

COFFS HARBOUR BRIDGE CLUB INC.

Registration No: Y2006948

OBJECTS AND RULES

COFFS HARBOUR BRIDGE CLUB INC. Objects and Rules

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COFFS HARBOUR BRIDGE CLUB INC.

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STATEMENT OF OBJECTS

The objects of the Coffs Harbour Bridge Club Inc are:

- To promote Bridge in the Coffs Harbour area through teaching, supervised play, seminars and information days.
- To foster good friendship and fellowship amongst bridge players
- To provide support (including financial support) for the Coffs Harbour Bridge Super Congress Inc.
- To support charitable or benevolent local, national or international appeals, funds or organisations.
- To develop members to become bridge directors and teachers.

RULES

PART 1 - PRELIMINARY

1 Definitions

(1) In these rules:

"**director general**" means the Director-General of the Department of Fair Trading.

"**ordinary committee member**" means a member of the committee who is not an office-bearer of the Association, as referred to in rule 14 (2);

"**secretary**" means:

- (a) the person holding office under these rules as secretary of the Association; or
- (b) if no such person holds that office - the public officer of the Association;

"**special general meeting**" means a general meeting of the Association other than an annual general meeting;

"**the Act**" means the Association Incorporation Act 2009;

"**the Regulation**" means the Associations Incorporation Regulation 2010.

(2) In these rules:

- (a) a reference to a function includes a reference to a power, authority and duty; and
- (b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty

(3) the provisions of the Interpretation Act 1987 apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

PART 2 - MEMBERSHIP

2 Membership Qualifications

(1) A person is eligible to be a member of the association if:

- (a) the person is a natural person, and
- (b) the person has been nominated and approved for membership of the association in accordance with clause 3.

(2) A person is taken to be a member of the association if:

- (a) the person is a natural person, and
- (b) the person was:

- (i) in the case of an unincorporated body that is registered as the association - a member of that unincorporated body immediately before the registration of the association, or
 - (ii) in the case of an association that is amalgamated to form the relevant association - a member of that other association immediately before the amalgamation, or
 - (iii) in the case of a registrable corporation that is registered as an association - a member of the registrable corporation immediately before that entity was registered as an association.
- (3) A person is taken to be a member of the association if the person was one of the individuals on whose behalf an application for registration of the association under section 6 (1) (a) of the Act was made.

2A Classes of Members

The Association shall have four classes of members as follows:

- (i) Ordinary members – **see (a)**
- (ii) Life members – **see (b)**
- (iii) Honorary members – **see (c)**

(a) An Ordinary Member is a member admitted to membership pursuant to Rule 3 who has chosen to register with the Australian Bridge Federation (ABF).

(b) A Life Member is an ordinary member who has rendered outstanding service to the Association and who has been granted life membership by resolution of the Association in general meeting made pursuant to a recommendation of the Committee. A Life Member and shall enjoy all the rights of and be subject to all the obligations of ordinary members except that such a member shall be exempt from the payment of the annual subscription fees.

The following conditions shall be observed in the election of a Life Member of the Association –

- (i) The number of Life Members shall not exceed seven at any one time
- (ii) A person is not eligible for nomination as a Life Member while serving on the Association's committee
- (iii) Nominations shall be made by giving to the Secretary a notice of nomination listing the outstanding services rendered by the nominee and signed by at least two ordinary members of the Association
- (iv) Such nomination shall be presented to the Committee who may resolve by majority of not less than three fourths of the committee members present and voting, to accept the nomination.
- (v) The voting of the committee shall be by ballot if so requested by any member of the committee.
- (vi) If the committee accepts the nomination, then the nominee will be asked to consent to the nomination. If consent is given, the nomination shall be presented to the members of the Association at the next Annual General Meeting.

(c) An Honorary Member is a person not being an ordinary or life member elected to honorary membership by the committee. The name of an honorary member shall not be entered into the register of members of the Association.

During the term of membership an honorary member may enjoy the rights of Membership of the Association and shall be subject to rules of the Association excluding any obligation to pay subscriptions and any liability pursuant to Rule 9.

