



**RULES OF**  
**ST. FINBAR'S NETBALL CLUB INC.**  
**Incorporation No: A0062361A**  
**October 2014**

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# RULES OF ST. FINBAR'S NETBALL CLUB INC.

## PART 1 - PRELIMINARY

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### 1. Name

The name of the incorporated body shall be St. Finbar's Netball Club Inc. and be referred to in these Rules as "Club".

### 2. Purpose

The purpose of the St. Finbar's Netball Club Inc. is—

- To promote the game of netball within the St Finbar's and surrounding parishes;
- To encourage school age participants to be involved in a sport, to learn skills associated with netball and to gain fitness;
- To give players an understanding of the camaraderie and teamwork associated with being involved in a team;
- To train, coach and educate players about the game of netball; and
- To develop a sense of community.

### 3. Financial Year

The financial year of the Club is each period of 12 months ending September 30<sup>th</sup>.

### 4. Definitions

In these Rules—

**Absolute majority**, of the Committee, means a majority of the committee members currently holding office and entitled to vote at the time (as distinct from a majority of committee members present at a committee meeting).

**Chairperson**, of a general meeting or committee meeting, means the person chairing the meeting as required under the rules.

**Committee** means the Committee having management of the business of the Club.

**Committee meeting** means a meeting of the Committee held in accordance with these Rules (as distinct from General Meetings).

**Committee member** means a member of the Committee elected or appointed under these rules.

**Disciplinary appeal meeting** means a meeting of the members of the Club convened under rule 23(3).

**Disciplinary meeting** means a meeting of the Committee convened for the purposes of rule 22.

**Disciplinary subcommittee** means the subcommittee appointed under rule 20.

**Financial year** means the 12 month period specified in rule 3.

**General meeting** means a general meeting of the members of the Club convened in accordance with Part 4 and includes an annual general meeting, a special general meeting and a disciplinary appeal meeting (distinct from Committee Meetings).

**Member** means a member of the Club including Playing Members, Non-Playing Members, Life Members and Other Members as defined under rule 8.

**Special resolution** means a resolution that requires not less than three-quarters of the members voting at a general meeting to vote in favour of the resolution.

**The Act** means the **Clubs Incorporation Reform Act 2012** and includes any regulations made under that Act.

**The Registrar** means the Registrar of Incorporated Associations.

**Voting Member** means a member who under rule 14 is entitled to vote at a general meeting.

## 5. Alteration of the rules

These Rules and the statement of purposes of the Club must not be altered except in accordance with the Act.

## PART 2 – POWERS OF THE CLUB

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### 6. Powers of The Club

(1) Subject to the Act, the Club has power to do all things incidental or conducive to achieve its purposes.

(2) Without limiting sub rule (1), the Club may:

- a. acquire, hold and dispose of real or personal property;
- b. open and operate accounts with financial institutions;
- c. invest its money in any security in which trust monies may lawfully be invested;
- d. raise and borrow money on any terms and in any manner as it thinks fit;
- e. secure the repayment of money raised or borrowed, or the payment of a debt or liability;
- f. appoint agents to transact business on its behalf;
- g. enter into any other contract it considers necessary or desirable.

(3) The Club may only exercise its powers and use its income and assets (including any surplus) for its purposes.

## 7. Not for profit organisation

- (1) The Club must not distribute any surplus, income or assets directly or indirectly to its members.
- (2) Sub rule (1) does not prevent the Club from paying a member—
  - a. reimbursement for expenses properly incurred by the member; or
  - b. for goods or services provided by the member,  
if this is done in good faith on terms no more favourable than if the member was not a member and if a valid tax invoice proving payment is provided.

### Note

Section 33 of the Act provides that an incorporated association must not secure pecuniary profit for its members. Section 4 of the Act sets out in more detail the circumstances under which an incorporated association is not taken to secure pecuniary profit for its members.

## PART 3 – MEMBERS

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### 8. Minimum number of members

The Club must have at least 5 members.

### 9. Who is eligible to be a member

Any person who supports the purposes of the Club is eligible for membership.

