may:
  - (a) receive from an authorised deposit-taking institution a cheque drawn by the Association on any of the Association's accounts with the authorised deposit-taking institution; and
  - (b) release or indemnify the authorised deposit-taking institution from or against any claim, or action or other proceeding, arising directly or indirectly out of the drawing of that cheque.
- (4) Except with the authority of the committee a payment of an amount exceeding \$200.00 is not to be made from the funds of the Association otherwise than by cheque, electronic funds transfer or debit card on the Association's account.
- (5) The committee may provide the treasurer with an amount of money to meet urgent expenditure, subject to any conditions the committee may impose in relation to the expenditure.
- (6) A cheque is not to be drawn on the Association's account and an amount is not to be electronically transferred from the Association's account to another account at an authorised deposit-taking institution except for the purpose of making a payment that has been authorised by the committee.
- (7) A cheque, draft bill of exchange, promissory note or other negotiable instrument is to be:
  - (a) signed by the treasurer, or in the treasurer's absence, by any other member, or members, of the committee the committee nominates for that purpose; and
  - (b) countersigned by the public officer of the Association.
- (8) "An electronic transfer of an amount from the Association's account to another account at an authorised deposit-taking institution:
  - (a) may only be authorised by the Treasurer of the Association or, in the Treasurer's absence, by any other member, or members of the committee the committee nominates for that purpose; and
  - (b) may only be authorised by a person referred to in paragraph (a) if the authorisation has been approved by the public officer.

## **9. Auditor**

- (1) At each annual general meeting, the members of the Association present at the meeting are to appoint a person as the auditor of the Association.
- (2) If an auditor is not appointed at an annual general meeting under subrule (1), the committee is to appoint a person as the auditor of the Association as soon as practicable after the annual general meeting.
- (3) The auditor is to hold office until the next annual general meeting and is eligible for re-appointment.
- (4) The first auditor:
  - (a) may be appointed by the committee before the first annual general meeting; and
  - (b) if so appointed, holds office until the first annual general meeting unless earlier removed by a resolution of the members of the Association at a general meeting.
- (5) If the first auditor is appointed by the committee under subrule (4)(a) and is subsequently removed at a general meeting under subrule (4)(b), the members of the Association, at that general meeting, may appoint an auditor to hold office until the first annual general meeting.
- (6) Except as provided in subrule (4)(b), the auditor may be removed from office by special resolution.
- (7) If a casual vacancy occurs in the office of the auditor, the committee is to appoint a person to fill the vacancy until the next annual general meeting.

## **10. Audit of Accounts**

- (1) The auditor is to audit the financial affairs of the Association at least once in each financial year of the Association.
- (2) The auditor, after auditing the financial affairs of the Association for a particular financial year of the Association, is to:
  - (a) certify as to the correctness of the accounts of the Association; and
  - (b) at the next annual general meeting, provide a written report to the members of the Association present at that meeting;
- (3) In the report and in certifying to the accounts, the auditor is to:
  - (a) specify the information, if any, that he or she has required under subrule (5)(b)

- and obtained; and
  - (b) state whether, in his or her opinion, the accounts exhibit a true and correct view of the financial position of the Association according to the information at his or her disposal; and
  - (c) state whether the rules relating to the administration of the funds of the Association have been observed.
- (4) The public officer of the Association is to deliver to the auditor a list of all the accounting records, books and accounts of the Association.
- (5) The auditor may:
- (a) have access to the accounting records, books and accounts of the Association; and (b) require from any servant of the Association any information the auditor considers necessary for the performance of his or her duties; and
  - (c) employ any person to assist in auditing the financial affairs of the Association; and
  - (d) examine any member of the committee, or any servant of the Association, in relation to the accounting records, books and accounts of the Association.

## **11. Annual General Meeting**

- (1) The Association is to hold an annual general meeting each year.
- (2) An annual general meeting is to be held on any day (being not later than 3 months after the end of the financial year of the Association) the committee determines.
- (3) The financial year of the Association is the period commencing on the 1<sup>st</sup> day of November in each year ending on the 31<sup>st</sup> October the next following.
- (4) An annual general meeting is to be in addition to any other general meeting that may be held in the same year.
- (5) The notice convening the annual general meeting is to specify the purpose of the meeting.
- (6) The ordinary business of an annual general meeting is to be as follows:
- (a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting; and
  - (b) to receive from the committee, auditor and servants of the Association reports on the transactions of the Association during the last financial year of the Association;

- (c) to elect the officers of the Association and the ordinary committee members;
- (d) to appoint the auditor and determine his or her remuneration; and
- (e) to determine the remuneration of servants of the Association.

