

CHAMPION LAKES BOATING CLUB INCORPORATED

CONSTITUTION

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1. NAME

The name of the Association is the Champion Lakes Boating Club Incorporated.

2. INTERPRETATION

2.1 Definitions

Throughout this Constitution, if not inconsistent with the context:

"**Act**" means the Association's Incorporation Act 1987;

"**Association**" means the Champion Lakes Boating Club Incorporated;

"**Books**" means all of the records, books, minute books, documents and securities of the Association;

"**By-laws**" means such by-laws, policies, procedures or rules made by any subcommittee pursuant to Rule 12.4;

"**Constitution**" means the Constitution of the Champion Lakes Boating Club Incorporated;

"**Executive Committee**" means the Executive Committee as formed under Rule 10;

"**Facility Manager**" means the person appointed from time to time as the Manager of the Champion Lakes Regatta Centre;

"**Friends**" means that class of Members as provided for in Rule 5;

"**General Meeting**" means an Annual General Meeting or a Special General Meeting of the Association;

"**kayaking**" includes canoeing;

"**Member**" means a Member, Life or Honorary Member of the Association;

"**Office Holders**" means such Members of the Executive Committee as provided for in Rule 11;

"**person**" means a natural person only;

"**Regulations**" means such Regulations that may be made from time to time by

the Executive Committee pursuant to Rule 1 0.9;

"Resolution" means an ordinary resolution;

"Rule or Rules" means the rules as set out in the Constitution;

"Seal" means the common seal of the Association;

"Secretary" means the Secretary as elected pursuant to Rule II;

"Water Sport" means the water sports of

- (a) Rowing;
- (b) Kayaking;
- (c) Dragon boating; and
- (d) Radio Sailing.

2.2 Interpretation of the Rules

(a) In these Rules, unless the contrary intention appears:

- (i) one gender includes the other;
- (ii) the singular includes the plural and the plural includes the singular;
- (iii) where a word or expression is given a particular meaning, other Parts of speech and grammatical forms of that word or expression have a corresponding meaning;
- (iv) terms defined in the Act have the same meaning when used in these Rules;
- (v) "writing" includes typing, prmtmg, lithography and any other mode representing or reproducing words or figures in a visible form including words or figures displayed on an electronic screen;
- (vi) a "month" is a reference to a calendar month;
- (vii) a reference to the Act includes:
 - (A) the Act as amended or re-enacted;
 - (B) a statute, regulation or provJSIon enacted m replacement of the Act; and
 - (C) another regulation or other statutory instrument made or issued under the Act; and
- (viii) "including" and similar expressions are not words of limitation.

(b) The table of contents and any headings are for convenience only and do not affect the interpretation of these Rules.

3. OBJECTS

(a) The Objects and aims of the Association are to:

- (i) Promote dragon boating, kayaking, rowing and radio sailing at the Champion Lakes Regatta facility;
- (ii) promote good fellowship and social interaction among the water disciplines of dragon boating, kayaking, rowing and radio sailing
- (iii) promote and be responsible for, the development and encouragement of dragon boating, kayaking, rowing and radio sailing and any other discrete recreational activity at Champion Lakes
- (iv) ensure risk management and duty of care policies exist for all Members;
- (v) promote and maintain equal opportunity policies for all Members;
- (vi) affiliate with other clubs or associations, within the State or nationally, whose objects and aims are similar to those of the Association;
- (vii) promote the Champion Lakes Regatta facility as a venue for dragon boating, kayaking, rowing and radio sailing and other discrete activities amongst:
 - (A) South East metropolitan residents, and
 - (B) Schools and students of the South East metropolitan region;
- (viii) promote competitive and recreational dragon boating, kayaking, rowing and radio sailing and other discrete activity, consistent with the Objects of the Association, at the Champion Lakes Regatta Centre; and
- (ix) do all such acts and things as are incidental or subsidiary to all or any of the above.

(b) The property and income of the Association shall be applied solely towards the promotion of the Objects and aims of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to Members, except in good faith in the promotion of these Objects and aims.