### 10. Types of Members

- (1) Members of the Club shall be as follows:
  - a. **Playing Member** - shall mean and include all persons registered as players, competing in any and all competitions representing the Club, who has paid their annual fees or subscriptions payable under these Rules.
  - b. **Non Playing Member** shall mean and include –
    - i. persons registered as coaches;
    - ii. committee members;
    - iii. a parents/guardian designated on the registration form of a Playing Member and/or parent/guardian of another non-playing member aged 17 years or under.
  - c. **Life Member** shall mean and include members elected as Life Members by the Committee.
  - d. **Other Members** - Such other category or categories of Members as determined by the Committee from time to time.
- (2) An individual may hold membership under more than one of the above categories simultaneously.

(3) Membership does not necessarily carry voting right - refer to rule 14.

## **11. Application for Membership**

Interested persons can apply for membership as follows:

### **(1) Playing Member -**

- a. submit a registration form as per Club instructions (which may vary from year to year) stating that the person—
  - i. supports the purposes of the Club; and
  - ii. agrees to comply with these Rules; and
- b. pay the appropriate registration fee.

### **(2) Non Playing Members can apply as follows—**

- a. for coaches – contact a member of the committee and express an interest; or
- b. for Committee members – nominate for a position at the Annual General Meeting as per rule 47; or
- c. for all parents/guardians – upon application for membership of the relevant playing or non-playing member aged 17 years or under.

(3) **Life Member** – Chosen by the Committee.

(4) **Other Members** – As determined by the Committee.

## **12. Consideration of application and commencement of membership**

(1) Membership of the St. Finbar's Netball Club Inc. shall commence –

- a. **Playing Members** - on payment of any fees set for that current year.
- b. **Non Playing Members** –
  - a. for coaches – upon acceptance of Letter of Offer; or
  - b. for committee members – upon election to the committee; or
  - c. for parents/guardians – upon membership commencing for the relevant playing or non-playing member aged 17 years or under.
- c. **Life Member** - upon election by the Committee.
- d. **Other Members** – As determined by the Committee.

(2) The committee has the right to determine whether to approve or reject any application for membership.

(3) If the Committee rejects the application, it must return any money accompanying the application to the applicant.

(4) No reason need be given for the rejection of an application.

## **13. Subscription and Fees**

- (1) The Committee shall determine annually any subscriptions and fees payable by members or classes of members, the benefits that apply to, the time for, the duration of, and the manner of payment.

- (2) The Committee may determine that any new members who join after the start of a competition season, for that competition season, pay a fee equal to:
  - a. the full subscription or fee; or
  - b. a pro-rata subscription or fee based on the remaining part of the competition season; or
  - c. a fixed amount determined from time to time by the Club.

#### **14. Voting and general rights of members**

- (1) A member is entitled to vote if—
  - a. more than 10 business days have passed since he or she became a member of the Club; and
  - b. the member's membership rights are not suspended for any reason; and
  - c. he/she is a Playing Member who is 18 years of age or older; or
  - d. with respect to Non Playing Members-
    - i. he/she is a registered coach with the Club who is 18 years of age or older; or
    - ii. he/she is a parent/guardian designated on the registration form of a playing member or parent/guardian of another non-playing member aged 17 years or under. Only one vote per family of children aged 17 years or under is allowed; or
  - e. he/she is a life member; or
  - f. he/she is an Other Member that the Club has designated with voting rights.
- (2) A voting member of the Club has the right—
  - a. to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
  - b. to submit items of business for consideration at a general meeting; and
  - c. to attend and be heard at general meetings; and
  - d. to have access to the minutes of general meetings and other documents of the Club as provided under rule 70; and
  - e. to inspect the register of members.

#### **15. Rights not Transferable**

The rights of a member are not transferable and end when membership ceases.

#### **16. Ceasing Membership**

- (1) Membership ceases-
  - a. **Playing Members** - membership for the current year ceases when the registration period opens for the following year.



- b. **Non Playing Members** –
    - a. for coaches – as at September 30th; or
    - b. for committee members – upon vacation of all positions at the Annual General Meeting; or
    - c. for all parents and/or guardians – upon membership ceasing for the relevant playing or non-playing member aged 17 years or under.
  - c. **Life Member** - upon death.
  - d. **Other Members** – as determined by the Committee.
- (2) The membership of a person also ceases on resignation (rule 17), expulsion (22) or death.
- (3) If a person ceases to be a member of the Club, the Secretary must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

## 17. Resigning as a member

A member may resign by notice in writing given to the Club.

## 18. Register of Members

- (1) The Secretary must keep and maintain a register of all members containing:
- a. the name and address of each member;
  - b. the date on which each member paid their registration fee;
  - c. the type of membership; and
  - d. Any other information determined by the Committee
- (2) The register is available for inspection free of charge by any voting member upon reasonable request, at the discretion of the Committee.