3 Nomination for Membership

- (1) A nomination of a person for membership of the Association:
 - (a) must be made by a member of the Association in writing in the form set out in Appendix 1 to these rules; and
 - (b) must be lodged with the secretary of the Association.
- (2) As soon as practicable after receiving a nomination for membership, the secretary must refer the nomination to the committee which is to determine whether to approve or to reject the nomination.
- (3) As soon as practicable after the committee makes that determination, the secretary must:

- (a) notify the nominee in writing that the committee approved or rejected the nomination (whichever is applicable), and
 - (b) if the committee approved the nomination, request the nominee to pay (within the period of 28 days after receipt by the nominee of the notification) the sum payable under these rules by a member as entrance fee and annual subscription.
- (4) The secretary must, on payment by the nominee of the amounts referred to in rule 3(b) within the period referred to in that provision, enter the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the Association.

4 Cessation of Membership

A person ceases to be a member of the Association if the person:

- (a) dies; or
- (b) resigns membership; .or
- (c) is expelled from the Association; or
- (d) fails to pay the annual membership fee under rule 8 (2) within 3 months after the fee is due.

5 Membership Entitlements not Transferable

A right, privilege or obligation which a person has by reason of being a member of the Association;

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates on cessation of the person's membership.

6 Resignation of Membership

- (1) A member of the Association is not entitled to resign that membership except in accordance with this rule.
- (2) A member of the Association who has paid all amounts payable by the member to the Association in respect of the member's membership may resign from membership of the Association by first giving to the secretary written notice of at least one month (or such other period as the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- (3) If a member of the Association ceases to be a member under clause (2), and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

7 Register of Members

- (1) The public officer of the association must establish and maintain a register of members of the association specifying the name and postal or residential address of each person who is a member of the association together with the date on which the person became a member, and their current class of membership.
- (2) The register of members must be kept in New South Wales:
 - (a) at the main premises of the association, or
 - (b) if the association has no premises, at the association's official address.
- (3) The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.
- (4) A member of the association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
- (5) If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection.
- (6) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
 - (a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or
 - (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

8 Fees and Subscriptions

- (1) A member of the association must, on admission to membership, pay to the association a fee of \$1 or, if some other amount is determined by the committee, that other amount.
- (2) In addition to any amount payable by the member under subclause (1), a member of the association must pay to the association an annual membership fee of \$2 or, if some other amount is determined by the committee, that other amount:
 - (a) except as provided by paragraph (b), before 1 October in each calendar year, or
 - (b) if the member becomes a member on or after 1 October in any calendar year - on becoming a member and before 1 October in each succeeding calendar year.

9 Members' Liabilities

The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by rule 8.

10 Resolution of Internal Disputes

- (1) Disputes between members (in their capacity as members) of the Association, and disputes between members and the Association, are to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act 1983.
- (2) At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.
- (3) If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.
- (4) The *Commercial Arbitration Act 1984* applies to any such dispute referred to arbitration.

11 Disciplining of Members

- (1) A complaint may be made by any member of the Association that some other member of the Association:
 - (a) has persistently refused or neglected to comply with a provision or provisions of these rules; or
 - (b) has persistently and wilfully acted in a manner prejudicial of the interests of the Association.
- (2) On receiving such a complaint, the committee may:-
 - (a) refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature; or
 - (b) issue a warning orally or in writing, to advise the alleged offender that continuation of their alleged behaviour may result in disciplinary proceedings, or
 - (c) commence disciplinary proceedings.
- (3) If the committee decides to commence disciplinary proceedings, the committee
 - (d) must cause notice of the complaint to be served on the member concerned; and
 - (e) must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint; and
 - (f) must take into consideration any submissions made by the member in connection with the complaint.
- (4) The committee may, by resolution, expel the member from the Association or suspend the member from membership of the Association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted under the circumstances.
- (5) If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under rule 12.
- (6) The expulsion or suspension does not take effect:

- (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned; or
- (b) if within that period the member exercises the right of appeal, unless and until the Association confirms the resolution under rule 12 (5), whichever is the later.

