

WEMBLEY DOWNS TENNIS CLUB INCORPORATED



RULES OF THE CLUB 2017
Version 1.1

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Approved at AGM 27 August 2017

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1 NAME OF CLUB

The name of the Club is "Wembley Downs Tennis Club Incorporated".

2 INTERPRETATIONS

In these Rules, unless the contrary intention appears:

Age - means age at the commencement of the Club year.

AGM – means Annual General Meeting.

Club year shall commence on the first day of July in each year.

Committee member - refers to a person who has been elected or appointed to a committee referred to in Rule 10.4.

Financial year shall commence on the first day of July in each year.

General meeting - means a meeting convened under Rule 14.

Grievance Procedure – means the procedure set out in Rule 9.9 – 9.27

MC meeting - means a meeting referred to in Rule 10.19.

Member - means a member of the Club.

Office holder - means person referred to in Rule 10.6.

Ordinary resolution - means a resolution other than a special resolution.

Party to a Dispute – includes a person who is a party to the dispute and who ceases to be a member within six months before the dispute has come to the attention of each party to the dispute.

Person - means a natural person only.

Register - means the register of members referred to in Rule 6.

Special resolution - means a resolution passed by a majority of three quarters of the members present and entitled to vote, and vote, at a general meeting of which notice of intention to propose the resolution as a special resolution, was given in accordance with these Rules.

The Act - means the Associations Incorporation Act 2015.

The Club means the Club referred to in Rule 1.

The MC - means the Committee of Management of the Club referred to in Rule 10.1.

The Player - means the Club newsletter.

The Secretary - means the Secretary referred to in Rules 10.15 and 10.26.

The Treasurer - means the Treasurer referred in Rules 10.16.

Unfinancial member - means a member who has been declared unfinancial under Rule 7.1.

3 OBJECTS OF THE CLUB

3.1 The objects of the Club shall be:

- a) to provide a positive social environment and good quality facilities to enable members to play social and competitive tennis at all levels, and
- b) to facilitate community engagement through tennis and promote inclusion to create a positive sense of community belonging, and
- c) to apply the property and income of the Club solely towards the promotion of the objects of the Club 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. Re-imbursements may be made to members for any services, goods or expenses provided or incurred by members in the course of their duties.

4 POWERS OF THE CLUB

Subject to the Act the Club may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may:

- a) acquire, hold, deal with, and dispose of any real or personal property
- b) open and operate bank accounts
- c) invest its money:
 - (i) in any security in which trust monies may be invested; or
 - (ii) in any other manner authorised by these Rules.
- d) borrow money on such terms and conditions as the Club thinks fit
- e) give such security for the discharge of liabilities incurred by the Club as the Club thinks fit
- f) hold and operate a liquor license in accordance with the Liquor Licensing Act 1988
- g) appoint agents to transact any business of the Club on its behalf
- h) enter into any other contract it considers necessary or desirable
- i) make, repeal or amend rules, by -laws and standing orders of the Club, and
- j) act as a trustee and accept and hold real and personal property upon trust, but it does not have the power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene the Act or these Rules of the Club.

5 MEMBERSHIP

Membership of the Club commences on 1 September and ceases on 31 August each year. It is open to any natural person whose standard of play in the game of tennis is of a standard which in the opinion of the MC is sufficient for membership within one of the categories of membership listed in the By-laws.

5.1 Classes of Membership.

Membership categories of the Club shall be determined by the MC from time to time.

6 REGISTER OF MEMBERS

- 6.1 The Club shall keep and maintain in an up-to-date condition a register of the members of the Club in respect of each class of membership. This register must be continually available for inspection at the Club premises. The Club shall, upon request from a member of the Club, make the register available for the inspection by the member who may, for bona fide Club purposes only make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.
- 6.2 The use of information copied or extracted from the register for other than bona fide purposes shall be regarded as conduct detrimental to the interests of the Club.

