

Western Australia

***Rules of  
Royal King's Park Tennis Club (Inc.)***

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## **Part 1 - The Club**

### **1 Name**

The name of the Club is “Royal King’s Park Tennis Club (Incorporated)”.

### **2 Colours**

The Club colours are dark blue and gold.

### **3 Objects**

(1) The objects for which the Club is established are to promote and encourage the playing of lawn tennis, squash and other sports, and for those purposes —

- (a) to purchase, lease, or otherwise acquire, or obtain the use of, any real or personal property; and
- (b) to build, alter, and maintain on the Club premises lawn tennis courts, clubhouses, grandstands, squash courts, and other buildings and structures incidental thereto, and to equip and maintain them for the use of members and provide all the necessary equipment, appliances and conveniences for their use, or arrange for all or any of those things to be done; and
- (c) to promote, hold, or enter into tournaments and other competitions and matches, either alone or jointly with any other club or association, and to provide or contribute towards trophies and other awards; and
- (d) to improve, manage, develop, sell, mortgage, lease, let on hire, grant rights or licences in respect of, or surrender, all or any of the property or rights of the Club; and
- (e) to become affiliated with or subscribe to The Western Australian Tennis Association Incorporated or any other body having objects similar to those of the Club and, if thought fit, to terminate such an affiliation; and
- (f) to join with, or cause or facilitate the joinder of any other person with, The Western Australian Tennis Association Incorporated or any other body in constructing and providing stands, appointments and improvements of any kind on or to the Club premises.

(2) In addition to the objects described in sub-rule (1), it is also an object of the Club that its premises be perpetually conserved —

- (a) aesthetically; as a forest clearing setting with formal lawn courts and spectator stands and clubrooms as a picturesque ensemble; and
- (b) as a historic site associated with the establishment and fostering of international standard exhibition tennis in the State, as well as a tennis club serving the community; and

- (c) historically; having regard to their diverse range of fabric embodying comprehensive and representative evidence of the historical development phases from the gold-boom era to contemporary times; and scientifically; having regard to the remarkable bushland settings, specialized horticultural practices, and technologically fascinating spectator stands; and
- (d) socially; having regard to the social esteem held for them by the community for their association with historic tennis personages, competitions, and matches, and consequently their high degree of propensity to contribute to the community's sense of place and therefore its sense of social cohesion.

## **Part 2 - Membership**

### **4 Kinds of members**

Membership of the Club is divided into —

- (1) full-playing members; and
- (2) junior members; and
- (3) corporate members; and
- (4) visiting members; and
- (5) permanent members; and
- (6) life members; and
- (7) Honorary Members.

### **5 Full-playing members**

A full-playing member may, subject to the rules of the Club, use the facilities provided by the Club for the use of its members.

### **6 Junior members**

A person is eligible to be a junior member if the person does not turn 18 years of age until after the year of membership begins.

### **7 Corporate members**

- (1) In this rule “**corporation**” includes a body that is a corporation as defined in the *Corporations Act 2001* of the Commonwealth of Australia, or is incorporated under the *Associations Incorporation Act 1987* of Western Australia, and also includes —
  - (a) any other body or association of persons, whether or not incorporated; and
  - (b) any person carrying on business as a sole trader; and
  - (c) any other person carrying on a business in which employees are employed.
- (2) Corporate membership gives a corporation and its nominees entitlements that the committee fixes, and the committee may fix different entitlements for different corporate members.
- (3) Corporate membership is conditional on any nominee of the corporation, as well as the corporation itself, complying with the rules of the Club.

### **8 Visiting members**

- (1) A visitor to Perth may be a visiting member.
- (2) Neither a nomination fee nor a subscription fee is payable for visiting membership but the committee may fix a fee payable for the membership.

- (3) Visiting membership gives a person entitlements that the committee fixes, and the committee may fix different entitlements for different visiting members
- (4) Visiting membership does not entitle a person to attend a general meeting.