### Note

Under section 59 of the Act, access to the personal information of a person recorded in the register of members may be restricted in certain circumstances. Section 58 of the Act provides that it is an offence to make improper use of information about a person obtained from the Register of Members.

## PART 4 – DISCIPLINARY ACTION

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## 19. Grounds for taking disciplinary action

The Club may take disciplinary action against a member in accordance with this Part of the Rules if it is determined that the member—

- a. has failed to comply with these Rules; or
- b. refuses to support the purposes of the Club; or
- c. has failed to comply to any relevant Club code of conduct; or
- d. has engaged in conduct prejudicial to the Club.

## **20. Disciplinary subcommittee**

- (1) If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.
- (2) The members of the disciplinary subcommittee—
  - a. may be Committee members, members of the Club or anyone else; but
  - b. must not be biased against, or in favour of, the member concerned.

## **21. Notice to member**

- (1) Before disciplinary action is taken against a member, the Secretary must give written notice to the member—
  - a. stating that the Club proposes to take disciplinary action against the member; and
  - b. stating the grounds for the proposed disciplinary action; and
  - c. specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the ***disciplinary meeting***); and
  - d. advising the member that he or she may do one or both of the following—
    - i. attend the disciplinary meeting and address the disciplinary subcommittee at that meeting; and/or
    - ii. give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting.
  - e. setting out the member's appeal rights under rule 23.
- (2) The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.

## **22. Decision of subcommittee**

- (1) At the disciplinary meeting, the disciplinary subcommittee must—
  - a. give the member an opportunity to be heard; and
  - b. consider any written statement submitted by the member.
- (2) After complying with sub rule (1), the disciplinary subcommittee may—
  - a. take no further action against the member; or
  - b. subject to sub rule (3)—
    - i. reprimand the member; or
    - ii. suspend the membership rights of the member for a specified period; or
    - iii. expel the member from the Club.
- (3) The disciplinary subcommittee may not fine the member.

- (4) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

### **23. Appeal rights**

- (1) A person whose membership rights have been suspended or who has been expelled from the Club under rule 22 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- (2) The notice must be in writing and given—
  - a. to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
  - b. to the Secretary not later than 48 hours after the vote.
- (3) If a person has given notice under sub rule (2), a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but in any event not later than 21 days, after the notice is received.
- (4) Notice of the disciplinary appeal meeting must be given to each voting member of the Club as soon as practicable and must—
  - a. specify the date, time and place of the meeting; and
  - b. state—
    - i. the name of the person against whom the disciplinary action has been taken; and
    - ii. the grounds for taking that action; and
    - iii. that at the disciplinary appeal meeting the voting members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

### **24. Conduct of disciplinary appeal meeting**

- (1) At a disciplinary appeal meeting—
  - a. no business other than the question of the appeal may be conducted; and
  - b. the Committee must state the grounds for suspending or expelling the member and the reasons for taking that action; and
  - c. the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
  - d. Voting members at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- (2) A member may not vote by proxy at the meeting.
- (3) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

## **PART 5 – GRIEVANCE PROCEDURE**

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## **25. Grievance Procedure - Disputes and Mediation**

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between:
  - a. a member and another member; or
  - b. a member and the Committee; or
  - c. a member and the Club.
- (2) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.
- (3) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (4) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- (5) The mediator must be:
  - a. a person having knowledge and expertise in relation to netball; or
  - b. a person chosen by agreement between the parties; or
  - c. in the absence of agreement:
    - i. in the case of a dispute between a member and another member, a person appointed by the committee of the Club; or
    - ii. in the case of a dispute between a member and the Committee or the Club, a person who is a mediator appointed by such independent mediation service as is determined by the President.
- (6) A member of the Club can be a mediator.
- (7) The mediator cannot be a member who is a party to the dispute.
- (8) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (9) The mediator, in conducting the mediation, must:
  - a. give the parties to the mediation process every opportunity to be heard; and
  - b. allow due consideration by all parties of any written statement submitted by any party; and
  - c. ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
  - d. allow each of the parties to have an adult representative, who is not already a party to the dispute, and who shall not be legally trained or qualified.
- (10) The mediator must not determine the dispute.

If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

## **PART 6 – GENERAL MEETINGS**

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General meetings are Annual General Meetings (AGM) or special general meetings.

