

Rules

CONTENTS:

Page:

PART 1 – Preliminary

Rule 1. THE ORGANISATION	3
Rule 2. THE OBJECTS	3
Rule 3. DEFINITIONS	4

PART 2 - Membership

Rule 4. MEMBERSHIP QUALIFICATIONS	5
Rule 5. NOMINATIONS FOR MEMBERSHIP	5
Rule 6. CLASSIFICATION OF MEMBERS	6
Rule 7. CESSATION OF MEMBERSHIP	6
Rule 8. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE	7
Rule 9. RESIGNATION OF MEMBERSHIP	7
Rule 10. REGISTER OF MEMBERS	7
Rule 11. FEES AND SUBSCRIPTIONS	8
Rule 12. MEMBERS' LIABILITIES	8
Rule 13. DISCIPLINING OF MEMBERS	8
Rule 14. RIGHT OF APPEAL OF DISCIPLINED MEMBER	10

PART 3 – The Committee

Rule 15. POWERS, ETC OF THE COMMITTEE	11
Rule 16. COMPOSITION AND MEMBERSHIP OF THE COMMITTEE	11
Rule 17. ELECTION OF THE COMMITTEE	12
Rule 18. SECRETARY	13
Rule 19. TREASURER	13
Rule 20. CASUAL VACANCIES	13
Rule 21. REMOVAL OF COMMITTEE MEMBERS	14
Rule 22. MEETING AND QUORUM	14
Rule 23. DELEGATION BY COMMITTEE TO SUB-COMMITTEE	15

Rule 24. VOTING AND DECISIONS	16
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PART 4 – General Meetings

Rule 25. ANNUAL GENERAL MEETING - HOLDING OF	17
Rule 27. SPECIAL GENERAL MEETING - CALLING OF & BUSINESS AT	18
Rule 28. NOTICE	18
Rule 29. QUORUM AND PROCEDURE FOR GENERAL MEETINGS	19
Rule 30. PRESIDING MEMBER	20
Rule 31. ADJOURNMENT	20
Rule 32. MAKING OF DECISIONS	20
Rule 33. SPECIAL RESOLUTIONS	21
Rule 34. VOTING	21

PART 5– Miscellaneous

Rule 35. INSURANCE	22
Rule 36. FUNDS - SOURCE	22
Rule 37. FUNDS - MANAGEMENT	22
Rule 38. BY-LAWS	22
Rule 39. ALTERATION OF OBJECTS AND RULES	23
Rule 40. PUBLIC OFFICER - CUSTODY OF BOOKS, ETC	23
Rule 41. INSPECTION OF BOOKS, ETC	23
Rule 42. SERVICE OF NOTICES	24
Rule 43. FINANCIAL OPERATIONS	24
Rule 44. AUDITOR	25
Rule 45. SURPLUS PROPERTY	25

Acknowledgement

Appendix 1 - Application for Membership

Appendix 2 - Associations Incorporation Act, S.39

Appendix 3 - Associations Incorporation Act, S.10

PART 1 – Preliminary

RULE 1. THE ORGANISATION:

- (1) This Incorporated Association must be known as "**Tweed Bridge Club Inc.**", referred to in these Rules as "The Club".
- (2) The Club's main and principal location will be the Tweed Shire Council building located at 31 Recreation St, Tweed Heads, NSW 2485.

RULE 2. THE OBJECTS:

- (1) The objects of The Club are:-
 - (a) To foster interest in and to promote the best traditions of the game of bridge:
 - (i) the category of bridge is "Duplicate Bridge" as defined and periodically amended by the **World Bridge Federation**,
 - (b) To apply the international "Laws of Duplicate Bridge" as defined and amended by the **World Bridge Federation**,
 - (c) To maintain affiliation with and apply Australian laws or rules of Bridge as defined and amended by the **Australian Bridge Federation**,
 - (d) To maintain affiliation with and apply any laws or rules of Bridge as defined and amended by the **NSW Bridge Federation**,
 - (e) To sponsor, promote and organise Bridge tournaments including championships for players of different grades and to do so on its own account or in conjunction with other sponsoring bodies,
 - (f) To engender fellowship among members,
 - (g) To ensure high standards of corporate governance in The Club's operations,
 - (h) To maintain The Club's premises and property, and

- (i) To do anything which is incidental or conducive to the attainment of any of the above objects.
- (2) These objects may be amended or added to from time to time in accordance with the provisions of the Act.