7 SUBSCRIPTIONS AND FEES

- 7.1 Subscriptions and nomination fees are set annually and are listed on the Club's membership application form. They shall be payable in advance and if not paid on or before the thirtieth day of September in the current Club year, continuance of membership shall be at the discretion of the MC, which may declare the member to be unfinancial, and /or apply the provisions of Rule 9.1. A person who ceases to be a member under this Rule remains liable to pay to the Club the amount of any subscription due and payable to the Club.
- 7.2 Members admitted after the thirty-first day of December of any year shall pay subscriptions pro-rated for the remaining portion of the Club year.

- 7.3 Members transferring from one category of membership to another shall, if applicable, pay the difference in subscriptions from one category to another pro-rated to the remaining portion of the Club year.
- 7.4 Any member granted leave of absence may have his or her fees waived for that portion of the Club year.
- 7.5 The MC may at its discretion extend the time for the payment of the subscription due or waive the whole or any part of such subscription. The MC may discharge, refund or waive any fees of any member for services rendered to the Club or for services generally to and in connection with the game of tennis. No particular case shall be taken as a precedent in accordance with which the MC would be obliged to act in any other case.

8 RESIGNATION OF MEMBERSHIP

- 8.1 Any member may resign from membership of the Club by giving the Register notice in writing of his or her resignation from the Club. A member so resigning may rejoin the Club within five years without being required to pay a further nomination fee.
- 8.2 A person who ceases to be a member under Rule 8.1 remains liable to pay to the Club the amount of any subscription due and payable by that person to the Club but unpaid at the date of resignation.

9 DISCIPLINARY PROCEDURES

This rule is divided into the following sections:

- Disciplinary Action
- Consequences of Suspension
- Resolving Disputes
- Appointment of a Mediator
- Mediation Process

Disciplinary Action

- 9.1 If the MC, after exploring the exclusions of By-Law 2.3, considers that a member should be suspended, removed from the register, expelled from membership of the Club, or disciplined in any way, due to non-payment of fees or because his or her conduct is deemed to be detrimental to the interests of the Club and or the game of tennis, the MC shall communicate in writing to the member:
- a) notice of proposed action and of the time, date and place of the MC meeting at which that removal from the register, expulsion or disciplinary action will be decided, and
 - b) particulars of the non-payment of fees or conduct,
 - c) that the member or the member's representative may attend the meeting and will be given a reasonable opportunity to make written or oral or both submissions to the committee about the proposed suspension or expulsion; not less than 28 days before the date of the MC referred to in (a).
- 9.2 At the MC meeting referred to in Rule 9.1, the MC after having afforded the member concerned, or the member's representative, a reasonable opportunity to be heard by, or make representations to it, shall give due consideration to any submission made and decide whether or not to remove that member from the register, expel or discipline and shall, forthwith, communicate its decision in writing to that member. This notice and the reasons for the decision must be given to the member within seven days after the committee meeting at which the decision is made.
- 9.3 Unless the provisions of Rule 10.5 are activated by an appeal under Rule 9.4, removal from

the register or expulsion or cessation as a member shall be effective immediately.

- 9.4 A member to whom the decision of the MC to remove from the register expel or discipline under Rule 9.2 has been communicated shall, if he or she wishes to, appeal against such action, give notice to the Secretary of his or her intention to do so within the period of 14 days referred to in Rule 9.3.
- 9.5 When notice is given under Rule 9.4, a general meeting shall be called to discuss the matter. The Club in that general meeting may, after having afforded the member a reasonable opportunity to be heard by, or to make representations to the Club, caution or set aside the decision of the MC to suspend, remove from the register, expel or discipline that member. The member concerned does not cease to be a member unless and until the decision of the Management Committee is confirmed under this Rule.

Consequences of Suspension

- 9.6 During the period a member's membership is suspended, the member loses any rights (including voting rights) arising as a result of membership and is not entitled to a refund, rebate or credit for membership fees paid or payable to the Club.
- 9.7 When a member's membership is suspended, the secretary must record in the register of members that the member's membership is suspended, the date suspension occurs and the period of suspension.
- 9.8 When the period of suspension ends, the secretary must record in the register of members that the member's membership is no longer suspended.