### **26. Annual General Meetings**

- (1) The Committee must convene an AGM of the Club to be held within 5 months after the end of each financial year.
- (2) Despite sub rule (1), the Club may hold its first AGM at any time within 18 months after its incorporation.
- (3) The committee may determine the date, time and place of the AGM of the Club.
- (4) The ordinary business of the AGM shall be:
  - a. To confirm the minutes of the previous AGM and of any special general meeting held since that meeting; and
  - b. to receive and consider
    - i. the annual report of the Committee on the activities of the Club during the preceding financial year; and
    - ii. the financial statements of the Club for the preceding financial year submitted by the Committee in accordance with Part 7 of the Act;
  - c. To elect committee members of the Club; and
- (5) The AGM may conduct any special business of which notice has been given in accordance with these Rules.

### **27. Special General Meetings**

- (1) Any general meeting of the Club, other than an AGM or a disciplinary appeal meeting, is a special general meeting.
- (2) The Committee may convene a special general meeting whenever it thinks fit.
- (3) No business other than that set out in the notice under rule 29 may be conducted at the meeting.

#### **Note**

General business may be considered at the meeting if it is included as an item for consideration in the notice under rule 29 and the majority of members at the meeting agree.

### **28. Special General Meeting held at the request of members**

- (1) The Committee must convene a special general meeting if a request to do so is made in accordance with sub rule (2) by at least 10% of the total number of voting members.
- (2) A request for a special general meeting must—
  - a. be in writing; and

- b. state the business to be considered at the meeting and any resolutions to be proposed; and
  - c. include the names and signatures of the voting members requesting the meeting; and
  - d. be given to the Secretary.
- (3) If the Committee does not convene a special general meeting within one month after the date on which the request is made, the voting members making the request (or any of them) may convene the special general meeting.
- (4) A special general meeting convened by members under sub rule (3)—
- a. must be held within 3 months after the date on which the original request was made; and
  - b. may only consider the business stated in that request.
- (5) The Club must reimburse all reasonable expenses incurred by the voting members convening a special general meeting under sub rule (3).

## **29. Notice of General Meetings**

- (1) The Secretary (or, in the case of a special general meeting convened under rule 28(3), the voting members convening the meeting) must give to each member of the Club—
- (a) at least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
  - (b) at least 14 days' notice of a general meeting in any other case.
- (2) The notice must—
- (a) specify the date, time and place of the meeting; and
  - (b) indicate the general nature of each item of business to be considered at the meeting; and
  - (c) if a special resolution is to be proposed—
    - (i) state in full the proposed resolution; and
    - (ii) state the intention to propose the resolution as a special resolution; and
- (3) This rule does not apply to a disciplinary appeal meeting.

### **Note**

Rule 23(4) sets out the requirements for notice of a disciplinary appeal meeting.

## **30. Proxies at a General Meeting**

A member may not appoint a proxy and must personally attend the meeting to exercise his/her right to vote.

### **31. Use of technology at a General Meeting**

- (1) A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology at the discretion of the President.
- (2) For the purposes of this Part, a member participating in a general meeting as permitted under sub rule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

### **32. Quorum at General Meetings**

- (1) No business may be conducted at a general meeting unless a quorum of members is present.
- (2) The quorum for a general meeting is the presence of 5 voting members.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a general meeting—
  - a. in the case of a meeting convened by, or at the request of, voting members under rule 28—the meeting must be dissolved;

#### **Note**

If a meeting convened by, or at the request of, members is dissolved under this sub rule, the business that was to have been considered at the meeting is taken to have been dealt with. If members wish to have the business reconsidered at another special meeting, the members must make a new request under rule 28.

- b. in any other case—
    - (i) the meeting must be adjourned to a date not more than 21 days after the adjournment; and
    - (ii) notice of the date, time and place to which the meeting is adjourned must be given at the meeting and confirmed by written notice given to all members as soon as practicable after the meeting.
- (4) If a quorum is not present within 30 minutes after the time to which a general meeting has been adjourned under sub rule (3)(b), the members present at the meeting (if not fewer than 3) may proceed with the business of the meeting as if a quorum were present.

### **33. Presiding at General Meetings**

- (1) The President, or in the President's absence, the Vice President, shall 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 are unable to preside, the members present must select one of their numbers to preside as Chairperson.