RULE 3. DEFINITIONS

- (1) In these rules, except in so far as the context or subject matter otherwise indicates or requires:
 - **“Director-General”** means the Director-General of the Department of Services, Technology and Administration.
 - **“Ordinary Committee Member”** means a member of the Committee who is not an Office Bearer of the Association, as referred to in Rule 16 clause (1).
 - **“Secretary”** means -
 - (a) the person holding office under these rules as Secretary of The Club.
 - **“Special General Meeting”** means a General Meeting of The Club other than an Annual General Meeting.
 - **“the Act”** means the Associations 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 or duty, and
 - (b) a reference to the exercise of a function includes, where 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.

End of **PART 1** - Preliminary

PART 2 – Membership

RULE 4. MEMBERSHIP QUALIFICATIONS

(1) A person is qualified to be a member of The Club if, but only if:

(a) the person is a natural person who:

- (i) has been nominated for membership of The Club as provided by Rule 5; and
- (ii) has been approved for membership of The Club by Committee of The Club.

RULE 5. NOMINATION FOR MEMBERSHIP

(1) A nomination of a person for membership of The Club:

- (a) must be made by a member of The Club in writing and seconded by another member of The Club in the form set out in Appendix 1 to these rules; and
- (b) must be lodged with the **Secretary** of The Club; and
- (c) must be accompanied by the sum payable under these rules by a member as entry fee and annual subscription.
- (d) notice of such nomination must be affixed by the **Secretary** on the notice board in a conspicuous place in the premises of The Club.

(2) 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 to reject the nomination. Approval of the nomination shall be by majority of votes cast at the meeting.

(3) The **Secretary** must, where the Committee determines pursuant to clause (2) that the nomination is approved, enter the nominee's name in the register of members and, upon the name being entered, the nominee becomes a member of The Club.

(4) The **Secretary** must, when the Committee rejects the nomination, notify the nominee of such determination and

refund to the nominee all the monies paid by the nominee pursuant to clause (1)(c) above.

RULE 6. CLASSIFICATION OF MEMBERS

- (1) The Members of the Club must consist of **Home Members, Away Members and Honorary Life Members.**
- (a) **Members** of the club are entitled to take part in all the functions organised by The Club
 - (b) **Members** are eligible to vote in The Club's elections and are eligible to be voted for, should they nominate as a candidate for a position on the Committee.
 - (c) **Home Members** are those members who pay their subscription as defined in Rule 11 clause (2) and pay their ABF / NSWBA subscription through this Club.
 - (d) **Away Members** are those who pay their subscription as defined in Rule 11 clause (2)) but pay their ABF / NSWBA subscription through another Club.
 - (e) **Honorary Life Members**, are those entitled to all the privileges of a Home Member but without being liable for annual membership fees. The Committee may recommend Life Membership for any person who has given meritorious service to The Club for approval by the next Annual General Meeting.
 - (i) Voting on a resolution for awarding Honorary Life Membership must be by the conduct of a secret ballot, such ballot requiring a 75% majority of those present and entitled to vote at the meeting.
 - (ii) An **Honorary Life Member** shall have full voting rights and be eligible to hold office in The Club.

RULE 7. CESSATION OF MEMBERSHIP

- (1) A person ceases to be a member of The Club if the person:
- (a) dies, or
 - (b) resigns that membership as per Rule 9, or
 - (c) is expelled from The Club, or

- (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

RULE 8. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

- (1) A right, privilege or obligation which a person has by reason of being a member of The Club:
 - (a) is not capable of being transferred or transmitted to another person, and
 - (b) terminates on cessation of the person's membership.