4. POWERS

Subject to the Act, the Association may do all things necessary or convenient for carrying out its objects and purposes, including the power to:

- acquire, hold, deal with, and dispose of any real or personal property;
- employ, engage, pay and dismiss employees, agents and consultants;
- open and operate bank accounts;

- (d) invest any money not immediately required for its objectives:
 - (i) in any security in which trust moneys may be invested; or
 - (ii) in any other manner authorised by this Constitution;

- (e) raise funds by subscriptions, donations, grants, legacies, appeals and other means upon such terms and conditions as the Association thinks fit;
- (f) give security for the discharging of liabilities incurred by it as it thinks fit;
- (g) appoint agents to transact any business of the Association on its behalf;
- (h) enter into any contract it considers necessary or desirable;
- (i) act as trustee and accept and hold real and personal property upon trust, provided that in doing so, the Association does not do or omit to do any act which if done, or omitted to be done in any capacity other than that as trustee would contravene the Act or this Constitution; and
- j) do all things that are incidental or conducive to the attainment of the above objects.

5. MEMBERSHIP

5.1 Membership

- (a) Membership of the Association is open to any person in Western Australia that accepts the Objects and aims of the Association.
- (b) Subject to the Rules, membership carries full voting rights, and entitlement to receive all notices, agendas, minutes, and publications.

5.2 Classes of Membership

- (a) Membership of the Association will be under the following classes:
 - (i) Dragon boating;
 - (ii) Kayaking;
 - (iii) Rowing;
 - (iv) Radio Sailing;
 - (v) Friends;
 - (vi) Life and Honorary Members.
- (b) The Executive Committee may add or remove classes of membership as is deemed appropriate from time to time.

5.3 Friends

- (a) Friends are persons who demonstrate an interest or investment in the water sports of dragon boating, kayaking, rowing and radio sailing or the facility Champion Lakes Regatta Centre.
- (b) Friends shall be entitled to the benefits of membership except the right to

vote.

5.4 Life and Honorary Membership

(a) Any individual person who, in the opinion of the Executive Committee, has made an outstanding contribution of lasting benefit to the Association, may be nominated by the Executive Committee for Life Membership.

(b) Such nomination, if accepted by the person nominated, will be submitted to the Annual General Meeting for approval by a special resolution passed by a 2/3 majority of Members present and voting.

(c) Life Membership will confer on the individual person an exemption from the liability to pay any annual subscription.

(d) At the discretion of the Executive Committee, Honorary membership may be conferred for a limited period of time:

- (i) on a person, for an outstanding contribution to the water sports of dragon boating, kayaking, rowing and radio sailing; or
- (ii) for a distinguished visitor.

5.5 Application and Admission For Membership

(a) An application for membership must be:

- (i) in writing on the form prescribed from time to time by the Executive Committee and lodged with the Secretary;
- (ii) accompanied by the appropriate fee, if any.

(b) A person may apply for and hold membership under more than one class of membership.

(c) Applications for membership to:

- (i) Water Sports,
- (ii) Friends, and
- (iii) any other class of membership that may be determined by the Executive Committee pursuant to Rule 10.1 (b) shall be determined by the relevant sub-committee which may accept or reject the application.

(d) Where an application for membership is accepted, the applicant shall become a Member. Membership of the Association shall be deemed to commence upon such acceptance of the application.

(e) Where an application for membership is rejected any fees forwarded with the application shall be refunded and the application shall be deemed rejected by the Association.

(f) Where an application for membership is rejected by a sub-committee pursuant to Rule 5.6(d) the applicant may, within seven days of receiving notice of the decision to reject the application, appeal the decision to the Executive Committee, in which case the provisions of Rule 8.2(c) shall apply (with the necessary changes) to such appeal. The Executive Committee's decision on the appeal is final.