Resolving Disputes

- 9.9 The grievance procedure set out in these rules applies to disputes between members or between one or more members and the Club.
- 9.10 The parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.
- 9.11 If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 9.10, any party to the dispute may start the grievance procedure by giving written notice to the secretary of the parties to the dispute and the matters that are the subject of the dispute.
- 9.12 Within 28 days after the secretary is given notice, a committee meeting must be convened to consider and determine the dispute.
- 9.13 The secretary must give each party to the dispute written notice of the committee meeting at which the dispute is to be considered and determined at least seven days before the meeting is held.
- 9.14 The notice given to each party to the dispute must state when and where the committee meeting is to be held and that the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral or both submissions to the committee about the dispute.
- 9.15 If the dispute is between one or more members and the Club and any party to the dispute gives written notice to the secretary stating that the party:
- a) does not agree to the dispute being determined by the committee; and
 - b) requests the appointment of a mediator under rule 9.20,

The committee must not determine the dispute.

- 9.16 At the committee meeting at which a dispute is to be considered and determined, the committee must:
- a) give each party to the dispute, or the party's representative, a reasonable opportunity to make written or oral or both submissions to the committee about the dispute,
 - b) give due consideration to any submissions so made and
 - c) determine the dispute.
- 9.17 The committee must give each party to the dispute written notice of the committee's determination and the reasons for the determination within seven days after the committee meeting at which the determination is made.
- 9.18 A party to the dispute may, within 14 days after receiving notice of the committee's determination under sub-rule 9.16 (c), give written notice to the secretary requesting the appointment of a mediator under rule 9.20.
- 9.19 If notice is given under rule 9.18; each party to the dispute is a party to the mediation.

Appointment of a Mediator

- 9.20 The person appointed as a mediator by the committee must be a current member of the Club e.g. a Life Member, Trustee, Patron or Past President but must not have a personal interest in the matter under consideration or be biased in favour of or against any party to the mediation.

Mediation Process

- 9.21 The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.
- 9.22 Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation at least five days before the mediation takes place.
- 9.23 In conducting the mediation, the mediator must:
- a) give each party to the mediation every opportunity to be heard
 - b) allow each party to give due consideration to any written statement given by another party and
 - c) ensure that natural justice is given to all the parties throughout the mediation process.
- 9.24 The mediator cannot determine the matter that is the subject of the mediation.
- 9.25 The mediation must be confidential, and any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is the subject of the mediation.
- 9.26 The costs of the mediation, if any, are to be paid by the party or parties to the mediation that requested the appointment of the mediator.
- 9.27 If mediation results in decision to suspend or expel being revoked, that revocation does not affect the validity of any decision made at a committee meeting or general meeting during the period of suspension or expulsion.

10 MANAGEMENT

This Rule is divided into the following sections:

- General Powers
- Specific Powers and Duties
- Composition and Elections

- Duties of Officeholders
- Proceedings of Committees

General Powers

- 10.1 The management and control of the Club shall be vested in the MC which shall be responsible for the assets, the general conduct and management of Club affairs in accordance with the powers set out in Rule 4, and which shall, at the start of each Club year, review the Club's strategies and budgets to achieve the objects of the Club.
- 10.2 The MC may delegate any of its powers and authorities to any committee created in accordance with the following sub-rule to perform as its agent such functions as directed by it, but shall not delegate
- a) the power of delegation, and
 - b) a function which is a duty imposed on the Committee by the Act or any other law.
- 10.3 The MC shall comply with all orders, directions and references given to it by the members in general meeting.
- 10.4 The following committees may be elected by the AGM of the Club to assist the MC and to make such recommendations as they see fit:
- a) Bar and Lounge Committee.
 - b) Finance Committee.
 - c) House, Grounds and Property Committee.
 - d) Junior Committee.
 - e) Social Committee.
 - f) State League Committee.
 - g) Tournament, Match and Selection Committee.
 - h) Publicity.
 - i) Midweek, and

such other committee as may from time to time be considered necessary.