RULE 9. RESIGNATION OF MEMBERSHIP

- (1) A member may resign from membership of The Club at any time by giving to the Secretary a Notice of Intention To Resign, and
 - (a) upon the expiration of the period of 14 days, the member ceases to be a member.
- (2) Where a member of The Club ceases to be a member pursuant to clause(1) 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.

RULE 10. REGISTER OF MEMBERS

- (1) The Committee must establish and maintain a register of members of The Club specifying the name and address of each person who is a member of The Club together with the date on which the person became a member.
- (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 of The Club at any reasonable hour.
 - (a) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:

- (i) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to The Club or other material relating to The Club, or
 - (ii) any other purpose necessary to comply with a requirement of the Act or the Regulation.
- (b) If a member requests that any information contained in the Register about the member (other than the member's name) not be made available for inspection that information must not be made available for inspection

RULE 11. FEES AND SUBSCRIPTIONS

- (1) A member of The Club must, upon admission to membership, pay to The Club a nomination fee in accordance with the schedule of fees as determined by the Committee.
- (2) In addition to any amount payable by the member under clause (1), a member of The Club must pay to The Club an annual membership fee in accordance with the schedule of fees as determined by the Committee.
 - (a) The fee shall be due for payment on 1st January each year.

RULE 12. MEMBERS' LIABILITIES

- (1) The liability of a member of The Club to contribute towards the payment of the debts and liabilities of The Club or the costs, charges and expenses of the winding up of The Club is limited to the amount, if any, unpaid by the member in respect of membership of The Club as required by Rule 11.

RULE 13. DISCIPLINING OF MEMBERS

- (1) A complaint may be made to the Committee by any person that a member of The Club:
 - (a) has persistently refused or neglected to comply with a provision or provisions of these Rules, or
 - (b) has wilfully acted in a manner prejudicial to the interests of The Club.
- (2) The Committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.

- (3) Where the Committee is of the opinion that a member of The Club:
- (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 to the interests of The Club:
- the Committee may, by resolution:
- (c) expel the member from the Club; or
 - (d) suspend the member from membership of the Club for a specified period.
- (4) Where the Committee passes a resolution under clause (3), the **Secretary** must, as soon as practicable, cause a notice in writing to be served on the member:
- (a) setting out the resolution of the Committee and the grounds on which it is based;
 - (b) stating that the member may address the Committee at a meeting to be held not earlier than 14 days and no later than 28 days after service of that notice by the following:
 - (i) attend and speak at the meeting; or
 - (ii) submit to the Committee at or prior to the date of that meeting written representations relating to the resolution.
- (5) At a meeting of the Committee held as referred to in clause 4 (b), the Committee must:
- (a) give to the member an opportunity to make oral representations;
 - (b) give due considerations to any written representations submitted to the Committee by the member at or prior to the meeting; and
 - (c) by resolution determine whether to confirm or to revoke the resolution.
- (6) Where the Committee confirms a resolution under clause (5), the **Secretary** must within 7 days after the confirmation, by notice in writing inform the member of:
- (a) such confirmation
 - (b) the member's right of appeal under Rule 14.

- (7) A resolution confirmed by the Committee under clause (6) does not take effect:
- (a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within the period; or
 - (b) where within that period the member exercises the right of appeal, unless and until The Club, in General Meeting, confirms the resolution pursuant to Rule 14 clause (4).

RULE 14. RIGHT OF APPEAL OF DISCIPLINED MEMBER

- (1) A member may appeal to The Club in General Meeting against a resolution of the Committee made under Rule 13, clause (3), within 7 days after notice of the confirmation of such resolution is served on the member, by lodging with the Secretary a notice to that effect.
- (2) Upon receipt of a notice from a member under clause (1), the Secretary must notify the Committee which must convene a General Meeting of The Club to be held within 21 days after the date on which the Secretary received the notice.
- (3) At a General Meeting of The Club convened under clause (2):
- (a) no business other than the question of the appeal must be transacted;
 - (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 must vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
 - (d) the appeal is to be determined by a simple majority of votes cast by the members present.