6. EFFECT OF MEMBERSHIP

6.1 Contract

Members acknowledge and agree that:

(a) this Constitution constitutes a contract between each of them and the Association and that they are bound by this Constitution and any Regulations;

(b) they shall comply with and observe this Constitution and any Regulations and any determination, resolution or policy which may be made or passed by the Executive Committee or any duly authorized sub-committee;

(c) by submitting to this Constitution and any Regulations the Member is subject to the jurisdiction of the Association;

6.2 Liability

The Members of the Association shall have no liability to contribute towards the payment of debts and liabilities of the Association or the costs, charges and expenses of winding up the Association except to the amount of any unpaid membership or application fee.

7. REGISTER OF MEMBERS OF THE ASSOCIATION

7.1 Register of Members

a) The Secretary must make sure that the register of members is up to date in accordance with the Act

i) When deemed suitable, the Committee may allow the State or National body of a water sport to maintain the club membership register of that water sport on behalf of Champion Lakes Boating Club, providing the register is readily available to the club

ii) The secretary must maintain a register of members not included on a State or National body register (i.e, not deemed suitable by the committee)

b) The Register must contain:

i) The full name of each Member

ii) The postal or residential addresses of each Member

iii) The date on which the person became a Member

- c) Any change in membership of the Association must be recorded in the Register within 28 days after the change occurs
- d) The register must be kept and maintained at the Secretary's place of residence or at such other place as committee decides.

7.2 Inspecting the Register

- (a) Any Member is able to inspect the register free of charge, at such time and place as is mutually convenient to the Association and the Member.
- (b) A Member must contact the Secretary to request to inspect the register.
- (c) The Member may copy by hand details from the register but has no right to remove the register for that purpose.

7.3 Copy of the Register

- (a) A Member may request a copy of the register.
- (b) A member must request a copy of the register in writing and is required to give 7 days notice.

7.4 Prohibited Use of Information

A Member must not use or disclose the information on the register:

- (a) to gain access to information that another Member has deliberately denied them;
- (b) to contact, send material to the Association or a Member for the purpose of advertising for political, religious, charitable or commercial purposes;
or
- (c) for any other purpose unless the use of the information is approved by the Association and for a purpose that is directly connected with the affairs of the Association.

8. TERMINATION OF MEMBERSHIP

8.1 Resignation

A Member may resign from the Association by giving notice in writing to the Secretary and such resignation shall take effect on the date provided in the notice, or if no such date, the date of the notice.

8.2 Expulsion

- (a) Where the Executive Committee is advised or considers that a Member has allegedly:

- (i) breached, failed, refused or neglected to comply with a provision of the Constitution, any Regulations or any resolution or determination of the Executive Committee or any duly authorised sub-committee; or
- (ii) acted in a manner unbecoming of a Member or prejudicial to the objects and interests of the Association; or
- (iii) brought the Association into disrepute;

the Executive Committee may commence proceedings to expel that Member, and that Member will be subject to, and submits unreservedly to the jurisdiction, procedures, penalties and appeal mechanisms of the Association as set out in this Rule.

(b) Where proceedings are so commenced the Executive Committee shall give, or cause to be given, to the Member written notice specifying:

- (i) the time, date and place of the Executive Committee meeting at which the disciplinary proceedings will be conducted; and
- (ii) the reasons for the proposed expulsion, not less than 30 days before the date of that Executive Committee meeting.

(c) The Executive Committee must:

- (i) at the Executive Committee meeting, and after giving the Member a reasonable opportunity to be heard by, or to make representations in writing to the Executive Committee, decide whether to expel that Member; and
- (ii) after deciding whether or not to expel that Member, advise the Member of its decision in writing.

(d) A Member who is expelled may appeal against that expulsion in accordance with the provisions of Rule 23 Dispute Resolution.

8.3 Effect of Termination

Any member who has resigned or been expelled or whose membership of the Association has otherwise ceased shall as from the date of such resignation, expulsion or cessation, cease to have any right or interest in the property or privileges of the Association and all subscriptions, fines or other moneys paid or payable by such member prior to such date shall be retained or recoverable (as the case may be) by the Association and such member shall have no claim to any rebate in or reduction thereof

9. SUBSCRIPTIONS AND LEVIES

(a) The Executive Committee may from time to time determine the amount of the entrance fee, if any, to be paid by each applicant on application for membership.