(7) An annual general meeting may transact special business of which notice is given in accordance with rule 13.

## **12. Special General Meetings**

(1) The committee may convene a special general meeting of the Association at any time.

(2) The committee, on the requisition in writing of at least 10 members of the Association, is to convene a special general meeting of the Association.

(3) A requisition for a special general meeting:

- (a) is to state the objects of the meeting; and
- (b) is to be signed by each of the requisitionists; and
- (c) is to be deposited at the office of the Association; and
- (d) may consist of several documents, each signed by one or more of the requisitionists.

(4) If the committee does not cause a special general meeting to be held within 21 days after the day on which the requisition is deposited at the office of the Association, any one or more of the requisitionists may convene the meeting within 3 months after the day of the deposit of the requisition.

(5) A special general meeting convened by requisitionists is to be convened in the same manner, as nearly as practicable, as the manner in which a special general meeting would be convened by the committee.

(6) All reasonable expenses incurred by the requisitionists in convening a special general meeting are to be refunded by the Association.

## **13. Notices of General Meetings**

(a) Notice of a General Meeting of Members must be given:

- (i) to all Members entitled to attend the General Meeting, the Directors and the auditor of the Club;
- (ii) in accordance with clause 31 and the Act.

- (b) At least 30 days prior to the proposed date of the AGM, the Board will request from Members notices of motions, which must be received no less than 21 days prior to the AGM.
- (c) At least 14 days' notice of the time and place of a General Meeting must be given, together with:
  - (i) all information required to be included in accordance with the Act;
  - (ii) in the case of a proposed Special Resolution, the intention to propose the Special Resolution and the terms of the proposed Special Resolution;
  - (iii) where applicable, any notice of motion received from any Member or Director;
  - (iv) where applicable, a list of all nominations received for positions to be elected at the relevant General Meeting.

## **14. Business and Quorum at General Meetings**

- (1) All business transacted at a general meeting, other than ordinary business conducted at an annual general meeting, is special business. No business other than that stated in the notice of meeting may be transacted at a General Meeting.
- (2) Business is not to be transacted at a general meeting unless a quorum of members of the Association entitled to vote is present at the time the meeting considers that business.
- (3) A quorum for the transaction of the business of a general meeting is 12 members of the Association entitled to vote.
- (4) If a quorum is not present within one hour after the time appointed for the commencement of a general meeting, the meeting:
  - (a) if convened on the requisition of members of the Association, is dissolved; or
  - (b) if convened by the committee, 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 chairperson:
      - (A) at the time of the adjournment; or
      - (B) by notice in a manner determined by the chairperson.
- (4) 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. Chairperson at General Meetings**

At each general meeting of the Association, the chairperson is to be

- (a) the president; or
- (b) in the absence of the president, the vice president; or
- (c) in the absence of the president and the vice president, a member of the Association elected to preside as chairperson by the members of the Association present and entitled to vote at the general meeting.

## **16. Adjournment of General Meetings**

- (1) The chairperson of a general meeting at which a quorum is present may adjourn the meeting at his/her discretion, 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.
- (2) 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.
- (3) 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.

## **17. Determination of Questions Arising at General Meetings**

- (1) A question arising at a general meeting of the Association is to be determined on a show of hands.
- (2) A declaration by the chairperson that a resolution has, on a show of hands, been lost or carried, or carried unanimously or carried by a particular majority, together with an entry to that effect in the minute book of the Association, is evidence of that fact unless a poll is demanded on or before that declaration.

## **18. Votes**

- (1) On any question arising in a general meeting of the Association a member of the Association that is entitled to vote (including the chairperson) has one vote only.
- (2) All votes are to be given personally.
- (3) Despite subrule (1), in the case of an equality of votes, the chairperson has a second or casting vote.



## **19. Taking a Poll**

If at a general meeting a poll on any question is demanded:

- (a) the poll is to be taken at that meeting in the manner the chairperson determines; and
- (b) the result of the poll is taken to be the resolution of the meeting on that question.