**9 Permanent members**

- (1) The committee may make a member of the Club who has been a member for at least 50 years a permanent member.
- (2) No annual subscription fee is payable by a permanent member.
- (3) Permanent membership gives a person the same entitlements as a full-playing member has.

**10 Life members**

- (1) The committee may recommend to the members at an annual general meeting that, in recognition of services to the Club or for any other reason that it considers sufficient, a member of the Club be made a life member.
- (2) On the recommendation of the committee a member of the Club may be made a life member by a resolution passed at an annual general meeting by a majority of at least three-quarters of the members present at the meeting and voting.
- (3) No annual subscription fee for membership of the Club is payable by a life member.
- (4) Life membership gives a person the same entitlements as a full-playing member has.

**10A Honorary Members**

- (1) From time to time, the committee may wish to bestow the title of Honorary membership on an individual as a result of their services or contribution to the club or to the sport of tennis.
- (2) Honorary membership is only available to people who are not currently members of the club.
- (3) Honorary membership must be approved by two thirds of the committee present and voting at a committee meeting.
- (4) Honorary membership must also be approved by Next Generation Clubs of Australia.
- (5) No annual subscription fee is payable by an honorary member;
- (6) Honorary membership gives a person the same entitlements as a full-playing member.”

**11 Applying for admission to membership**

- (1) Any person may apply in a manner approved by the Club to be admitted to membership of the Club but, if entitlement to use the tennis or squash facilities depends on holding membership of another

body, a person cannot be a member of the Club unless the holder of a membership giving that entitlement.

- (2) The application is to include particulars of —
  - (a) the name and address of the prospective member; and
  - (b) other information, if any, that the Club may require.

## **12 Notice of proposed admission**

The Club is required to publicly display notice of each application for membership at the Club premises for a period of at least 14 clear days before the person can be admitted to membership except that this rule does not apply to an application for admission to visiting membership.

## **13 Admission by committee**

- (1) The committee is to decide an application for admission to membership at the first committee meeting practicable.
- (2) The committee may require the applicant to provide it with such information as the committee sees fit, and may postpone consideration of the admission of the applicant until it is satisfied that it has such information as it considers appropriate.
- (3) The applicant may be admitted to membership by a resolution of at least two-thirds of the members of the committee present and voting at the meeting.
- (4) If any member of the committee so requests, voting is to be by ballot.

## **14 Notice of admission**

If the committee admits a person to membership the Club is to forthwith notify the person. The membership commences from the date the committee decides that the applicant is admitted to membership.

## **15 Transfer from junior to full-playing membership**

- (1) A person who is a junior member automatically becomes a full-playing member when the person attains the age at which the person ceases to be eligible for junior membership.
- (2) Sub-rule (1) does not apply if the person resigns with effect from the time when the person ceases to be eligible for junior membership.

## **16 Resignation and other cessation of membership**

- (1) A member may, by notice in writing given to the Club, resign from membership of the Club.
- (2) A person ceases to be a member of the Club if it would be contrary to rule 11(1) for the person to continue to be a member.
- (3) A person's resignation or other cessation of membership —
  - (a) does not entitle the person to a refund of all or any of an annual subscription fee or any other amount of money that has already become payable; and



- (b) does not affect the liability of the person to pay any annual subscription fee or any other amount of money that has already become payable nor the consequences of failing to pay.

**17 Expulsion from membership**

- (1) If a member of the Club —
  - (a) fails or refuses to comply with any rule of the Club; or
  - (b) behaves in a way that the committee considers to be unbecoming or detrimental to the interests of the Club,the member is liable to expulsion by the committee.
- (2) If the committee suspects that a member may be liable to expulsion it may investigate the matters giving rise to its suspicion.
- (3) If the committee considers that investigation of the matters appears warranted, it is to give the member concerned full details in writing of the grounds on which it is suspected that the member may be liable to expulsion and call upon the member to satisfy it that the member should not be expelled.
- (4) The member may make written submissions to the committee or appear before it personally at the meeting at which the matter is investigated but, if appearing, is to retire from the meeting for the committee to make its decision.
- (5) The quorum for the meeting of the committee at which the investigation is carried out is 8 members of the committee.
- (6) If the committee decides that the member be expelled, the member ceases to be a member.