- (b) The Executive Committee may from time to time determine:
- (i) the amount of the annual membership fee, if any, to be paid by each Member or each class of Member;
 - (ii) the amount of any levy, if any, to be paid by each Member or each class of Member; and
 - (iii) from annual membership fees payable, the amount to be allocated towards administrative costs and for each class of membership.
- (c) The annual membership fee payable by a member or class of membership is due and payable in advance on 1 July in each year, unless
- (i) The water sport has adopted the renewal procedures of the relevant National or State body, or
 - (ii) The water sport has adopted a different renewal procedure approved by the committee.
 - (iii) For a non water sport member (eg Friends);
 - a. The annual membership fee by a Member is due and payable on the 1st of July each year.
 - (iv) If a member fails to pay the annual fee or any levy provided for by this Rule by the date due, the Member ceases to be a member
- (d) If a Member fails to pay the annual fee or any levy provided for in this Rule within three months of the fee or levy being due, that Member ceases to be a Member.
- (e) If a Member ceases to be a Member under this Rule, and subsequently pays to the Association all the outstanding fees or levies as the case may be, the Executive Committee may, if it thinks fit, reinstate the Member to membership.

10. EXECUTIVE COMMITTEE

10.1 Composition

- (a) The Executive Committee consists of:
- (i) the President;
 - (ii) the Secretary;
 - (iii) the Treasurer;
 - (iv) One Member from each Water Sport; and
 - (v) One Member from the Friends.
- (b) In the event that the Executive Committee creates a new class of membership, based upon a discrete activity that is consistent with the Associations Objects and use of the Champion Lakes Regatta facility, the Executive Committee shall:

- (i) establish a new sub-committee for that discrete activity (to which the provisions of Rule 12 apply), and
- (ii) include in the membership of the Executive Committee one Member from that discrete activity.

10.2 Casual vacancy

(a) A casual vacancy occurs in the Executive Committee if a member of the Executive Committee:

- (i) dies;
- (ii) ceases to be a Member for any reason;
- (iii) becomes insolvent under administration within the meaning of the Corporations Act;
- (iv) becomes permanently incapacitated by mental or physical ill health;
- (v) resigns from the Executive Committee;
- (vi) is absent from more than three Executive Committee meetings without tendering an apology to the person presiding at each of those meetings,

(b) Where a casual vacancy so occurs the Executive Committee may fill that vacancy at a duly convened Executive Committee meeting.

(c) The person appointed to fill such vacancy will hold office for the balance of the term for which his or her predecessor was elected.

(d) No decision of the Executive Committee is invalid solely for the reason that a casual vacancy on the Executive Committee has not been filled by the Executive Committee.

10.3 Term of Office

(a) Each member of the Executive Committee shall be appointed for a term of one year.

(b) All retiring members of the Executive Committee are eligible to nominate for re-election to the Executive Committee.

10.4 Quorum

The quorum for Executive Committee meeting IS 5 Executive Committee members to be present and entitled to vote.

10.5 Vice President

(a) At the first meeting of the Executive Committee following the Annual General Meeting, a Vice President shall be elected from the membership of the Executive Committee.

(b) The Vice President shall retain the title of Vice President until the next Annual General Meeting.

10.6 Procedure

(a) The President may convene an Executive Committee meeting at any time provided that an Executive Committee meeting shall be held at least once every 3 months for the dispatch of business.

(b) An Executive Committee meeting is chaired by the President, or, in the absence of the President, by the Vice President.

(c) Executive Committee meetings may take place:

(i) where the members of the Executive Committee are physically present together; or

(ii) where the members of the Executive Committee are able to communicate by using any technology that reasonably allows the member to participate fully in discussions as they happen in the meeting and in making decisions, provided that the participation of the member in the meeting must be made known to all other members of the Executive Committee.

(d) The members of the Executive Committee present at the Executive Committee meeting are to determine the procedure and order of business to be followed at the meeting.

10.7 Voting

(a) Each member of the Executive Committee shall have 1 deliberative vote unless such member or members are Friends, in which case that or those persons do not have a vote.