End of PART 2 - Membership

PART 3 – The Committee

RULE 15. POWERS OF THE COMMITTEE

- (1) Subject to the Act, the Regulation and these Rules and to any resolution passed by The Club in General Meeting the Committee:
 - (a) is to control and manage the affairs of The Club; and
 - (b) may exercise all such functions as may be exercised by The Club, other than those functions that are required by these Rules to be exercised by a General Meeting of members of The Club; 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 Club.

RULE 16. COMPOSITION AND MEMBERSHIP OF THE COMMITTEE

- (1) The Committee must consist of:
 - (a) the office-bearers of The Club; and
 - (b) 6 Ordinary Committee Members,
each of whom is to be elected at the **Annual General Meeting** of The Club pursuant to Rule 17
- (2) The office-bearers of The Club are as follows:
 - (a) the **President**,
 - (b) the **Vice-President**,
 - (c) the **Treasurer**,
 - (d) the **Secretary**.
- (3) Each member of the Committee must, subject to these rules, hold office until the **Annual General Meeting** following the date of the member's election, and is eligible for re-election.
- (4) In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a member of The Club to fill the vacancy and the member so appointed must hold office, subject

to these rules, until the positions are declared vacant at the Annual General Meeting following the date of the appointment.

- (5) Retiring Committee members shall be eligible to nominate for re-election.

RULE 17. ELECTION OF COMMITTEE

- (1). Only members of The Club are eligible to be elected to the Committee and to vote in the election.
- (2). Nominations of candidates for election as office-bearers of The Club or as ordinary members of the Committee:
 - (a) must be made in writing, signed by 2 members of The Club 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 Club not less than 7 days before the date fixed for the holding of the Annual General Meeting at which the election is to take place.
- (3) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated are taken to be elected and further nominations must be received at the Annual General Meeting.
- (4) If insufficient further nominations are received, any vacant positions remaining on the Committee must be deemed to be casual vacancies.
- (5) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (6) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (7) In the event of an equal number of votes being cast in favour of two or more candidates there must be another ballot involving only those candidates.
- (8) The ballot for the election of office-bearers and ordinary members of the Committee must be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.

(9) Nothing in this rule may prevent a member being nominated for election to more than one office.

(10) No proxy votes shall be allowed within The Club.

RULE 18. SECRETARY

(1) The **Secretary** of The Club must, as soon as practicable after being appointed as Secretary, lodge notice with The Club of his or her address.

(2) It is the duty of the **Secretary** to keep minutes of:

(a) all appointments of 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.

RULE 19. TREASURER

(1) It is the duty of the **Treasurer** of The Club to ensure that:

(a) all money due to The Club is collected and received and that all payments authorised by The Club are made; and

(b) correct books and accounts are kept showing the financial affairs of the Club, including full details of all receipts and expenditure connected with the activities of The Club.

RULE 20. CASUAL VACANCIES

(1) 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 a member of The Club; or

- (c) becomes an insolvent under administration within the meaning of the Corporations Act 2001 of the Commonwealth; or
- (d) resigns office by notice in writing given to the Secretary; or
- (e) is removed from office under Rule 21; or
- (f) becomes a mentally incapacitated person; or
- (g) is absent without the consent of the Committee from three (3) consecutive meetings.

RULE 21. REMOVAL OF COMMITTEE MEMBERS

- (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) Where 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 Club, the Secretary or the President may send a copy of the representations to each member of The Club or, if they 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.

RULE 22. COMMITTEE MEETINGS AND QUORUM

- (1) The Committee must meet at least 6 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 6 members of the Committee constitute a quorum for the transaction of the business of 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.

RULE 23. DELEGATION BY COMMITTEE TO SUB-COMMITTEE

- (1) The Committee may, by instrument in writing, delegate to one or more Sub-Committees (consisting of such member or members of The Club 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 the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Notwithstanding any delegation under this Art, 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.
- (8) The President shall be invited to attend all sub-committee meetings.

