

Changes and/or additions to Tweed Bridge Club Constitution

Rule 5. Nomination for Membership Page 5; Rule 5 (1)

New: (e) The committee may determine that an application may be made or lodged by email or other electronic means.

Recommendation: That the new clause (e) be included in our constitution

Rule 5. Nomination for Membership Page 5; Rule 5 (2)

Current wording	As soon as practicable after receiving a nomination for membership, but not prior to 14 days after the date the notice was affixed to the notice board in accordance with clause (1)(d) above, the Secretary must refer the nomination to the Committee which must determine whether to approve or reject the nomination. Approval of the nomination shall be by majority of votes cast at the meeting.
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Additional Wording: **After the committee has decided the application, the secretary must give the applicant written notice of the decision, including by email or other electronic means if determined by the committee.**

Recommendation: That the additional clause be included in our constitution

Rule 7 Cessation of Membership Page 7 and 8

Current wording	(d) the member fails to pay the annual subscription as provided for in Rule. 11 clause (2) within two months of the due date except with due cause to the satisfaction of the Committee.
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New wording **within 3 months of the due date**

Recommendation: No change leave as is.

Rule 10. Register of Members Page 7

New wording in Model Constitution:

- (1) The secretary must establish and maintain a register of members of the association.
- (2) The register –
 - (a) may be in written or electronic form, and
 - (b) must include, for each member-
 - (i) the member’s full name, and
 - (ii) a residential, postal or email address, and

- (iii) the date on which the person became a member, and
 - (iv) if the person ceases to be a member – the date on which the person ceased to be a member, and
- (c) must be kept in New South Wales-
 - (i) at the association's main premises, or
 - (ii) if the association has no premises-at the association's official address, and must
- (d) must be open for inspection, free of charge, by a member at a reasonable hour, and
- (e) if kept in electronic form-must be able to e converted to hard copy.
- (3) If the register is kept in electronic form, the requirements in subclause (2)(c) and(d) apply as if a reference to the register is a reference to current hard copy of the register.
- (4) A member may obtain a copy of the register, or a part of the register, on payment of a fee not more than \$1, as determined by the committee, for each page copied.
- (5) Information about a member, other than the member's name, must not be made available for inspection if the member requests that the information not be made available.
- (6) A member must not use information about a member obtained from the register to contact or send material to the ember, unless-
 - (a) the information is used to send the member –
 - (i) a newsletter, or
 - (ii) a notice for a meeting or other event relating to the association, or
 - (iii) other material relating to the association, or
 - (b) it is necessary to comply with a requirement of the Act or Regulation/

Recommendation: **Change our constitution to include the highlighted wording as below:**

- (1)** The Committee must establish and maintain of register of members of the Club. **The register may be in written or electronic form**, specifying the name, **residential, postal or email address** of each member with the date on which the person became a member **and if the person ceases to become a member the date the person ceased to become a member.** **The register if kept in electronic form - must be able to be converted to hard copy.**
- (2)** The register of members must be kept at the principal place of administration of The Club and must be open for inspection, free of charge by any member. **A member may obtain a copy of the register, or a part of the register, on payment of a fee of not more than \$1, as determined by the committee, for each page copied.**

New to the Rule

(3) If the committee decides to deal with the complaint, the committee must –

- (a) Serve notice of the complaint on the member, and**
- (b) Give the member at least 14 days from the day the notice is served on the member within which to make submissions to the committee about the complaint, and**
- (c) Consider any submissions made by the member**

Alteration:

If after consideration, the Committee is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted The Committee may, by resolution:

Recommendation:

Add new clause (3)(a),(b),(c) and make an alteration to the rule as highlighted above

Rule 14. Right of Appeal of Disciplined Member

Page 10

New:

(1) (a) The member may include, with the notice of appeal, a statement of the grounds on which the member intends to rely for the purposes of the appeal.

Different:

(2) Our constitution says 21 days New Model says 28 days

Recommendation:

Add in New paragraph, disregard change to number of days.

New Rule Not in Our Constitution but in the new model constitution directly after Right of Appeal of Disciplined Member.

Resolution of Internal Disputes

(1) The following disputes must be referred to a Community Justice Centre within the meaning of the *Community Justice Centre Act 1983* for mediation –

- (a) A dispute between 2 or members of the association, but only if the dispute is between the members in their capacity as members, or**
- (b) A dispute between 1 or more members and the association.**

(2) If the dispute is not resolved by mediation within 3 months of being referred to the Community Justice Centre, the dispute must be referred to arbitration.

(3) referred to arbitration.

Recommendation:

Committee consider the worth of adding this rule to our constitution

Rule 15. Powers of the Committee Page 11

New Model **Functions** of the Committee

Recommendation: **Minor difference alter wording to Functions of the Committee**

Rule 16. Composition and membership of the committee Page 11

Current (1) The Committee must consist of:

- (a) The office-bearers of The Club; and
- (b) 4 Ordinary Committee Members

New Model **(b) at least 3 ordinary committee members**

New Model **(c) An office-bearer may hold up to 2 offices, other than both the offices of president and vice-president.**

Current (5) Retiring Committee members shall be eligible for re-election

New Model **(5) There is no limit on the number of consecutive terms for which a committee member may hold office.**

Recommendation: **Alter the current rule to at least 3 ordinary members, include (c).
Alter (5) to the new model wording.**

Rule 18. Secretary Page 13

Current Wording (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.