(b) Voting at meetings of the Executive Committee shall be by a show of hands and Resolutions carried by a simple majority. The President will have a casting vote if necessary.

10.8 Proxy

(a) Each member of the Executive Committee other than the Office Holders may appoint, from time to time, a proxy to attend at meetings of the Executive Committee.

(b) Any proxy so appointed must be Member of the Association and will otherwise hold all the powers of the member of the Executive Committee that the person is acting as proxy for.

10.9 Powers of the Executive Committee

(a) The Executive Committee is responsible for the proper conduct of the affairs of the Association under the terms of this Constitution and any Regulations.

(b) Subject to the Act, the Rules and to any lawful Resolution passed by the Association in General Meeting, the Executive Committee:

(i) may exercise all powers and functions as may be exercised by the Association, other than those powers and functions that are required by these Rules to be exercised by Members at a General Meeting;

(ii) has power to perform all acts and do all things as appear to the Executive Committee to be necessary or desirable for the proper management of the business and affairs of the Association; and

(iii) may make, amend and repeal Regulations for the management of the Association provided that the Regulations are not inconsistent with these Rules or the Act.

11. ELECTION OF OFFICE HOLDERS

(a) The Office Holders of the Association shall be the President, Secretary and Treasurer.

(b) The Office Holders are to be elected at the Annual General Meeting of the Association and, once elected, hold office until the close of the Annual General Meeting in the following year.

(c) The Executive Committee must appoint 2 returning officers who may be Members of the Association prior to the election of the Office Holders at the Annual General Meeting, who shall be responsible for the proper conduct of the ballot in accordance with this Rule.

(d) Any Member of the Association can nominate for any or all the Office Holder positions, provided that all the Office Holder positions are not held by Members from one Water Sport only.

(e) All nominations are to be in writing and signed by the Member and delivered to the Secretary prior to the commencement of the Annual General Meeting.

(f) The election of the Office Holders must be conducted by way of a secret ballot and the ballot counted using the exhaustive preferential method.

(g) The returning officers are responsible for collecting and counting the

ballot and declaring as elected the candidate who receives an absolute majority of votes.

12. WATER SPORTS AND FRIENDS (SUB-COMMITTEES GENERALLY)

12.1 Establishment of sub-committees

Subject to Rule 10.1 (b) there shall be 4 sub-committees of the Association, being the sub-committees of:

- (a) rowing;
- (b) kayaking;
- (c) dragon boating;
- (d) radio sailing; and
- (e) friends

12.2 Composition

Each sub-committee, shall consist of up to eight Members drawn from the respective group as the case may be.

12.3 Appointment to Executive Committee

(a) Each sub-committee shall appoint, either from its membership or from the Members involved in the relevant group, one Member to the Executive Committee.

(b) The appointment shall be made no less than 28 days prior to the Annual General Meeting of the Association.

(c) The Member so appointed shall hold office on the Executive Committee until the end of the Annual General Meeting in the following year and shall be eligible for re-appointment.

12.4 Powers of sub-committees

Subject to the Rules, each sub-committee has the power to:

(a) perform all acts and do all things as appear to the sub-committee to be necessary or desirable for the proper management of the business and affairs of the sub-committee;

(b) make, amend and repeal By-laws for the management of the sub-committee and the respective Water Sport provided that such Bylaws are not inconsistent with these Rules or the Act.

13. ANNUAL GENERAL MEETING

13.1 Convening

(a) Subject to this Rule, the Association must Convene an Annual General Meeting within 4 months after the end of the Association's Financial Year.

(b) The Association may hold its first Annual General Meeting at any time within the period of 18 months after incorporation under the Act.

13.2 Notice of Annual General Meeting

(a) Notice of every Annual General Meeting shall be given to Members in writing at the address appearing in the register kept by the Association.

(b) Such notice shall be given at least twenty eight (28) days prior to the Annual General Meeting and shall specify

- (i) the place and day and hour of the Annual General Meeting; and
- (ii) the particulars and order of business to be conducted at the Annual General Meeting.