Specific Powers and Duties

- 10.5 Without limiting its general powers but subject to these Rules, the MC may:
- a) approve the admission of all members, save and except Life Members.
 - b) construe and interpret these Rules and By-Laws made thereunder and such constructions and interpretations shall be final unless revoked by a resolution carried at a general meeting or by a court of competent jurisdiction.
 - c) appoint such assistant officeholders and ad hoc committees as may be required, these to hold office until the next AGM or the fulfilling of the terms of reference, whichever comes first.
 - d) appoint officeholders and committee members whenever the need arises.
 - e) refer to a committee any matter for investigation and report.
 - f) engage and dismiss the servants of the Club.
 - g) appoint such delegates as the Club is permitted to send to the Western Australian Tennis Association (Inc) (Tennis West) who shall act and vote as directed by the MC, or failing direction, as they think fit in the best interest of the Club.
 - h) appoint a person to hold a liquor license on behalf of the Club in accordance with the Liquor Licensing Act 1988.

- i) approve the use of Club credit cards by nominated MC members to incur expenditure on behalf of the Club for approved purposes.
- j) borrow money on such terms and conditions considered appropriate subject to a limitation of \$10,000 in any one financial year without first obtaining the approval of the members at a general meeting.
- k) by ordinary resolution, adopt such By-Laws not being inconsistent with the Rules of the Club as it deems necessary or expedient or convenient for the proper conduct and management of the Club which By-Laws may be altered and new By-Laws made by ordinary resolution of the MC. The MC shall promulgate such changes by publicizing the new, amended, or altered By-Laws in the Player, and shall cause a copy of the updated By-Laws to be posted on the Club Notice Board within 14 days of the change being made, and shall deliver a certified copy of the amendments and alterations to the Director of Liquor Licensing.
- l) prior to the end of the financial year, consider and set the subscription and nomination fees for the ensuing year provided that any increase exclusive of GST from one year to the next is limited to a maximum of ten percent unless approved by the members at a general meeting.
- m) consider and make recommendations to the AGM as to the size and number of committees and on any other matter it thinks fit.
- n) in June and December of each year, provide the Trustees with statements showing the financial position of the Club, including details of all investments. In June of each year provide to the Trustees a detailed list of all Club assets held at that date.
- o) deal with any other matter affecting the Club not mentioned in these Rules.

Composition and Elections

10.6 The MC shall consist of the following officeholders, all of whom shall be members of the Club:

- President
- Vice-President
- Club Captain
- Secretary
- Treasurer
- Registrar, and
- persons elected to control those activities of the Club related to the Bar, Competitions and Events, Club Play, House and Grounds and Property, Juniors, Publicity and Sponsorship, Social, Midweek and any other activity determined by Management to be a related activity.

10.7 All the office holders shall be elected by members present and entitled to vote at the AGM of the Club. Nominations may be made either in writing or by verbal proposal at such meeting, but the nomination of any absent member must be accompanied by his or her consent in writing.

10.8 Newly elected officeholders and committee members shall take office immediately after the close of the meeting at which they were elected or appointed except the President who shall take office immediately on being elected. The term of office for each office holder shall be 12 months.

10.9 Casual vacancy. A casual vacancy occurs in the office of a committee member and that office becomes vacant if the committee member:

- a) dies.
- b) resigns by notice in writing delivered to the Chairperson or, if the committee member is that Chairperson, to the President and that resignation is accepted by a resolution of the Committee.
- c) is convicted of an offence under the Act.

- d) is permanently incapacitated by mental or physical ill-health.
- e) is absent for more than:
 - (1) three consecutive committee meetings, or
 - (2) three committee meetings in the same financial year without tendering an apology to the person presiding at each of those committee meetings, of which meetings the member received notice,
 and the committee has resolved to declare the position vacant ceases to be a member of the Club.
- f) is the subject of a resolution passed by a general meeting of members terminating his or her appointment as a member of the committee.

10.10 Any vacancy occurring in accordance with Rule 10.9 (Casual Vacancy) in the MC may be filled by a member appointed by the MC. The member so appointed, holding office during the unexpired portion of the previous officeholder.

Duties of Officeholders

10.11 Each officeholder shall:

- a) as Chairpersons of designated activity committees, preside at all meetings of their committees and shall report the activities and recommendations of their committees to the MC and convey to the committee's members, instructions received from the MC.
- b) ensure that monies received by committee members on behalf of the Club are acknowledged and deposited into the appropriate Club account.
- c) ensure that any expenditure incurred by committee members on behalf of the Club is for approved Purposes.
- d) ensure the upkeep and maintenance of any of the property and chattels under the Committee's control.