12 Right of Appeal of Disciplined Member

- (1) A member may appeal to the Association in general meeting against a resolution of the committee under rule 11, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a member under sub-clause (1), the secretary must notify the committee which is to convene a general meeting of the Association to be held within 28 days after the date on which the secretary received the notice.
- (4) At a general meeting of the Association convened under sub-clause (3):
 - (a) no business other than the question of the appeal is to be transacted; and
 - (b) the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both; and
 - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) The appeal is to be determined by a simple majority of votes cast by members of the association.
- (6) If at the general meeting the Association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART 3 - THE COMMITTEE

13 Powers of the Committee

The committee is to be called the committee of management of the Association and, subject to the Act, the Regulation and these rules and to any resolution passed by the Association in general meeting:

- (a) is to control and manage the affairs of the Association; and
- (b) may exercise all such functions as may be exercised by the Association, other than those functions that are required by these rules to be exercised by a general meeting of members of the Association; and
- (c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the Association.
- (d)

13A Committee to appoint members of the Committee of the Coffs Harbour Bridge Super Congress Inc.

In each year and as soon as practicable after the conclusion of the annual general meeting, the Committee shall, in accord with the rules of the Coffs Harbour Bridge Super Congress Inc, appoint the members of the Committee of that Association having first declared all position on that committee vacant. The members of the Committee so appointed shall take office as provided by the rules of that Association.

14 Constitution and Membership

- (1) The committee is to consist of:
 - (a) the office-bearers of the Association; and
 - (b) 5 ordinary committee members,
 each of whom must be ordinary members of the Association and who shall be elected at the annual general meeting of the Association under rule 15.

- (2) The office-bearers of the Association are to be:
 - (a) the president;
 - (b) the immediate past president;
 - (c) the vice-president;
 - (d) the treasurer;
 - (e) the secretary; and
 - (f) the senior director
- (3) A committee member may hold up to 2 offices (other than both the president and vice-president offices).
- (4) Each member of the committee is, subject to these rules, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election, recognizing that a retiring president may hold the office of immediate past president for a period until the conclusion of the next ensuing annual general meeting. Election to any other office shall preclude that person from the office of immediate past president.
- (5) In the event of a casual vacancy (other than that of immediate past president) occurring in the membership of the committee, the committee may appoint an ordinary member of the Association to fill the vacancy and the member so appointed is to hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.

15 Election of Members

- (1) Candidates for election to the committee as office-bearers of the Association or as ordinary members of the committee must be ordinary members of the Association, and such nomination:
 - (a) must be made in writing, signed by 2 ordinary members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and
 - (b) must be delivered to the secretary of the Association by a date as shall be determined by the committee, but not later than ~~at least~~ 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations of ordinary members of the Association by ordinary members of the Association are to be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) The ballot for the election of office-bearers and ordinary members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.
- (7) If the president has held that position continuously for the current and two previous years, he/she may nominate for a further year only with the agreement of at least seven members of the existing committee. Such agreement may be determined at an ordinary committee meeting by secret ballot.

16 Secretary

- (1) The secretary of the Association must, as soon as practicable after being appointed as secretary, lodge notice with the Association of his or her address.
- (2) It is the duty of the secretary to keep minutes of:
 - (a) all appointments of the office-bearers and members of the committee;
 - (b) the names of members of the committee present at a committee meeting or a general meeting; and
 - (c) all proceedings at committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

- (4) Unless the Committee so resolves to the contrary, the Secretary of the Association, during his or her term of office shall be the Public Officer of the Association.

17 Treasurer

It is the duty of the treasurer of the Association to ensure:

- (a) that all money due to the Association is collected and received and that all payments authorised by the Association are made; and
- (b) that correct books and accounts are kept showing the financial affairs of the Association, including full details of all receipts and expenditure connected with the activities of the Association.

18 Casual Vacancies

For the purpose of these rules, a casual vacancy in the office of a member of the committee occurs if the member:

- (a) dies; or
- (b) ceases to be an ordinary member of the Association; or
- (c) becomes an insolvent under administration within the meaning of the Corporations Act 2001; or
- (d) resigns office by notice in writing given to the secretary; or
- (e) is removed from office under rule 19; or
- (f) becomes a mentally incapacitated person; or
- (g) is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.
- (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
- (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the Corporations Act 2001 of the Commonwealth.

19 Removal of Committee Member

- (1) The Association in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the Association, the secretary or the president may send a copy of the representations to each member of the Association, or if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

20 Meetings and Quorum

- (1) The committee must meet at least 3 times in each period of 12 months at such place and time as the committee may determine.
- (2) Additional meetings of the committee may be convened by the president or by any member of the committee.
- (3) Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under clause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any 5 members including 2 office-bearers of the committee constitutes a quorum for transaction of business at a meeting of the committee.