13.3 Notices of Motion

All notices of motion for inclusion at an Annual General Meeting must be submitted in writing to the Secretary no less than twenty one (21) days prior to the Annual General Meeting.

13.4 Business to be Conducted

At each Annual General Meeting, the Association:

(a) must confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that meeting;

(b) must receive the Association's accounts for the last Financial Year;

(a) must appoint an auditor;

(b) must elect the Office Holders; and

(e) may fix any remuneration for the members of the Executive Committee.

14. SPECIAL GENERAL MEETING

(a) The Executive Committee shall, whenever required by the Rules or considered necessary, convene a Special General Meeting.

(b) Notice of such Special General Meeting shall be given in accordance with Rule 13.2.

15. PROCEDURE AT GENERAL MEETINGS

15.1 Quorum

(a) No business is to be conducted at a General Meeting unless a quorum of Members entitled to vote under these Rules is present at the time when the meeting is convened.

(b) 5% of Members personally present (being Members entitled to vote under these Rules at a General Meeting) will constitute a quorum for the conduct of business at a General Meeting.

(c) If, within half an hour of the time appointed for the commencement of a General Meeting, a quorum is not present the meeting is to stand adjourned to:

- (i) the same time and day in the following week; and
- (ii) the same place unless another place is specified by the Chairperson at the time of the adjournment or by written notice to the Members given before the day to which the meeting is adjourned.

(d) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the commencement of the meeting the Members personally present shall constitute a quorum.

15.2 Chairperson

(a) The President or, in the President's absence, the Secretary, is to preside as chairperson of each General Meeting.

(b) If the President and the Secretary are absent or unwilling to act, the remaining Members must choose one of their number to preside as chairperson at the General Meeting.

15.3 Adjournment

(a) The person presiding over a General Meeting, at which a quorum is present, may adjourn the meeting from time to time and place to place with the consent of a majority of Members present at the meeting.

(b) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.

(c) When a General Meeting is adjourned for 21 days or more, the Secretary must give notice of the adjourned meeting in accordance with Rule 13.2 as if that General Meeting was a new General Meeting.

15.4 Voting

- (a) Resolutions shall be determined by a majority of votes.
- (b) Each Member has only one vote at a General Meeting.
- (c) In the case of an equality of votes at a General Meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.

15.5 Poll

- (a) At a General Meeting, a poll on any question may be demanded by:
 - (i) the chairperson of the meeting; or
 - (ii) at least ten Members present in person.
- (b) If a poll is demanded at a General Meeting, the poll must be taken in a manner as the chairperson of the meeting directs and a declaration by the chairperson of the result of the poll is evidence of the matter so declared.
- (c) If a Poll is demanded at a General Meeting, the poll must be taken:
 - (i) immediately in the case of a poll which relates to electing a person to preside over the meeting;
 - (ii) immediately in the case of a poll which relates to adjourning the meeting; or
 - (iii) in any other case, in the manner and time before the close of the meeting as the chairperson directs.

16. MINUTES OF MEETINGS

- (a) The Secretary must keep minutes of the Resolutions and proceedings of all General Meeting and Executive Committee meetings together with a record of the names of persons present at each meeting.
- (b) The minutes are to be taken and then to be entered, within 30 days after the holding of each meeting, into a minute book kept for that purpose.
- (c) The Chairperson must ensure that the minutes of a General Meeting or Executive Committee meeting are reviewed and signed as correct by;
 - (i) the chairperson of the General Meeting or Executive Committee meeting to which those minutes relate; or
 - (ii) the chairperson of the next succeeding General Meeting or Executive Committee meeting.
- (d) When minutes have been entered and signed as correct under this Rule, they are, unless the contrary is proved, evidence that:
 - (i) the General Meeting or Executive Committee meeting to which

they relate was duly convened and held;
(ii) all proceedings recorded as having taken place at the General Meeting or Executive Committee meeting did in fact take place at the meeting; and
(iii) all appointments or elections purpmtng to have been made at the meeting have been validly made.

(e) The minute book may be inspected by a Member pursuant to the Rules.