### **34. Adjournment of General Meetings**

- (1) The Chairperson of a general meeting at which a quorum is present may, with the consent of a majority of voting members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- (2) Without limiting sub rule (1), a meeting may be adjourned—
  - a. if there is insufficient time to deal with the business at hand; or
  - b. to give the voting members more time to consider an item of business.
- (3) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- (4) Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 29.

### **35. Voting at General Meetings**

- (1) On any question arising at a general meeting—
  - a. subject to sub rule (3), each voting member has one vote; and
  - b. members must vote in person. No proxy votes are allowed; and
  - c. except in the case of a special resolution (rule 36), the question must be decided on a majority of votes.
- (2) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- (3) If the question is whether or not to confirm the minutes of a previous meeting, only voting members who were present at that meeting may vote.
- (4) This rule does not apply to a vote at a disciplinary appeal meeting conducted under rule 22.

### **36. Special resolutions at a General Meeting**

- (1) A special resolution is passed if not less than three quarters of the members voting at a general meeting vote in favour of the resolution.
- (2) In addition to certain matters specified in the Act, a special resolution is required—
  - a. to remove a committee member from office;
  - b. to alter these Rules, including changing the name or any of the purposes of the Club.
- (3) Subject to subsection (2), the Chairperson of a general meeting may, on the basis of a show of hands, declare that a resolution has been—
  - a. carried; or
  - b. carried unanimously; or
  - c. carried by a particular majority; or
  - d. lost; and



- e. an entry to that effect in the minutes of the meeting is conclusive proof of that fact.
- (4) If a poll (where votes are cast in writing) is demanded by three or more voting members on any question—
  - a. the poll must be taken at the meeting in the manner determined by the Chairperson of the meeting; and
  - b. the Chairperson must declare the result of the resolution on the basis of the poll.
- (5) A poll demanded on the election of the Chairperson or on a question of an adjournment must be taken immediately.
- (6) A poll demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

### **37. Minutes of general meeting**

- (1) The Secretary of the Club must ensure that minutes are taken and kept of each general meeting.
- (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- (3) In addition, the minutes of each AGM must include—
  - a. the names of the members attending the meeting; and
  - b. the financial statements submitted to the members in accordance with rule 0(4)(b)(ii); and
  - c. the certificate signed by two committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Club.
- (4) Upon request, any voting member must be provided with a copy of any minutes and all relating correspondence from a general meeting only, if they were a member at the time.

## **PART 7 - COMMITTEE**

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### **38. Role and powers of the Committee**

- (1) The business of the Club must be managed by or under the direction of a Committee.
- (2) The Committee may exercise all the powers of the Club except those powers that these Rules or the Act require to be exercised by general meetings of the members of the Club.
- (3) The Committee may—
  - a. appoint and remove staff; and
  - b. establish subcommittees consisting of members with terms of reference it considers appropriate.

### **39. Composition of Committee**

The Committee consists of—

- a. a President; and
- b. a Vice-President; and
- c. a Secretary; and
- d. a Treasurer; and
- e. ordinary members.

### **40. General Duties of the Committee**

- (1) As soon as practicable after being elected or appointed to the Committee, each committee member must become familiar with these Rules and the Act.
- (2) The Committee is collectively responsible for ensuring that the Club complies with the Act and that individual members of the Committee comply with these Rules.
- (3) Committee members must exercise their powers and discharge their duties with reasonable care and diligence.
- (4) Committee members must exercise their powers and discharge their duties—
  - a. in good faith in the best interests of the Club; and
  - b. for a proper purpose.
- (5) Committee members and former committee members must not make improper use of—
  - a. their position; or
  - b. information acquired by virtue of holding their position—so as to gain an advantage for himself or herself or any other person or to cause detriment to the Club.

**Note** See also Division 3 of Part 6 of the Act that sets out the general duties of the office holders of an incorporated Association

- (6) In addition to any duties imposed by these Rules, a committee member must perform any other duties imposed from time to time by resolution at a general meeting.

### **41. President and Vice-President**

- (1) Subject to sub rule (2), the President or, in the President's absence, the Vice-President is the Chairperson for any general meetings and for any committee meetings.
- (2) If the President and the Vice-President are both absent, or are unable to preside, the Chairperson of the meeting must be—
  - a. in the case of a general meeting—a member elected by the other members present; or
  - b. in the case of a committee meeting—a committee member elected by the other committee members present.