- (6) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the committee:
 - (a) the president or, in the president's absence, the vice-president is to preside; or
 - (b) if the president and the vice-president are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

21 Delegation by Committee to Sub-Committee

- (1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such ordinary member or ordinary members of the Association as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:
 - (a) this power of delegation; and
 - (b) a function which is a duty imposed on the committee by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Despite any delegation under this rule, the committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn as it thinks proper.

22 Voting and Decisions

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to rule 20 (5), the committee may act despite any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or subcommittee.

PART 4 - GENERAL MEETINGS

23 Annual General Meetings - Holding of

- (1) With the exception of the first annual general meeting of the Association, the Association must, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the Association, convene an annual general meeting of its members.
- (2) The Association must hold its first annual general meeting:
 - (a) within the period of 18 months after its incorporation under the Act; and
 - (b) within the period of 6 months after the expiration of the first financial year of the Association.
- (3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Commissioner under section 26 (3) of the Act.

24 Annual General Meeting - Calling of and Business at

- (1) The annual general meeting of the Association is, subject to the Act and to rule 23, to be convened on such date and at such place and time as the committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;
 - (b) to receive from the committee reports on the activities of the Association during the last preceding financial year;
 - (c) to receive and consider Financial Statements for the last preceding financial year, and the auditors report;
 - (d) to receive and consider the statement which is required to be submitted to members under section 26 (6) of the Act.
 - (e) to elect office-bearers of the Association and ordinary members of the committee, and to appoint an Auditor for the ensuing year.
- (3) An annual general meeting must be specified as such in the notice convening it.

25 Special General Meeting - Calling of

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (2) The committee must, on the requisition in writing of at least 5 per cent of the total number of ordinary members, convene a special general meeting of the Association.
- (3) A requisition of ordinary members for a special general meeting:
 - (a) must state the purpose or purposes of the meeting; and
 - (b) must be signed by the members making the requisition; and
 - (c) must be lodged with the secretary; and
 - (d) may consist of several documents in a similar form, each signed by one or more of the ordinary members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of ordinary members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by a member or members as referred to in clause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any ordinary member who consequently incurs expense is entitled to be reimbursed by the Association for any expense so incurred.

26 Notice

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under clause (1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under rule 24 (2).
- (4) An ordinary member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

27 Procedure Quorum for General Meetings

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Fifteen members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - (a) if convened on the requisition of members, is to be dissolved; and
 - (b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 10) is to constitute a quorum.

28 Presiding Member

- (1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the Association.
- (2) If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

29 Adjournment

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, 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 general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the Association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in clauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

30 Making of Decisions

- (1) A question arising at a general meeting of the association is to be determined by either:
 - (a) a show of hands, or
 - (b) if on the motion of the chairperson or if 5 or more ordinary members present at the meeting decide that the question should be determined by a written ballot—a written ballot.
- (2) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

31 Special Resolution

A special resolution may only be passed by the association in accordance with section 39 of the Act.

32 Voting

- (1) On any question arising at a general meeting of the Association an ordinary member (not being an honorary member) has one vote only.

- (2) All votes must be given personally or by proxy but no member (other than the chairperson as such) may hold more than 5 proxies.
- (3) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member or proxy is not entitled to vote at any general meeting of the Association unless all money due and payable by the member or proxy to the Association has been paid, other than the amount of the annual subscription payable in respect of the then current year.
- (5) A member is not entitled to vote at any general meeting of the Association if the member is under 18 years of age.

33 Appointment of Proxies

- (1) Each member is to be entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy is to be in the form set out in Appendix 2 to these rules.

33A Postal Ballots

- (1) The association may hold a postal ballot to determine any issue or proposal (other than an appeal under clause 12).
- (2) A postal ballot is to be conducted in accordance with Schedule 3 to the Regulation.

PART 5 - FINANCIAL

34 Funds - Source

- (1) The funds of the Association are to be derived from entrance fees and annual subscriptions of member, donations and, subject to any resolution passed by the Association in general meeting, such other sources as the committee determines.
- (2) All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank account.
- (3) The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

35 Funds – Management

- (1) Subject to any resolution passed by the Association in general meeting, the funds of the Association are to be used in pursuance of the objects of the Association in such manner as the committee determines. Contributions to charitable or benevolent appeals, funds or organisations shall not exceed five thousand dollars in any one financial year in the absence of a prior approval given by the members in general meeting.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the committee or employees of the Association, being members or employees authorised to do so by the committee.