**18 Register of members**

- (1) The Secretary, or another person authorised by the committee, is responsible for the requirements imposed on the Club under section 53 of the Act to maintain the register of members and record in that register any change in the membership of the Club within 28 days after the change occurs.
- (2) The Club is to keep a register of members showing, for each member:
  - (a) the member's full names, residential, postal or email address or any other contact information permitted under section 53(2)(d) of the Act; and
  - (b) the kind of membership held;
  - (c) the date on which the member became a member; and
  - (d) the amount of the annual subscription fee, if any, that most recently became payable for membership and, if the fee has been paid, the date when it was paid.
- (3) The register of members is to be kept at, and is not to be removed from, the Club premises.

- (4) The address to be shown in the register is the address that was most recently given to the Club.
- (5) The register of members is to be updated within 28 days after a change in membership.
- (6) A member who wishes to inspect the register of members must contact the Secretary to make the necessary arrangements.
- (7) If:
  - (a) a member inspecting the register of members wishes to make a copy of, or take an extract from, the register of members under section 54(2) of the Act; or
  - (b) a member makes a written request under section 56(1) of the Act to be provided with a copy of the Register of Members, the committee may require the member to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of the Club. The committee must comply with the request on provision of the statutory declaration.

**19 Members to abide by Club rules**

Membership of the Club implies agreement by the member to comply with the rules of the Club.

**20 Rights not transferable**

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

## **Part 3 — Management**

### **21 The committee**

- (1) The committee is responsible for the management of the Club.
- (2) The committee consists of —
  - (a) the President, the Vice-President, the Captain, the Vice-Captain, the Treasurer, the Heritage Officer, the Immediate Past President, and the Club Secretary; and
  - (b) such number of other members, who are to be known as the ordinary members of the committee, as are required for there to be a total of 10 members of the committee.
- (3) More than one of the positions mentioned in sub-rule (2)(a) may be held by the same person.
- (4) Upon the election of a new President, the retiring President becomes the holder of the office of Immediate Past President if willing to accept that office and continues to hold that office, while willing and able to do so, for 1 year from the date the new President is elected.

### **22 Elections**

- (1) The members of the committee, other than the Immediate Past President, are to be elected at the annual general meeting by voting members from amongst the persons nominated for election to the office concerned, but if there is only one nomination the nominee is to be taken to have been elected unopposed.
- (2) Only voting members are eligible to be nominated for election to the committee.
- (3) Any member may propose or second a nomination.
- (4) A nomination is required to be —
  - (a) made in writing; and
  - (b) signed by the proposer, the seconder, and the nominee; and
  - (c) given to the Club at least 14 clear days before the day of the annual general meeting at which the election is to be held,except that if an office cannot be filled with a person nominated in accordance with paragraphs (a), (b), and (c), nominations for the office may, without notice, be proposed and seconded orally at the meeting.
- (5) Upon being given a nomination under sub-rule (4)(c), the Club is to publicly display notice of it at the Club premises.

### **23 Term of office**

- (1) The term of office for which a person is elected to be a member of the committee runs from the end of the annual general meeting at which the person is elected until the end of the next following annual general meeting.

- (2) A person whose term as an elected member of the committee is expiring is eligible for re-election.

**24 When membership of the committee ceases**

- (1) An elected member ceases to be a member of the committee if the elected member:
- (a) dies or otherwise ceases to be a voting member; or
  - (b) resigns from the committee or is removed from office under sub rule (2); or
  - (c) becomes ineligible to accept an appointment or act as a member of the committee under section 39 of the Act;
  - (d) becomes permanently unable to act as a member of the committee because of a mental or physical disability and the committee resolves that the person is unable to act as a member of the committee; or
  - (e) fails to attend 3 consecutive committee meetings, of which the person has been given notice, without having notified the Committee that the person will be unable to attend.
- (2) At a general meeting the Club by resolution resolves to remove an elected member of the committee.