17. PATRON

The Association may seek to appoint:

(a) a suitable person as Patron of the Association; and

(b) up to two suitable people to be Vice-Patrons of the Association.

18. APPLICATION OF INCOME

18.1 Income and Property Applied to Objects

The income and property of the Association shall be applied solely towards the promotion of the Objects and aims of the Association.

18.2 No Income to Members

Except as otherwise prescribed in this Constitution no portion of the income or property of the Association shall be paid or transferred, directly or indirectly by way of dividend, bonus or otherwise to any Member; and

18.3 Payments in Good Faith

Nothing contained in this Rule shall prevent payment in good faith of or to any Member for:

(a) any services actually rendered to the Association whether as an employee or otherwise;

(b) goods supplied to the Association in the ordinary and usual course of operation;

(c) interest on money borrowed from any Member;

(d) rent for premises demised or let by any Member to the Association;

(e) any out-of-pocket expenses incurred by the Member on behalf of the Association; or

(f) any other reason;

provided that any such payment shall not exceed the amount ordinarily payable between ordinary commercial parties dealing at arm's length in a similar transaction.

19. FUNDS AND ACCOUNTS

19.1 Control of Funds

(a) The funds of the Association must be kept in an account in the name of the Association in a financial institution determined by the Executive Committee.

(b) Subject to the Rules and any Resolution passed by the Association at Annual General Meeting, the funds of the Association are to be used in pursuance of the objects of the Association.

(c) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments of the Association must be signed by:

(i) the Treasurer and one other member of the Executive Committee; or

(ii) the Treasurer and such other person authorised by the Executive Committee.

19.2 Inter Discipline Funds

Where funds have been collected by a particular sub-committee, such funds shall be held to the credit of and dealt with by that sub-committee, provided that the use of such funds is in compliance with the Objects and aims of the Association.

19.3 Financial Year

The Financial Year of the Association shall commence on the 1st day of July and end on the 30th day of June of the following year.

19.4 Accounts

The Association must keep accounting records for at least 7 years in accordance with the Act for the purposes of:

(a) preparing true and fair statements of the accounts; and

(b) conveniently and properly auditing the accounts.

20. AUDIT

(a) At the Annual General Meeting, Members shall appoint an auditor who is

not a Member, or the spouse, parent or child of a member of the Executive Committee.

(b) At least once in every year the accounts of the Association must be audited by the auditor.

21. THE ASSOCIATION'S BOOKS AND RECORDS

21.1 Custody of the Books

Unless the members resolve otherwise at a general meeting, The Treasurer must have custody of all securities, books and documents of a financial nature and accounting records of the association, and the Secretary have custody of all other documents, records, and registers of the Association

Where the Committee deems appropriate, the committee may allow the relevant National or State water sport body to

- a. Hold the membership records on behalf of the club, providing those records are readily accessible by the committee and
- b. Carry out invoicing of club membership fees via an approved online Club Management Package providing that the resulting financial data is readily accessible by the committee..

21.2 Inspecting the Books

(a) Subject to these Rules, a Member is able to inspect the Books of the Association free of charge at such time and place as is mutually convenient to the Association and the Member.

(b) A Member must contact the Treasurer to request to inspect the Books of the Association.

21.3 Prohibition on Use of Information

A Member must not use or disclose information in the Books of the Association except for a purpose that:

- (a) is directly connected with the affairs of the Association; or
- (b) is related to administering the Act.

21.4 Returning the Books

Outgoing members of the Executive Committee are responsible for transferring all relevant assets and records to new members of the Executive Committee within 14 days of ceasing to be a member of the Executive.

22. CUSTODY AND USE OF THE COMMON SEAL

The Executive Committee must provide for the safe custody of the Seal of the Association, which can only be used with the authority of the Executive Committee, and every instrument to which the Seal is affixed must be signed by:

(a) any two members of the Executive Committee; or

(b) one member of the Executive Committee and such other person authorised by the Executive Committee.

23. DISPUTE RESOLUTION

23.1 Disputes arising under or relating to the Rules

(a) This Rule applies to:

(i) disputes between Members; and

(ii) disputes between the Association and one or more Members.