10.12 The President shall:

- a) preside at all general and MC meetings of the Club and in the event of an equality of votes shall have a second or casting vote.
- b) be an ex-officio member of all committees, but without voting rights.
- c) be a signatory to the bank accounts of the Club.
- d) where immediate action is required in any matter affecting the policy of or interests of the Club and it is impracticable to refer to the full MC, seek the advice of a majority of the members thereof and shall act in such manner as the majority of such members approve, and
- e) present to members with the Notice of the AGM each year a report on the activities of the Club for the past year.

10.13 The Vice President shall:

- a) assist the President and deputise for the President during his or her absence and shall act as advisor to the MC on all matters pertaining to the construction and interpretation of these Rules and any By-Laws made thereunder.

10.14 The Club Captain shall:

- a) be responsible for the organisation and control of all social, tournament and match play on the courts, and for the selection of members representing the Club in events in which the Club participates.

10.15 The Secretary shall:

- a) be the public officer of the Club for the purposes of correspondence.
- b) keep full and correct minutes of the proceedings of the MC which shall be circulated to the

members thereof and of general meetings of the Club, such minutes to be available for inspection by members on request during normal Club hours.

- c) comply on behalf of the Club with:
 - (1) section 35(1) of the Act 2015 in respect of the Rules of the Club.
 - (2) section 58 of the Act 2015 in respect of the record of the officeholders and Trustees of the Club.
- d) have custody of all books, documents, records of the Club other than those to be kept and maintained by, or in the custody of the Treasurer and the Registrar.
- e) be a signatory to the bank accounts of the Club and
- f) carry out such duties as the President may direct.

10.16 The Treasurer shall:

- a) be responsible for the receipt, acknowledgement and deposit of all monies received on behalf of the Club, and, with the authority of the MC, make payments from the funds of the Club and in so doing, ensure that all cheques or electronic funds bank transfers are approved or signed by two of the signatories nominated by these Rules, and any approved credit cards are properly used.
- b) be a signatory to the bank accounts of the Club.
- c) comply on behalf of the Club with sections 66 and 67 of the Act 2015 in respect of the accounting records of the Club.
- d) submit to the MC at each monthly meeting a report comprising the actual income and expenditure for the year to date.
- e) present to members with the Notice of the AGM each year the Club's financial statements.
- f) have custody of all securities, books and documents of a financial nature and accounting records of the Club, including those referred to in clauses c), d) and e) above.
- g) vote on the appointment of the Honorary Reviewer or Auditor and
- h) perform such other duties as are imposed by these Rules on the Treasurer.

10.17 The Registrar shall:

- a) comply in all respects with section 53 of the Act 2015 in respect of the register of members.
- b) attend to all correspondence and enquiries relating to membership.
- c) maintain a record of all Tournament and Championship winners and of members' services to the Club.
- d) issue accounts for subscriptions and arrears due and payable to the Club and deposit monies there from to the appropriate bank account of the Club and
- e) have custody of the register of members of the Club.

10.18 The Publicity Officer shall:

- a) be responsible for compiling, printing and distributing the Club newsletter, The Player.
- b) attend to all public relations and publicity for the Club and
- c) maintain the Club's social media sites.

Proceedings of Committees

10.19 All committees of the Club shall meet as determined by the chairperson thereof, except that the MC shall meet not less than six [6] times in each Club year.

10.20 Each committee member, other than an ex-officio member, shall have a deliberative vote.

- 10.21 A question arising at a committee meeting shall be decided by a majority of votes, but, if there is an equality of votes, the person presiding at the meeting shall have a casting vote in addition to his/her deliberative vote.
- 10.22 At committee meetings a majority of the members entitled to be present shall constitute a quorum, and if no quorum is present within thirty minutes after the time fixed for the meeting, the provisions of By-Law 5.4 shall apply.
- 10.23 Subject to these Rules, the procedure and order of business to be followed at a committee meeting shall be determined by the members present at the meeting.
- 10.24 A committee member having any direct or indirect pecuniary interest referred to in sections 44-47 of the Act 2015 shall comply with that section.
- 10.25 All matters of policy discussed within a committee meeting are confidential within that committee until released publicly by the MC by way of issue of the minutes of the meeting or by publication in The Player.
- 10.26 The Secretary is responsible for recording the proceedings of every MC meeting and retaining these records (minutes) for a minimum period of five years. Committee chairpersons are responsible for recording the proceedings of their respective committees.