## **42. Secretary**

- (1) The Secretary must perform any duty or function required under the Act to be performed by the Secretary of an incorporated association.
- (2) The Secretary must—
  - a. maintain the register of members in accordance with rule 18; and
  - b. keep custody of (except for the financial records referred to in rule 64), all books, documents and securities of the Club in accordance with rules 66 and 70; and
  - c. subject to the Act and these Rules, provide voting members with access to the register of members, the minutes of general meetings and other books and documents; and
  - d. perform any other duty or function imposed on the Secretary by these Rules.
- (3) The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

## **43. Treasurer**

- (1) The Treasurer must perform any duty or function required under the Act to be performed by the Treasurer of an incorporated association and abide by rules 63, 64 and 65

## **44. Who is eligible to be a Committee member**

A member is eligible to be elected or appointed as a committee member if the member—

- a. is 18 years or over; and
- b. is entitled to vote at a general meeting.

## **45. Committee positions to be declared vacant**

- (1) This rule applies to—
  - a. the first AGM of the Club after its incorporation; or
  - b. any subsequent AGM of the Club, after the annual report and financial statements of the Club have been received.
- (2) The Chairperson of the meeting must declare all positions on the Committee vacant and hold elections for those positions in accordance with the following rules.

## **46. Nominations for Committee positions**

- (1) Prior to the election of each position, the Chairperson of the meeting must call for nominations to fill that position.
- (2) An eligible member of the Club may—
  - a. nominate himself or herself; or
  - b. with the member's consent, be nominated by another member.

- (3) A member who is nominated for a position and fails to be elected to that position may be nominated for any other position for which an election is yet to be held.

#### **47. Election of Committee members**

- (1) At the AGM, separate elections must be held for each of the following Executive positions—
  - a. President;
  - b. Vice-President;
  - c. Secretary; and
  - d. Treasurer.
- (2) If only one member is nominated for the position, the Chairperson of the meeting must declare the member elected to the position.
- (3) If more than one member is nominated, a ballot must be held in accordance with rule 49.
- (4) On his or her election, the new President may take over as Chairperson of the meeting.

#### **48. Election of ordinary Committee members**

- (1) The AGM must by resolution decide the number of ordinary members of the Committee (if any) it wishes to hold office for the next year.
- (2) A single election may be held to fill all of those positions.
- (3) If the number of members nominated for the position of ordinary committee member is less than or equal to the number to be elected, the Chairperson of the meeting must declare each of those members to be elected to the position.
- (4) If the number of members nominated exceeds the number to be elected, a ballot must be held in accordance with rule 49.

#### **49. Ballot for election of Committee Members**

- (1) If a ballot is required for the election for a position, the Chairperson of the meeting must appoint a member to act as returning officer to conduct the ballot.
- (2) The returning officer must not be a member nominated for the position.
- (3) Before the ballot is taken, each candidate may make a short speech in support of his or her election.
- (4) The election must be by secret ballot.
- (5) The returning officer must give a blank piece of paper to each member present in person; and

#### **50. Term of office of Committee members**

- (1) Subject to sub rule (3) and rule 51, a committee member holds office until the positions of the Committee are declared vacant at the next AGM.

- (2) A committee member may be re-elected.
- (3) A general meeting of the Club may—
  - a. by special resolution remove a committee member from office; and
  - b. elect an eligible member of the Club to fill the vacant position in accordance with this Division.
- (4) A member who is the subject of a proposed special resolution under sub rule (3)(a) may make representations in writing to the Secretary or President of the Club (not exceeding a reasonable length) and may request that the representations be provided to the members of the Club.
- (5) The Secretary or the President may give a copy of the representations to each member of the Club or, if they are not so given, the member may require that they be read out at the meeting at which the special resolution is to be proposed.

### **51. Vacation of office by Committee members**

- (1) A committee member may resign from the Committee by written notice addressed to the Committee.
- (2) A person ceases to be a committee member if he or she—
  - a. fails to attend 3 consecutive committee meetings (other than special or urgent committee meetings) without leave of absence under rule 62; or
  - b. otherwise ceases to be a committee member by operation of section 78 of the Act.

### **52. Filling casual Committee vacancies**

- (1) The Committee may appoint an eligible member of the Club to fill a position on the Committee that—
  - a. has become vacant under rule 51; or
  - b. was not filled by election at the last AGM.
- (2) If the position of Secretary becomes vacant, the Committee must appoint a member to the position within 14 days after the vacancy arises.
- (3) Rule 50 applies to any committee member appointed by the Committee under sub rule (1) or (2).
- (4) The Committee may continue to act despite any vacancy in its membership.