RULE 24. 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 22 clause (5), the Committee may act notwithstanding 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 sub-Committee.

End of PART 3

PART 4 – General Meetings

RULE 25. ANNUAL GENERAL MEETINGS - HOLDING OF

- (1) The Club must hold its Annual General Meetings:
- (a) within the period of 6 months after the expiration of each financial year; or
 - (b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.

RULE 26. ANNUAL GENERAL MEETINGS - CALLING OF AND BUSINESS AT

- (1) The Annual General Meeting of The Club is, subject to the Act and to Rule 25, to be convened on such date and at such place and time as the Committee thinks fit.
- (2) The business to be transacted at every annual general meeting shall be only as hereunder and, unless determined otherwise by the meeting, shall be conducted in the following order:
- (a) to receive the President's Report;
 - (b) to confirm the minutes of the last preceding Annual General Meeting and of any special General Meeting held since that meeting;
 - (c) to receive and consider the Audited Statement of Accounts of The Club as at the end of the last preceding financial year;
 - (d) to appoint an auditor for the ensuing financial year, who shall be a member of the Institute of Chartered Accountants in Australia or the Australian Society of Certified Practising Accountants;
 - (e) to consider motions of which notice has been given to the Secretary twenty eight (28) days prior to the meeting;
 - (f) to elect office-bearers of The Club and ordinary members of the Committee;
- (3) There shall be no general business conducted. At the conclusion of the meeting the incoming committee shall conduct an open forum at which club members may raise new matters for the subsequent consideration of the committee.

- (4) An Annual General Meeting must be specified as such in the notice convening it.

RULE 27. SPECIAL GENERAL MEETINGS - CALLING OF

- (1) The Committee may, whenever it thinks fit, convene a special General Meeting of The Club.
- (2) The Committee must, on the requisition in writing of at least 5 per cent of the total number of members, convene a Special General Meeting of The Club.
- (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.
- (4) If the Committee fails to convene a Special General Meeting to be held within 1 month after the date on which a requisition of 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 member who thereby incurs expense is entitled to be reimbursed by The Club for any expense so incurred.

RULE 28. NOTICE

- (1) If the nature of the business proposed to be dealt with at a General Meeting does not require a Special Resolution of The Club, the Secretary must, at least 14 days before the date fixed for the holding of the General Meeting, cause to be sent by pre-paid post to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

- (2) Where the nature of the business proposed to be dealt with at a General Meeting requires a special resolution of the Club, 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 26 clause (2).
- (4) A 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.

RULE 29. QUORUM AND PROCEDURE 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) Twenty per cent (20%) of 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 upon the requisition of members must be dissolved, and
 - (b) in any other case, must 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 not less than 15) must constitute a quorum.

RULE 30. 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 Club.
- (2) If the President and the Vice-President are absent from a General Meeting or unwilling to act, the members present must elect one of their members to preside as chairperson at the meeting.

RULE 31. 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 must be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (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.
- (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.

RULE 32. MAKING OF DECISIONS

- (1) A question arising at a General Meeting of The Club is to be determined by either:
 - (a) a show of hands; or
 - (b) on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot

- (2) When the question is to be determined by the 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 Club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) Where the poll is demanded at a General Meeting, the poll must be taken:
 - (a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment; or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs; and
 - (c) the resolution of the poll on the matter must be deemed to be the resolution of the meeting on that matter.

RULE 33. SPECIAL RESOLUTIONS

- (1) A Special Resolution of The Club may only be passed in accordance with Section 39 of the Act - see Appendix 2.

RULE 34. VOTING AT GENERAL MEETINGS

- (1) Upon any question arising at a General Meeting of The Club a member has one vote only.
- (2) All votes must be given personally.
- (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 is not entitled to vote at any General Meeting of The Club unless all money due and payable by the member to The Club has been paid.