**25 Casual vacancies**

- (1) If the office of an elected member becomes vacant before the term of office is completed, the committee may appoint a person to hold the office for the balance of the term.
- (2) If the office of Immediate Past President is vacant the committee may appoint a person to hold office as an ordinary member for a term expiring at the end of the next following annual general meeting.
- (3) Only a person who would be eligible to be nominated for election to the office can be appointed.
- (4) A person appointed under this rule to hold office for the balance of a term is eligible for election to hold the office when the term expires.
- (5) Subject to the requirement for a quorum under sub-rule 28(1), the committee may continue to act despite any vacancy in its membership.

**26 Ordinary committee meetings**

- (1) The President is to convene ordinary meetings of the committee at intervals fixed by the committee or by a resolution passed at a general meeting but the committee is to meet at least 10 times a year.
- (2) The Club is to give to each member of the committee at least 3 clear days' notice in writing of an ordinary meeting.

**27 Special committee meetings**

- (1) If the President thinks fit to do so the President may convene a special meeting of the committee upon such notice as the President thinks fit.
- (2) If requested by at least 2 members of the committee to do so, the President is required to convene a special meeting of the committee upon such notice as the President thinks fit.

**28 Committee meetings, generally**

- (1) At a meeting of the committee 4 members, at least 1 of whom is the President or the Vice President, constitute a quorum, except as otherwise provided by rule 17(5).
- (2) At a meeting of the committee the President is to preside if present and, if the President is not present, the Vice-President is to preside, but if neither the President nor the Vice-President is present the members present are to elect one of their number to preside.
- (3) Except as otherwise prescribed by these rules of the Club or by law, the committee is to determine its own procedures.

**29 Voting at committee meetings**

- (1) Each member of the committee present at a meeting of the committee has one vote on any question arising at the meeting.
- (2) A motion is carried if a majority of the members present at the meeting vote in favour of the motion.
- (3) If the votes are divided equally on a question, the person presiding at the meeting has a second or casting vote.
- (4) A vote may take place by the members present indicating their agreement or disagreement or by a show of hands, unless the committee decides that a secret ballot is needed to determine a particular question.
- (5) If a secret ballot is needed, the person presiding at the meeting must decide how the ballot is to be conducted.

**30 Minutes**

- (1) The committee must ensure that minutes are taken and kept of each meeting of the committee.
- (2) The minutes must record the following:
  - (a) the names of the members of the committee present at the meeting;
  - (b) the name of any person invited to attend the meeting;
  - (c) the business considered at the meeting;

- (d) any motion on which a vote is taken at the meeting and the result of the vote; and
  - (e) any material personal interests disclosed by any member of the committee at the meeting.
- (3) The minutes of a meeting of the committee must be entered in the Club's minute book within 30 days after the meeting is held or following the next meeting of the committee at which the minutes of the previous meeting have been approved.
- (4) The President must ensure that the minutes of a meeting of the committee are reviewed and signed as correct by:
- (a) the person who presided at that meeting; or
  - (b) the person who has presided at the next meeting of the committee.
- (5) When the minutes of a meeting of the committee have been signed as correct they are, until the contrary is proved, evidence that:
- (a) the meeting to which the minutes relate was duly convened and held; and
  - (b) the matters recorded as having taken place at the meeting took place as recorded; and
  - (c) any appointment purportedly made at the meeting was validly made.

### **31 Powers of committee**

Without limiting the other powers that may be given to the committee by the rules of the Club, the committee —

- (1) has the power to manage the affairs of the Club
- (2) is responsible for controlling the finances of the Club; and
- (3) is to ensure that the requirements imposed on the Club by Part 5 of the Act relating to financial statements or the financial reporting of the Club are met; and
- (4) may appoint sub-committees (which may include Club members who are not committee members) and delegate to any person or sub-committee such functions as the committee thinks fit; and
- (5) may engage, control and dismiss employees of, and contractors to, the Club; and
- (6) may permit a member to enjoy a privilege to which a person is not entitled by a membership of the kind held by that member; and
- (7) subject to the Act and the rules of the Club has the power to do all things as are necessary or convenient to be done for the proper

management of the affairs of the Club and for carrying out the objects of the Club.