11 HONORARY REVIEWER OR AUDITOR

- 11.1 An Honorary Reviewer or Auditor, duly qualified in terms of section 88 of the Act 2015, shall be elected each year at the AGM. He/she may or may not be a member of the Club.
- 11.2 The Honorary Reviewer or Auditor shall annually, inspect and check the books of the Club; shall review or audit the Annual Statement of Accounts and Balance Sheet and report thereon to the members at the AGM. For these purposes the Auditor shall have access to all books, documents and securities of the Club.
- 11.3 The Honorary Reviewer or Auditor at his/her discretion or when requested by the MC shall investigate and report to the MC upon the financial position of the Club or any aspect thereof.

12 TRUSTEES

- 12.1 Three trustees shall be elected by the members each year at the AGM. Officeholders are not eligible for election as Trustees.
- 12.2 The Trustees shall review the financial position, investments and assets of the Club and report to the MC in July and January of each year with any concerns or recommendations. For this purpose, they shall have access to all books, documents and securities of the Club.
- 12.3 The Trustees shall check all assets of the Club and report their findings to the MC in July of each year.

13 PATRONS

- 13.1 One or more patrons may be elected by the members each year at the AGM.

14 GENERAL MEETINGS

- 14.1 The AGM of the Club shall be held not later than the first day of September in each year. At the AGM the reports of the President and Treasurer provided with the notice of the AGM shall be considered by the members.
- 14.2 At all general meetings 15% of members present in person and entitled to vote shall form a quorum. If there shall not be a quorum present within thirty minutes after the time fixed for the

meeting, such meeting shall be adjourned to a date and time to be fixed by those present, and notice of such adjournment shall be sent to the members in accordance with these Rules. If at the adjourned meeting, there shall not be a quorum present, the members present shall hold the general meeting as if a quorum were present.

- 14.3 At the AGM the Order of Business, unless otherwise determined by the MC, shall be:
- Opening
 - Proxies and Apologies for non-attendance
 - Minutes and confirmation thereof
 - Questions and business arising out of the Minutes
 - Correspondence
 - Annual Report of the President
 - Financial and Reviewer's or Auditor's Reports
 - Election of Patrons, Honorary Reviewer or Auditor and Trustees
 - Election of Officeholders and committee members to vacant positions
 - Motions on Notice
 - General Business
 - Closure
- 14.4 Ten days' notice of the AGM and the order of business thereat and any special meeting shall be given in writing or by email by the Secretary to all members and a copy shall be posted on the Club Notice Board.
- 14.5 All members are entitled to attend and speak at general meetings, but only full playing, midweek, country, life and FIFO members are entitled to vote.
- 14.6 Members wishing to bring forward specific business or pass a special resolution, at the AGM shall submit a Notice of Motion in writing to the Secretary at least 15 days prior to the meeting; to that end, reference to the AGM shall be posted on the Club Notice Board and be advertised in The Player at least 21 days before the meeting. A special resolution is one dealing only with a change in name, changes to the Rules or winding up of the Club. Special resolutions can only be passed by not less than 75% of the members present and entitled to vote. All other business voted on may be passed by a simple majority of members present and entitled to vote.
- 14.7 No resolution passed at any general meeting shall be rescinded except after Notice of Motion given in accordance with Rule 14.6.
- 14.8 The President of the Club may at any time, and if requested to do so in writing by 15% of members entitled to vote, shall summon a special general meeting of the Club, to deal with any business for which the meeting has been summoned, but no other business. Any written request for a special general meeting shall state specifically the purpose for which the special general meeting is requested, and the notice of such meeting to members as hereinbefore provided, shall state specifically the business to be transacted at such meeting. Any special general meeting summoned as a result of a request by 15% of members shall be held within twenty-one days of the requisition being handed to the President or Secretary. If a special general meeting is not convened within the relevant period of twenty-one days, the members who made the request may themselves convene a special general meeting as if they were the MC.
- 14.9 When a special general meeting is convened under this sub-rule, the Club must pay the reasonable expenses of convening and holding the special general meeting.
- 14.10 The President shall ensure that the minutes taken of a general meeting or Management meeting are checked and signed as correct by the chairperson of the general meeting or MC meeting to which those minutes relate or the chairperson of the next succeeding general meeting or MC meeting, as the case requires.