## **20. When Poll to be Taken**

- (1) A poll that is demanded on the election of a chairperson, or on a question of adjournment, is to be taken immediately.
- (2) A poll that is demanded on any other question is to be taken at any time before the close of the meeting as the chairperson determines.

## **21. Affairs of Association to be Managed by a Committee**

- (1) The affairs of the Association are to be managed by a committee of management constituted as provided in rule 23.
- (2) The committee:
  - (a) is to control and manage the business and affairs of the Association; and
  - (b) may exercise all the powers and perform all the functions of the Association, other than those powers and functions that are required by these rules to be exercised and performed by members of the Association at a general meeting; and
  - (c) has power to do anything that appears to the committee to be essential for the proper management of the business and affairs of the Association.

## **22. Officers of the Association**

- (1) The officers of the Association are as follows:
  - (a) president
  - (b) one vice-president;
  - (c) one treasurer;
  - (d) one secretary.
- (2) Rules 24(2),(3) and (4) applies, with all necessary modifications, to the election of persons to any of the offices referred to in subrule (1).
- (3) Each officer of the Association is to hold office until the end of the next annual general meeting after that at which he or she is elected and is eligible for re-election.

(4) If a casual vacancy in an office referred to in subrule (1) occurs, the committee may appoint one of its members to fill the vacancy until the next annual general meeting after the appointment.

(5) If an office referred to in subrule (1) is not filled at an annual general meeting, there is taken to be a casual vacancy.

## **23. Constitution of the Committee**

(1) The committee consists of:

- (a) the officers of the Association; and
- (b) up to a maximum of 9 other members elected at the annual general meeting.

(2) Subject to the ordinary committee member remaining a member of the Association, an ordinary committee member is to hold office until the second next annual general meeting after that annual general meeting at which he or she is elected and is eligible for re-election with not less than 40 per cent of the Committee members at the date of the meeting of the Association at which this amendment to the rules has been passed being required to seek re-election to the intent that at any annual general meeting only four or five ordinary Committee members will be required to stand for re-election.

(3) If a casual vacancy occurs in the office of ordinary committee member, the committee may appoint a member of the Association to fill the vacancy until the next annual general meeting after the appointment.

## **24. Election of Numbers of Committee**

(1) A nomination of a candidate for election as an officer of the Association, or as an ordinary committee member, is to be:

- (a) made in writing, signed by 2 members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the nomination); and
- (b) delivered to the public officer of the Association at least 10 days before the day on which the annual general meeting is to be held.

(2) If insufficient nominations are received to fill all vacancies on the committee:

- (a) the candidates nominated are taken to be elected; and
- (b) further nominations are to be received at the annual general meeting.

- (3) If the number of nominations received is equal to the number of vacancies on the committee to be filled, the persons nominated are taken to be elected.
- (4) If the number of nominations received exceeds the number of vacancies on the committee to be filled, a ballot is held.
- (5) If the number of further nominations received at the annual general meeting exceeds the number of vacancies on the committee to be filled, a ballot is to be held in relation to those further nominations.
- (6) The ballot for the election of officers and ordinary committee members is to be conducted at the annual general meeting in the manner determined by the committee.

## **25. Vacation of Office**

For the purposes of these rules, the office of an officer of the Association, or of an ordinary committee member, becomes casually vacant if the officer or committee member:

- (a) dies; or
- (b) becomes a 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
- (c) becomes a represented person within the meaning of the *Guardianship and Administration Act 1995*; or
- (d) resigns office in writing addressed to the committee; or
- (e) ceases to be ordinarily resident in Tasmania; or
- (f) is absent from 3 consecutive meetings of the committee without the permission of the other members of the committee; or
- (g) ceases to be a member of the Association; or
- (h) fails to pay arrears of subscription within 14 days after receiving a notice in writing signed by the public officer of the Association stating that the officer or committee member has ceased to be a financial member of the Association.

## **26. Meetings of the Committee**

- (1) The committee is to meet at least four (4) times per year at any place and time the committee determines.
- (2) A meeting of the committee, other than a meeting referred to in subrule (1), may be

convened by the President or any 4 of the members of the committee.