End PART 4 - General Meetings

PART 5 – Miscellaneous

RULE 35. INSURANCE

- (1) The association must effect and maintain insurance cover as is required under the Act.
- (2) In addition to the insurance required under clause (1), The Club may effect and maintain such insurance cover which may be required by law or considered by the committee to be necessary.

RULE 36. FUNDS - SOURCE

- (1) The funds of The Club are to be derived from nomination fees and annual subscriptions of members, donations and, subject to any resolution passed by The Club in General Meetings, such other sources as the Committee determines.
- (2) All money received by The Club must be deposited as soon as practicable and without deduction to the credit of The Club's bank or other authorised deposit-taking institution account.
- (3) The Club must, as soon as practicable after receiving any money, issue an appropriate receipt.

RULE 37 FUNDS MANAGEMENT

- (1) The income and property of The Club howsoever derived must be applied solely towards the promotion of the objectives of The Club and no portion thereof must be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to members of The Club, provided that nothing herein must prevent the payment in good faith of remuneration to any officer or servant of The Club in return for any services actually rendered to The Club or reasonable and proper rent for premises let by any member to The Club.

RULE 38 BY-LAWS

- (1) For the internal management of The Club, the Committee may from time to time make, amend or repeal by-laws not inconsistent with these Rules.
- (2) Any by-law may be set aside by a general meeting of members.

- (3) The Committee shall not make a by-law that is similar in intent to any by-law set aside in the previous three (3) years by members in general meeting.
- (4) The Committee shall, within ninety-two (92) days of taking office, confirm, amend or rescind the by-laws.

RULE 39. ALTERATION OF OBJECTS AND RULES

- (1). The objects and these rules may be altered, rescinded or added to, only by a special resolution of The Club followed by an application to the Director General in accordance with Section 10 of the Act - see Appendix 3.
 - (a) such an application is to be made by the Public Officer or a nominated Committee Member.

RULE 40. PUBLIC OFFICER - CUSTODY OF BOOKS, ETC.

- (1) A Public Officer shall be appointed at each year at the first committee meeting after the Annual General Meeting.
- (2) The Public Officer, shall keep all books, documents and securities in his or her custody or control and be an authorised signatory in all of The Club's legal matters along with the President, Vice-President and Treasurer.
- (3) The Public Officer shall perform the other duties and functions of Public Officers as specified in the Act.
- (4) The Public Officer must be a resident of New South Wales and be at least 18 years of age.

RULE 41. INSPECTION OF BOOKS, ETC.

- (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 clause (1) on payment of a fee of not more than \$1 for each page copied.

RULE 42. SERVICE OF NOTICES

- (1) For the purpose of these rules, a notice may be served on behalf of The Club upon any member either personally, or by sending it by post to the member's address shown in the register of members.
- (2) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document must, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

RULE 43. FINANCIAL OPERATIONS

- (1) The financial year of The Club must commence on 1st July each year and end on 30th June in the succeeding year.
- (2) All accounts shall be submitted to the Committee for authorisation of payment except where the Committee has specifically delegated in writing certain expenditures or level of expenditures to sub-committees.
- (3) The funds of The Club are to be derived from competition fees, annual subscriptions of members, donations, bequests and such other sources as the Committee determines.
- (4) All money received by The Club must be deposited as soon as practicable and without deduction to the credit of The Club's bank or other authorised deposit-taking institution account.
- (5) The Club must, as soon as practicable after receiving any money, issue an appropriate receipt.
- (6) All payments must be authorised by any two of the following: President, Vice-President, Treasurer or Assistant Treasurer.
- (7) The income and property of The Club howsoever derived must be applied solely towards the promotion of the objectives of The Club

and no portion thereof must be paid, donated or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit to members of the Club, provided that nothing herein must prevent the payment in good faith of remuneration to any officer or servant of The Club in return for any services actually rendered to the Club or reasonable and proper rent for premises let by any member to The Club.

- (8) Subject to any resolution passed by The Club in General Meeting, the funds of The Club must be used in pursuance of the objects of The Club in such manner as the Committee determines.