### **53. Meetings of the Committee**

- (1) The Committee must meet at least 4 times in each year at the dates, times and places determined by the Committee.
- (2) The date, time and place of the first committee meeting must be determined by the members of the Committee as soon as practicable after the AGM of the Club at which the members of the Committee were elected.
- (3) Special committee meetings may be convened by the President or by any 3 members of the Committee.

#### **54. Notice of committee meetings**

- (1) Notice of each committee meeting must be given to each committee member no later than 7 days before the date of the meeting.
- (2) Notice may be given of more than one committee meeting at the same time.
- (3) The notice must state the date, time and place of the meeting.
- (4) If a special committee meeting is convened, the notice must include the general nature of the business to be conducted.
- (5) The only business that may be conducted at the meeting is the business for which the meeting is convened.

#### **55. Urgent Committee meetings**

- (1) In cases of urgency, a meeting can be held without notice being given in accordance with rule 54 provided that as much notice as practicable is given to each committee member by the quickest means practicable.
- (2) Any resolution made at the meeting must be passed by an absolute majority of the Committee.
- (3) The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

#### **56. Procedure and Order of Committee business**

- (1) The procedure to be followed at a meeting of a Committee must be determined from time to time by the Committee.
- (2) The members present at the meeting may determine the order of business.

#### **57. Use of technology at Committee meetings**

- (1) A committee member who is not physically present at a committee meeting may participate in the meeting by the use of technology that allows that committee member and the committee members present at the meeting to clearly and simultaneously communicate with each other.
- (2) For the purposes of this Part, a committee member participating in a committee meeting as permitted under sub rule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

#### **58. Quorum for committee meetings**

- (1) Any three (3) members of the committee constitute a quorum for the conduct of the business of a meeting of the committee.
- (2) No business may be conducted unless a quorum is present.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present—
  - a. In the case of a special meeting—the meeting lapses;
  - b. In any other case—the meeting shall stand adjourned to the same place and the same time and day in the following week.

- (4) The committee may act notwithstanding any vacancy on the committee.

## **59. Presiding at committee meetings**

At meetings of the committee—

- a. The President or, in the President's absence, the Vice President presides; or
- b. If the President and the Vice President are absent, or are unable to preside, the committee members present must choose one of their numbers to preside.

## **60. Voting at committee meetings**

- (1) Questions arising at a meeting of the committee, or at a meeting of any subcommittee appointed by the committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- (2) Each voting member present at a meeting of the committee, or at a meeting of any subcommittee appointed by the committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Conflict of Interest –
  - a. a committee member who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the committee.
  - b. the member
    - i. must not be present while the matter is being considered at the meeting; and
    - ii. must not vote on the matter.

Note -Under Section 81 (3) of the Act, if there are insufficient committee members to form a quorum because a member who has a material personal interest is disqualified from voting on a matter, a general meeting may be called to deal with the matter.
  - c. This rule does not apply to a material personal interest –
    - i. that exists only because the member belongs to a class of persons for whose benefit the Club is established; or
    - ii. that the member has in common with all, or a substantial proportion of, the members of the Club.

## **61. Minutes of Committee meetings**

The Secretary of the Club must keep a record of accurate minutes of each committee meeting, together with a record of the names of persons present at committee meetings.

- (1) Minutes taken at committee meetings will be provided only to current committee members, present at or absent from the meeting.

- (2) If a member has a specific request for the committee of management to discuss at a committee meeting, and that item is discussed and or voted on, then only the relevant section of the minutes referring to the said discussed item may be forwarded to the member upon request.

## **62. Leave of absence of Committee members**

- (1) The Committee may grant a committee member leave of absence from committee meetings for a period not exceeding 3 months.
- (2) The Committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the committee member to seek the leave in advance.