- (3) Written notice of any special committee meeting is to be served on members of the committee and is to specify the general nature of the business to be transacted,
- (4) A special committee meeting may only transact business of which notice is given in accordance with subrule (3).
- (5) A quorum for the transaction of the business of a meeting of the committee is 6 members of the committee.
- (6) Business is not to be transacted at a meeting of the committee unless a quorum is present.
- (7) If a quorum is not present within half an hour after the time appointed for the commencement of:
  - (a) a meeting of the committee (other than a special committee meeting), the meeting is to be adjourned to the same day in the next week at the same time and at the same place, or
  - (b) a special committee meeting, the meeting is dissolved.
- (8) At each meeting of the committee, the chairperson is to be:
  - (a) the president; or
  - (b) in the absence of the president, the vice president; or
  - (c) in the absence of the president and the vice president, a member of the committee elected to preside as chairperson by the members of the committee present.
- (9) Any question arising at a meeting of the committee is to be determined:
  - (a) on a show of hands; or
  - (b) if demanded by a member, by a poll taken at that meeting in the manner the chairperson determines.
- (10) On any question arising at a meeting of the committee, a member of the committee (including the chairperson) has one vote only.
- (11) Despite subrule (10), in the case of an equality of votes, the chairperson has a second or casting vote.
- (12) Written notice of each committee meeting is to be served on each of the committee

by:

- (a) giving it to the member during normal business hours before the day on which the meeting is to be held; or
- (b) leaving it, during business hours the day before the meeting is to be held, at the member's postal or residential address or place or address of business or employment last known to the server of the notice; or
- (c) sending it by post to the person's postal or residential address or address of business or employment last known to the server of the notice in sufficient time for it to be delivered to that address in the ordinary course of post before the day on which the meeting is to be held; or
- (d) faxing it to the member's fax number; or
- (e) emailing it to the member's email address.

(13) The chairperson of a committee meeting at which a quorum is present may adjourn the meeting at his/her discretion.

(14) The committee is not bound by natural justice or the laws of evidence and can make any decisions at its absolute discretion, except as provided for in these Rules, including taking into consideration hearsay.

(15) Members may only inspect the minutes, financial reports (other than the written report of the auditor provided pursuant to Rule 10(2)(b)) and other records of the committee or a subcommittee at the discretion of the committee subject to confidentiality, privacy laws and any other laws.

## **27. Disclosure of Interests**

(1) If a member of the committee or a member of a subcommittee has a direct or indirect pecuniary interest in a matter being considered, or about to be considered, by the committee or the subcommittee 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.

(2) If at a meeting of the committee or subcommittee a member of the committee or subcommittee votes in respect of any matter in which the member has a direct or indirect pecuniary interest, the vote is not to be counted.

## **28. Subcommittees**

(1) The committee may:

- (a) appoint a subcommittee from the committee; and
  - (b) prescribe the powers and functions of that subcommittee.
- (2) The committee may co-opt any person as a member of a subcommittee without voting rights, whether or not the person is a member of the Association.
- (3) A quorum for the transaction for the business of a meeting of a subcommittee is 3 appointed members entitled to vote.
- (4) The public officer of the Association is to convene meetings of a subcommittee.
- (5) Any question arising at a subcommittee is to be determined:
- (a) on a show of hands; or
  - (b) if demanded by a member, by a poll taken at that meeting in the manner the chairperson determines.
- (6) On any question arising at a meeting of a subcommittee, a member of the subcommittee (including the chairperson) has one vote only.
- (7) Written notice of each subcommittee meeting is to be served on each member of the subcommittee by:
- (a) giving it to the member during normal business hours before the day on which the meeting is to be held; or
  - (b) leaving it, during business hours the day before the meeting is to be held, at the member's postal or residential address or place or address of business or employment last known to the server of the notice; or
  - (c) sending it by post to the person's postal or residential address or address of business or employment last known to the server of the notice in sufficient time for it to be delivered to that address in the ordinary course of post before the day on which the meeting is to be held; or
  - (d) faxing it to the member's fax number; or
  - (e) emailing it to the member's email address.

## **29. Executive Committee**

- (1) The President and a minimum of any two of either the vice-president, the treasurer or the secretary may constitute the executive committee.
- (2) During the period between meetings of the Committee the executive committee may issue instructions to the public officer and servants of the Association in matters of

urgency connected with the management of the affairs of the Association provided that such instructions do not involve making financial commitments on behalf of the Association.

- (3) The executive committee is to report on any instructions issued under subrule (2) to the next meeting of the committee.