**32 Sub-committees**

A sub-committee appointed by the committee is responsible to the committee and is to report to the committee as the committee may direct.

**33 President**

In addition to any duties provided for by the Act, it is the duty of the President to:

- (1) consult with the Secretary regarding the business to be conducted at each meeting of the committee and annual general meeting;
- (2) has the powers and duties relating to convening and presiding at each meeting of the Committee and each general meeting provided for in the rules of the Club.

**34 Secretary**

In addition to any duties provided for by the Act, it is the duty of the Secretary:

- (1) to deal with the Club's correspondence;
- (2) to consult with the President regarding the business to be conducted at each general meeting;
- (3) to prepare the notices required for meetings and for the business to be conducted at meetings;
- (4) to maintain on behalf of the Club the register of members and recording in the register of members any changes in the membership as required under section 53(1) of the Act;
- (5) to maintain on behalf of the Club an up-to-date copy of the rules of the Club, as required under section 35(1) of the Act;
- (6) unless another person is authorised by the committee to do so, to maintain on behalf of the Club a record of members of the committee and other persons authorised to act on behalf of the Club, as required under section 58(2) of the Act;
- (7) ensuring the safe custody of the books of the Club, other than the financial records, financial statements and financial reports, as applicable to the Club;
- (8) to maintain full and accurate minutes of each meeting of the committee and general meetings;
- (9) to carry out any other duty given to the Secretary under the rules of the Club or by the committee.

**35 Captain and Vice-Captain**

- (1) The Captain's functions are —
  - (a) to arrange and control Club play on the Club's courts; and

- (b) to control and supervise the use of the Club premises by members; and
  - (c) to settle disputes between members; and
  - (d) to investigate and report to the committee on —
    - (i) matters involving loss or damage; and
    - (ii) matters concerning the conduct of members.
- (2) If the Captain thinks fit, the Captain may suspend a person's membership pending enquiry into the conduct of the member.
- (3) The Vice-Captain is to assist the Captain and, in the absence of the Captain, has the same powers as the Captain.

**36 Treasurer**

- (1) The Treasurer is to be responsible for the receipt, recording, and payment into the Club's accounts, of all money received on behalf of the Club.
- (2) The Treasurer is to prepare the annual financial statements.
- (3) The Treasurer is to cause the annual financial statements to be circulated amongst members of the Club with the annual report.
- (4) The Treasurer is to prepare an annual budget at the beginning of the financial year that begins while the Treasurer holds office.
- (5) The Treasurer is responsible for the preparation of, and submission to each ordinary meeting of the committee of, appropriate annual financial statements together with any accounts for payment by the Club.

**36A Heritage Officer**

- (1) The Heritage Officer is to be responsible for monitoring the maintenance, preservation and restoration of records, memorabilia, buildings and grounds, and other property of the Club that have heritage value.
- (2) At each annual general meeting the Heritage Officer is to present a report on the matters for which the Heritage Officer is responsible."

**37 Auditor**

An Auditor, not being a member of the committee, is to be elected at each annual general meeting if the Act requires there to be, or the committee decides there should be, an auditor.

**38 Common seal**

- (1) The Club is to have a common seal.
- (2) The common seal may be affixed to a document by order of the committee, and not otherwise.



- (3) The affixing of the common seal to a document is to be in the presence of, and attested by, 2 members of the committee of whom at least one is the President, the Vice-President, or the Treasurer.
- (4) The Club is to keep a register of the documents to which the common seal has been affixed.

**39 Signing without common seal**

- (1) The Club may execute a document, as approved by the committee, without using a common seal if the document is signed by 2 members of the committee of whom at least one is the President, the Vice-President, or the Treasurer.
- (2) The Club is to keep a register of the documents to which the common seal has been affixed.