- 14.11 When minutes have been entered and signed as correct under this Rule, they shall, until the contrary is proved, be evidence that:
- a) the general meeting or MC meeting to which they relate (in this Rule called "the meeting") was duly
 - b) convened and held.
 - c) all proceedings recorded as having taken place at the meeting did in fact take place thereat and
 - d) all appointments or elections purporting to have been made at the meeting have been validly made.

15 GENERAL

- 15.1 All members of the Club who may by authority of the MC accept or incur any lawful pecuniary liability on behalf of the Club shall be indemnified against any personal loss in respect of such liability.
- 15.2 Any unfinancial member may be excluded from participating in any competitive tournament or championship event conducted by the Club and shall have no voice in the affairs of the Club.
- 15.3 Payment of fees by a member shall be deemed acceptance of the Rules of the Club.
- 15.4 A member may at any reasonable time inspect the records and documents of the Club other than the books of account without charge.

16 VOTING

- 16.1 Each member present in person or by proxy at general meetings of the Club shall, with the exception of the Chairperson [who shall have a casting vote as well as a deliberative vote] have one deliberative vote only. A Junior member attending the meeting following his eighteenth birthday shall also have one deliberative vote.
- 16.2 All voting at general meetings shall be, in the first place, by show of hands and then, if required, by ballot.
- a) Show of hands. That is, that each member present and entitled to vote has one vote and one vote only, and cannot give another vote in respect of an absent member for whom he holds a proxy
 - b) Ballot. If required by five or more members present in person and entitled to vote, or at the discretion of the chairperson following a show of hands vote, the vote shall be taken by ballot. To avoid doubt in a ballot, all members present and entitled to vote, and all persons who have been validly appointed as proxies pursuant to these Rules, shall be entitled to vote and in voting, may cast his/her own vote in addition to the proxy votes which he/she holds.
- 16.3 A member entitled to vote (in this Rule called 'the appointing member') may appoint in writing another voting member to be the proxy of the appointing member and to attend and vote on behalf of the appointing member at any general meeting. Proxies must be lodged with the Secretary and accepted as valid prior to the commencement of the meeting.

17 COMMON SEAL

- 17.1 The Club does not have a common seal.

18 ALTERATION OF RULES

- 18.1 No new Rule shall be adopted, and no existing Rule shall be repealed or amended except by a special resolution of a three-quarters majority of the members present and entitled to vote at an AGM or Special General Meeting called for the purpose. Particulars shall be given of such proposed repeal, new rule or amendment of an existing Rule in the notice convening the

meeting and by posting the same on the Notice Board of the Club at the time when such notice is given and keeping the same so posted until the meeting.

18.2 After the making of any amendment or alteration to the Rules of the Club under Rule 18.1, the MC shall:

- a) notify the Director of Racing, Gaming and Liquor within 14 days by email or post and
- b) notify the Commissioner for Consumer Protection, Associations Branch within 28 days by email or Post. Documents required in terms of Section 30.4 of the Act 2015 are:
 - (1) a notice of the special resolution setting out the particulars of the alterations and
 - (2) a certificate signed by a member of the MC stating the resolution was duly passed as a special resolution.

19 DISSOLUTION OF THE CLUB

19.1 The Club may be dissolved subject to the passing of a special resolution by three-quarters majority of the members present and entitled to vote at a Special General Meeting called for the purpose of which due notice has been posted or emailed to the last recorded address of each financial member.

19.2 If, on the winding up of the Club, any property of the Club remains after satisfaction of the debts and liabilities of the Club and the costs, charges and expenses of that winding up, the property shall be distributed:

- a) to another association incorporated under the Act having the same or similar objects, or
- b) for charitable purposes which incorporated association or purposes, as the case may be, shall be determined by resolution of the members when authorising and directing an appointed committee to distribute the surplus property of the Club.