New Model: **(3) The minutes must be –**

(a) kept in written or electronic form, and

(b) for minutes of proceedings at a meeting – signed, in writing or by electronic means, by –

(i) the member who presided at the meeting, or

(ii) the member presiding at a subsequent meeting.

Recommendation: **Adopt the new wording for (3)**

Rule 20. Casual Vacancies Page 14

New Model Additional Clauses (h) is prohibited from being a director of a company under the Corporations Act 2001 of the Commonwealth, Part 2D.6, or

(i) is convicted of an offence involving fraud or dishonesty for which the maximum penalty is imprisonment for at least 3 months.

Recommendation: Include the two new clauses

Rule 23. Delegation to Sub-Committee Page15, 16

New Model Wording

(1) The committee may –

(a) establish 1 or more subcommittees to assist the committee or exercise the committee’s functions, and

(b) appoint 1 or more members of the association to be the members of the subcommittee.

(2) The committee may delegate to the subcommittee the exercise of the committee’s functions specified in the instrument, other than –

(a) this power of delegation, or

(b) a duty imposed on the committee by the *Interpretations Act 1987, s 49* or another law.

Recommendation: This is vastly reduced to the current constitution. Recommend adopting new model wording/

New Rule not covered in our current constitution :

Transaction of business outside meetings or by telephone or other means.

(1) The committee may transact its business by the circulation of papers, including by electronic means, among all committee members for the time being.

(2) If the committee transacts business by the circulation of papers, a written resolution, approved in writing by a majority of committee members, is taken to be a decision of the committee made at a meeting of the committee.

(3) The committee may transact its business at which 1 or more committee members participate by telephone or other electronic means, provided a member who speaks on a matter can be heard by the other members.

(4) The member presiding at the meeting and each other member have the same voting rights as they would have at an ordinary meeting of the committee for the purposes of –

(a) the approval of a resolution under subclause (2), or

(b) a meeting held in accordance with subclause (3).

(5) A resolution approved under subclause (2) must be recorded in the minutes of the meeting of the committee.

Recommendation: Strongly recommend that this rule be included in the current constitution, as Rule 22 B – Transaction of business outside meetings or by telephone or other means.

This Rule is also referred back to, in the new constitution - Voting 3(b)

Note: The Act, 2 30(2) and (3) contains requirements relating to meetings held at 2 or more venues using technology.

Rule 25. Annual General Meetings – Holding of Page 17

Current wording (1) (b) within such later time as may be allowed by the Director General or prescribed by the Regulation

New Model (1)(b) the later period allowed or prescribed in accordance with the Act, section 37(2)(b)

Recommendation: Adopt new wording as above

Rule 26 Annual General Meetings – Calling of and Business at Page 17

The new model does not specify anything about financial statements being audited or the appointment of an auditor or consideration of motions

Recommendation: No changes to our current constitution

Rule 27. Special General Meetings – Calling Of Page 18

Current (3) A requisition of 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 members making the requisition.

Changed wording: (a) must be made in writing and state purpose or purposes of the meeting, and

Additional clause: (e) may be in electronic form and signed and lodged by electronic means.

Recommendation: Change wording of clause (a) and include clause (e)

Rule 31. Adjournment Page 20

Current clause (2) Where a General Meeting is adjourned for 14 days or more, the Secretary must give written notice of the adjourned meeting to each member of The Club stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

New Model: If a meeting is adjourned for at least 14 days, the secretary must give each member oral or written notice, at least 1 day before the adjourned meeting stating the time and place at which the adjourned meeting will be held and the nature of the business to be transacted at the adjourned meeting.

Recommendation: Adopt the changed wording in the clause

Rule 34. Voting at General Meetings Page 21

Additions and Alterations: (1) A member is not entitled to vote at a general meeting unless the member -

- (a) is at least 18 years of age, and
- (b) Has paid all money owed by the member of the association

(2) Each member has 1 vote, except the member presiding at the meeting has a deliberative vote, and in the event of an equality of votes – a second or casting vote

(3) A question raised at the meeting must be decided by –

- (a) a show of hands, or
- (b) if Rule (New Rule to be included Transaction of business outside meetings or by telephone or other means) – an appropriate method as determined by the committee, or
- (c) a written ballot, but only if –

(i) the member presiding at the meeting moves that the question be decided by ballot, or

(ii) at least 5 members agree the question should be determined by ballot

(4) If a question is decided using a method referred to in subclause (3)(a) or (b), either of the following is sufficient evidence that a resolution has been carried, whether unanimously or by a majority, or lost, using the method –

(a) a declaration by the member presiding at the meeting,

(b) an entry in the association's minute book.

(5) A written ballot must be conducted in accordance with the directions of the member presiding.

(6) A member cannot cast a vote by proxy.

Recommendation: Adopt all the changed Rule 34

The New Model has a Rule for Postal or Electronic ballots – I don't see it as necessary for our Club and recommend that we do not include it in our constitution.

Rule 41. Inspection of Records Page 23

New Clause

(3) The committee may refuse to allow a member to inspect or obtain a copy of a document under this clause –

(a) that relates to confidential, personal, commercial, employment or legal matters, or

(b) if the committee considers it would be prejudicial to the interests of the association for the member to do so

Recommendation: To adopt the new clause as above.

Rule 43. Financial Operations Page 24

Current	(6) All payments must be authorised by any two of the following: President, Vice-President, Treasurer or Assistant Treasurer.
New	(6) A cheque or other negotiable instrument must be signed by 2 authorised signatories
Recommendation:	Change the wording of clause