## **PART 8 – FINANCIAL MATTERS**

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### **63. Funds**

- (1) The Treasurer of the Club must—
  - a. collect and receive all moneys due to the Club and make all payments authorised by the Club; and
  - b. ensure that all moneys received are paid into the account of the Club within 5 working days after receipt; and
  - c. make any payments authorised by the Committee or by a general meeting of the Club from the Club's funds; and
  - d. ensure that the financial records of the Club are kept in accordance with the Act; and
  - e. Keep correct accounts and books showing the financial affairs of the Club with full details of all receipts and expenditure connected with the activities of the Club.
- (2) Two members of the committee must sign all cheques, drafts, bills of exchange, promissory notes and other negotiable instruments and authorise any electronic transactions.
- (3) The funds of the Club shall be derived from fees, uniform sales, donations, fundraising and such other sources as the committee determines.
- (4) The income and property of the Club shall be applied solely towards the promotion of the Purposes.
- (5) No portion of the income or property of the Club shall be paid or transferred, directly or indirectly by way of dividend, bonus or otherwise to any Member, but this shall not preclude payment to a Member in good faith for expenses incurred or services rendered.
- (6) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

### **64. Financial records**

- (1) The Treasurer must keep financial records that—



- a. correctly record and explain its transactions, financial position and performance; and
  - b. enable financial statements to be prepared as required by the Act.
- (2) The Club must retain the financial records for 7 years after the transactions covered by the records are completed.
- (3) The Treasurer must keep in his or her custody, or under his or her control—
- a. the financial records for the current financial year; and
  - b. any other financial records as authorised by the Committee.
- (4) The Treasurer must ensure that at least one other committee member has access to the accounts and financial records of the Club.

## **65. Financial statements**

- (1) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Club are met.
- (2) The Treasurer must coordinate the preparation of the financial statements of the Club and their certification by the Committee prior to their submission to the AGM of the Club.
- (3) Without limiting sub rule (1), those requirements include—
- a. the preparation of the financial statements;
  - b. the certification of the financial statements by the Committee;
  - c. the submission of the financial statements to the AGM of the Club;
  - d. the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

## **PART 9 – GENERAL MATTERS**

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### **66. Seal**

The St. Finbar's Netball Club Inc. does not wish to have a "common seal".

### **67. Registered address**

- (1) The registered address of the Club is—
- a. the address determined from time to time by resolution of the Committee; or
  - b. if the Committee has not determined an address to be the registered address—the postal address of the Secretary.

### **68. Notice to members**

Except for urgent meetings, any notice that is required to be given to a member, by or on behalf of the Club, under these Rules may be given by:

- a. Delivering the notice to the member personally; or
- b. Sending it by prepaid post addressed to the member at that member's

- address shown in the registration form; or
- c. Electronic transmission; or
  - d. Facsimile transmission, if the member has requested that the notice be given to him or her in this manner.

## 69. Winding up

- (1) The Club may be wound up voluntarily by special resolution.
- (2) In the event of the winding up or the cancellation of the incorporation of the Club, the surplus assets of the Club must not be distributed to any members or former members of the Club.
- (3) Subject to the Act and any court order made under section 133 of the Act, the surplus assets must be given to a body that has similar purposes to the Club and which is not carried on for the profit or gain of its individual members.
- (4) The body to which the surplus assets are to be given must be decided by special resolution.

## 70. Custody and inspection of books and records

- (1) Voting members may on request inspect free of charge—
  - a. the register of members;
  - b. the minutes of general meetings if they were a voting member at the time;
  - c. subject to sub rule (2), the financial records, books, securities and any other relevant document of the Club, including minutes of Committee meetings.

**Note** See note following rule 18 for details of access to the register of members.

- (2) The Committee may refuse to permit a member to inspect records of the Club that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Club.
- (3) The Committee must on request make copies of these rules available to members and applicants for membership free of charge.
- (4) Subject to sub rule (2), a member may make a copy of any of the other records of the Club referred to in this rule and the Club may charge a reasonable fee for provision of a copy of such a record.
- (5) For purposes of this rule—
  - a. **relevant documents** means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Club and includes the following—
    - i. its membership records;
    - ii. its financial statements;
    - iii. its financial records;
    - iv. records and documents relating to transactions, dealings, business or property of the Club.

## **71. Regulations and additional rules**

- (1) The Committee may make regulations and alter, amend or rescind the same as occasions may require, and enforce penalties for their breach. Such regulations shall have the same force and effect as these Rules, but shall not be in any way oppose or be in conflict with these Rules and that they will not expand on the Rules. Such regulations shall be made available on request.
- (2) Amendments, alterations, interpretation or other changes to regulations shall be advised to members by means of notice approved by the committee. Notices shall be binding upon all members.
- (3) All matters not dealt with in these Rules will be considered by the Committee of the Club and brought into effect if necessary in the form of By-Laws of the Club.