RULE 44 AUDITOR

- (1) An auditor shall be appointed each year at the Annual General Meeting to audit the annual statement of accounts and report thereon to the Committee. The auditor shall be selected on the basis of a reasonable belief that he or she will conduct the audit with due diligence. The Committee shall submit such annual statements to members of The Club in accordance with the Act.

RULE 45. SURPLUS PROPERTY

- (1) The association must not be dissolved except by a Special Resolution at a Special General Meeting of The Club specially convened for that purpose.
- (2) If upon winding up or dissolution of The Club there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among members of The Club but must be given or transferred to some other institution or institutions having objects similar or in part similar to the objects of The Club and which must also prohibit the distribution of its and their property among its or their members such institution or institutions to be determined by the members of The Club or in default by the Chief Judge of such Court as may have or acquire jurisdiction in the Matter.
- (3) The institution to which the assets of The Club are to be transferred must have been in operation for at least two (2) years.

ACKNOWLEDGEMENT

The above “Rules of the Tweed Bridge Club Inc” was compiled by a Constitutional Sub-Committee in March - June 2012. The materials used for the compilation were:

- The existing “Rules of the Tweed Bridge Club”.
- Model Constitution, *under the Associations Incorporation Act 2009*, as printed by the NSW Fair Trading in 2010.
- Input from the following Sub-Committee members:

Mr Roger Bell - Chair,

Mrs Anne Downes,

Mrs Shirley Vallendar,

Mr Don Reid, and

Mr Rexon Wolnowic-Wolny

Tweed Heads, NSW, June 2012

APPENDIX 1

APPENDIX 2

ASSOCIATIONS INCORPORATION ACT 2009 - SECT 39

Voting on special resolutions

39 Voting on special resolutions

- (1) A resolution is passed by an association as a "special resolution":
 - (a) at a meeting of the association of which notice has been given to its members no later than twenty one (21) days before the date on which the meeting is held, or
 - (b) in a postal ballot conducted by the association, or
 - (c) in such other manner as the Director-General may direct, if it is supported by at least three-quarters of the votes cast by members of the association who, under the association's constitution, are entitled to vote on the proposed resolution.
- (2) A notice referred to in subsection (1) (a) must include the terms of the resolution and a statement to the effect that the resolution is intended to be passed as a special resolution.
- (3) A postal ballot referred to in subsection (1) (b) may only be conducted in relation to resolutions of a kind that the association's constitution permits to be voted on by means of a postal ballot and, if conducted, must be conducted in accordance with the regulations.
- (4) A direction under subsection (1) (c) may not be given unless the Director-General is satisfied that, in the circumstances, it is impracticable to require votes to be cast in the manner provided by subsection (1) (a) or (b).

APPENDIX 3

ASSOCIATIONS INCORPORATION ACT 2009 - SECT 10

Application for change of particulars

10 Application for change of particulars

- (1) An association may apply to the Director-General for registration of a change in the association's name, objects or constitution.
- (2) An application may only be made pursuant to a special resolution passed by the association.
- (3) An application:
 - (a) must be in the approved form, and
 - (b) must include details of the proposed change, and
 - (c) must include a copy of the special resolution by which the association has approved the change, and
 - (d) must be accompanied by the fee prescribed by the regulations.
- (4) An association's constitution, as proposed to be changed, must address each of the matters referred to in Schedule 1.

A change in an association's name, objects or constitution does not take effect until it is registered: see section 14.

ASSOCIATIONS INCORPORATION ACT 2009 - SECT 14

Effect of registration of change of name, objects, constitution or official address

14. Effect of registration of change of name, objects, constitution or official address

- (1) A change of name, objects, constitution or official address that is registered under this Division takes effect when it is registered.
- (2) Section 53 of the *Interpretation Act 1987* applies to an association in respect of which a change of name, objects or constitution has been registered under this Division in the same way as it would apply to the association had the change been made by an Act or statutory rule.