36 Financial Year

The financial year of the Association shall be from 1 October through 30 September of the subsequent year.

37 Audit

The accounts of the Association and its statutory records are to be audited each financial year, and the auditor's report is to be presented to the Annual General Meeting. The audit shall be conducted by a professionally qualified auditor in accord with the generally accepted practices for audits of small corporations.

The auditor shall be appointed by the members in Annual General Meeting for the financial year specified in the appointment; and may be reappointed at a subsequent annual general meeting.

Any vacancy in the appointment of the auditor may be filled by resolution of the committee.

PART 6 - MISCELLANEOUS

38 Insurance

The Association may effect and maintain insurance.

39 Alteration of Objects and Rules

The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the Association. An application to the Director-General for registration of a change in the association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

40 Common Seal

- (1) The common seal of the Association must be kept in the custody of the public officer.
- (2) The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of 2 members of the committee or of 1 member of the committee and of the public officer or secretary.

41 Custody Of Books

Except as otherwise provided by these rules, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the Association.

42 Inspection of Books

- (1) The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:
 - (a) records, books and other financial documents of the association,
 - (b) this constitution,
 - (c) minutes of all committee meetings and general meetings of the association.
- (2) A member of the association may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee of not more than \$1 for each page copied.

43 Service of Notices

- (1) For the purpose of these rules, a notice may be served on or given to a person:
 - (a) by delivering it to the person personally, or
 - (b) by sending it by pre-paid post to the address of the person, or
 - (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for the giving or serving the notice.
- (2) For the purpose of these rules a notice is taken, unless the contrary is proved, to have been given or served:
 - (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
 - (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent, or if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

44 Prohibition of Distribution to Members

- (1) The income and property of the Association whence so ever derived shall be applied solely towards the promotion of the objectives of the Association and no portion thereof shall all be paid or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit to the members of the Association provided that nothing herein shall prevent the payment in good faith of reasonable and proper rent for the premises let by any member of the Association.

- (2) The Association shall not be dissolved except at a General Meeting of the Association specially convened for the purpose by a Special Resolution. If upon the winding up or dissolution of the Club there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institution or institutions having objects similar or in part similar to the objects of the Association and which shall also prohibit the distribution of its or their property among its or their members such institution or institutions to be determined by the members of the Club at or before the time of dissolution or in default thereof by the Chief Judge of such Court as may have or acquire jurisdiction in the matter.

APPENDIX 1

(Rule 3 (1)) Application for Membership of Association

COFFS HARBOUR BRIDGE CLUB INC (incorporated under the Associations Incorporation Act, 2009)

I,
(full name of applicant)

of.....
(address)

hereby apply to become a member of the above named incorporated Association.

Additional Information Home Tel # Mobile Tel #

Date of Birth / / . * Please keep my age confidential * Please keep my birthday confidential

Special Dietary Requirements (for catering) * Keep confidential

Special Health Issues/Medications * Keep confidential
(in case of emergency)

* tick appropriate box

In the event of my admission as a member, I agree to be bound by the rules of the Association for the time being in force.

Signature of applicant **Date**.....

I, an ordinary member of the Association,
(full name) nominate the applicant, who is personally known to me, for membership of the Association.

Signature of proposer **Date**.....

I, an ordinary member of the Association,
(full name) nominate the applicant, who is personally known to me, for membership of the Association.

Signature of seconder **Date**.....

APPENDIX 2

(Rule 33 (2)) Form of Appointment of Proxy

I,
(full name)
of
(address)

being an ordinary member of COFFS HARBOUR BRIDGE CLUB INC hereby

appoint
(full name of proxy)

of
(address)

being an ordinary member of that incorporated Association, as my proxy to vote for me on my behalf at the general meeting of the Association (annual general meeting or special general meeting as the case may be) to be held on the day of and at any adjournment of that meeting.

My proxy is authorised to vote **in favour of / against** (delete as appropriate) the resolution (insert details).

Signature of member appointing proxy **Date**.....

Note: A proxy vote may not be given to a person who is not an ordinary member of the Association.