### **30. Annual Subscription**

The annual subscription payable by members shall be referable to the class of membership and shall be set by the committee at its first meeting immediately following the commencement of the financial year. The annual subscription of a member shall be payable in the manner and at the time specified by the committee but notwithstanding anything herein contained a member who has not paid their annual subscription by the date of the annual general meeting will not be entitled to vote at that annual general meeting.

### **31. Service of Notices and Requisitions**

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

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

### **32. Expulsion of Members**

- (1) The committee may expel a member of the Association, if in the opinion of the committee, the member is guilty of conduct detrimental to the interests of the Association.
- (2) The expulsion of a member under subrule (1) does not take effect until the later of the following:
  - (a) the fourteenth day after the day on which notice is served on the member under subrule (3); or
  - (b) if the member exercises his or her right of appeal under this rule, the conclusion of the special general meeting convened to hear that appeal.

- (3) If the committee expels a member from the Association, the public officer of the Association, without delay, is to cause to be served on the member a notice in writing:
  - (a) stating that the committee has expelled the member; and
  - (b) specifying the grounds for the expulsion; and
  - (c) informing the member of the right to appeal against the expulsion under rule 33.

### **33. Appeal Against Expulsion**

- (1) A member may appeal against an expulsion under rule 32 by serving on the public officer of the Association, within 14 days after the service of a notice under rule 32(3), a requisition in writing demanding the convening of a special general meeting for the purpose of hearing the appeal.
- (2) On receipt of a requisition, the public officer is to immediately notify the committee of the receipt.
- (3) The committee is to cause a special general meeting to be held within 21 days after the day on which the requisition is received.
- (4) At a special general meeting convened for the purpose of hearing an appeal under this rule:
  - (a) no business other than the question of the expulsion is to be transacted; and
  - (b) the committee may place before the meeting details of the grounds of the expulsion and the committee's reasons for the expulsion; and
  - (c) the expelled member must be given an opportunity to be heard; and
  - (d) the members of the Association who are present are to vote by secret ballot on the question of whether the expulsion should be lifted or confirmed.
- (5) If at the special general meeting a majority of the members present vote in favour of the lifting of the expulsion:
  - (a) the expulsion is lifted; and
  - (b) the expelled member is entitled to continue as a member of the Association.
- (6) If at the special general meeting a majority of the members present vote in favour of the confirmation of the expulsion:
  - (a) the expulsion takes effect; and
  - (b) the expelled member ceases to be a member of the Association.



## **34. Disputes**

- (1) A dispute between a member of the Association, in the capacity as a member, and the Association is to be determined by arbitration in accordance with the provisions of the *Commercial Arbitration Act 1986*.
- (2) This rule does not affect the operation of rule 33.

## **35. Seal of Association**

- (1) The seal of the Association is to be in the form of a rubber stamp inscribed with the name of the Association encircling the word "Seal".
- (2) The seal is not to be affixed to any instrument except by the authority of the committee.
- (3) The affixing of the seal is to be attested by the signatures of:
  - (a) two members of the committee; or
  - (b) one member of the committee and the public officer of the Association or any other person the committee may appoint for that purpose.
- (4) If a sealed instrument has been attested under subrule (3), it is presumed, unless the contrary is shown, that the seal was affixed to that instrument by the authority of the committee.
- (5) The seal is to remain in the custody of the public officer of the Association.

## **37. Winding up**

- (1) Winding up  
The Club may only be wound up by Special Resolution and/or otherwise in accordance with the Act.
- (2) Contributions of Members on winding up
  - (a) Each Adult Member must contribute to the Club's property if the Club is wound up while they are a Member or within one year after their membership ceases.
  - (b) The contribution is for:
    - (i) payment of the Club's debts and liabilities contracted before their membership ceased;
    - (ii) the costs of winding up; and
    - (iii) adjustment of the rights of the contributories among themselves; and the

amount is not to exceed \$1.00.

(c) No other Member must contribute to the Club's property if the Club is wound up.

(3) Excess property on winding up

(a) If on the winding up or dissolution of the Club, and after satisfaction of all its debts and liabilities, any property remains, that property must be given or transferred to another body or bodies:

(i) having objects similar to those of the Club; and

(ii) whose constitution prohibits (or each of whose constitutions prohibit) the distribution of its or their income and property among its or their members to an extent at least as great as is imposed under this Constitution.

(b) That body is, or those bodies are, to be determined by the Members at or before the time of dissolution or, failing that determination, by a judge who has or acquires jurisdiction in the matter.