(b) A Member wishing to initiate the procedure under this Rule must give written notice to the Secretary of the parties to, and the details of, the dispute.

(c) The Secretary must convene an Executive Committee meeting within 28 days after the Secretary receives notice of the dispute under this Rule for the Executive Committee to determine the dispute.

(d) At the Executive Committee meeting called pursuant to this Rule, all parties to the dispute shall be provided with a reasonable opportunity to state their respective cases orally, or in writing, or both.

(e) The Secretary must inform the parties to the dispute of the Executive Committee's decision within 7 days after the Executive Committee meeting called pursuant to this Rule.

(f) If any party to the dispute is dissatisfied with the Executive Committee's decision that party may appeal the decision to a Special General Meeting as set out in this Rule.

23.2 Resolution by Special General Meeting

(a) The Secretary must convene a Special General Meeting within 60 days after the Secretary receives the appeal notice.

(b) The Secretary must ensure that when notice of the Special General Meeting at which the dispute is to be considered is given to Members, such notice is to include details of the parties to and nature of the dispute.

(c) At the Special General Meeting convened pursuant to this Rule, all parties to the dispute shall be provided with a reasonable opportunity to state their respective cases orally, or in writing, or both.

(d) After hearing the parties, the Members at the Special General Meeting must by resolution confirm, vary or set aside the decision of the Executive Committee.

(e) The decision of the Members at the Special General Meeting is final and binding on the parties to the dispute.

24. REGULATIONS

(a) The Executive Committee may make Regulations that are consistent with the Constitution and are conducive to the proper conduct of the Association.

(b) Regulations so made will become effective 30 days after notification to Members or a particular class of Members.

25. DISTRIBUTION OF SURPLUS ON WINDING UP

(a) If the Association is solvent, the Association may be dissolved or be wound up by a special Resolution of Members at a Special General Meeting called for that purpose.

(b) If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association, and the payment of the costs, charges and expenses of that winding up, that property may be distributed:

(i) to another incorporated association having similar objects to those of the Association; or

(ii) for charitable purposes, as determined by a Resolution of Members when authorising and directing the Executive Committee to prepare a distribution plan for the distribution of the surplus property of the Association in accordance with the Act.

26. CONFLICTS

26.1 Conflict of Interest

(a) A member of the Executive Committee shall declare an interest in any:

(i) contractual matter;

(ii) selection matter;

(iii) disciplinary matter; or

(iv) other financial matter;

in which a conflict of interest arises or may arise, and shall, unless otherwise determined by the Executive Committee, remain absent from discussions of such matter and shall not be entitled to vote in respect of such matter.

(b) In the event of any uncertainty as to whether it is necessary for a member of the Executive Committee remain absent from discussions and refrain from voting, the issue should be immediately determined by vote of the Executive Committee, or if this is not possible, the matter shall be adjourned or deferred.

26.2 Disclosure of Interests

(a) The nature of the interest of a member of the Executive Committee must be declared by the member at the meeting of the Executive Committee at which the contract or other matter is first taken into consideration if the interest then exists or in any other case at the first meeting of the Executive Committee after the acquisition of the interest.

(b) If a member of the Executive Committee becomes interested in a contract

or other matter after it is made or entered into the declaration of the interest must be made at the first meeting of the Executive Committee held after the member becomes so interested.

26.3 Recording Disclosures

It is the duty of the Secretary to record in the minutes any declaration made or any general notice given by a member of the Executive Committee in accordance with this Rule.

27. AMENDMENT

(a) No new rule can be made, or any existing rule altered or repealed except by a special resolution passed by not less than 75% of Members present and voting at a duly convened General Meeting.

(b) The Secretary must ensure that when notice of the General Meeting at which the proposed amendment is to be considered is given to Members, such notice is to include the terms of the proposed amendment.

(c) The Association must keep in an up-to-date condition a copy of the Constitution, and upon the request of a Member, must make the Constitution available for inspection by the Member, and the Member may make a copy of, or take an extract from, the Constitution but shall have no right to remove the Constitution for any purpose.