**40 Use of technology to be present at a meeting of the committee**

- (1) The presence of a member of the committee at a meeting of the committee need not be by attendance in person but may be by that member and each other member of the committee being simultaneously in contact by telephone or other means of instantaneous communication.
- (2) A member of the committee who participates in a meeting of the committee as allowed under sub-rule (1) is taken to be present at the meeting and, if that member votes at the meeting, that member is taken to have voted in person.

**41 Payments to members of the committee**

- (1) In this rule only:
  - (a) a member of the committee includes a member of a subcommittee;
  - (b) a meeting of the committee includes a meeting of a subcommittee.
- (2) A member of the committee is entitled to be paid out of the funds of the Club for any out-of-pocket expenses for travel and accommodation properly incurred:
  - (a) in attending a meeting of the committee; or
  - (b) in attending a general meeting; or
  - (c) otherwise in connection with the Club's business.
- (3) At a general meeting, the Club may by resolution authorise any other payment out of the funds of the Club to any member of the committee.

- (4) No payment may be made out of the funds of the Club to any Committee Member other than payments authorised under sub-rules (2) or (3).

## **Part 4 — General Meetings**

### **42 Annual general meeting**

- (1) The committee is to convene an annual general meeting of the members of the Club within 6 months after the end of each financial year.
- (2) The business at an annual general meeting is to include —
  - (a) To confirm the minutes of the previous annual general meeting and of any other general meeting held since then if the minutes of that general meeting have not yet been confirmed;
  - (b) if required, to approve any extension of the term of the retiring President under sub-rule 23(2);
  - (c) to elect:
    - (i) the members of the committee who are required to be elected; and
    - (ii) to appoint or remove reviewer or Auditor of the Club in accordance with the Act, if needed; and
  - (d) to consider the annual financial statements for the immediately preceding financial year and any other financial statements submitted to members at the meeting and the Auditor's report, if any; and
  - (e) to receive and consider:
    - (i) the committee's annual report on the Club's activities during the preceding financial year;
    - (ii) the annual financial statements in accordance with Part 5 of the Act;
  - (f) if required to be presented for consideration under Part 5 of the Act, a copy of the report of the reviewer or auditor of the Club on the financial statements or financial report which has been prepared and presented in accordance with Parts 5 of the Act; and
  - (g) any other business that rule 48 allows to be raised at a general meeting.
- (3) At least 21 clear days before an annual general meeting the Club is to give a preliminary notice of the meeting to each member at the member's address as last notified by the member to the Club.
- (4) The preliminary notice is required to state —
  - (a) the time and place at which the meeting is to be held; and
  - (b) the items of business for the meeting to the extent that they are known at the time the notice is prepared; and

- (c) the closing date, being 14 clear days before the day on which the meeting is to be held, for giving the Club notice of further items of business that it is sought to raise at the meeting upon notice given under rule 44(2)(c) ; and
- (d) the closing date for nominating members for election to the committee, calculated according to rule 22(4)(c),

and is to be accompanied by the annual financial statements and the annual report.

#### **43 Extraordinary general meetings**

- (1) The committee may at any time convene an extraordinary general meeting of Club members for any specified purpose.
- (2) The committee must convene an extraordinary general meeting if at least 20% of the voting members require an extraordinary general meeting to be convened.
- (3) The voting members requiring an extraordinary general meeting to be convened must:
  - (a) make the requirement by written notice given to the Secretary; and
  - (b) state in the notice the business to be considered at the extraordinary general meeting; and
  - (c) each sign the notice.
- (4) The extraordinary general meeting must be convened within 28 days after notice is given under sub rule (3)(a).
- (5) If the committee does not convene an extraordinary general meeting within that 28 day period, the voting members making the requirement (or any of them) may convene the extraordinary general meeting .
- (6) An extraordinary general meeting convened by the voting members under sub rule (5):
  - (a) must be held within 3 months after the date the original requirement was made; and
  - (b) may only consider the business stated in the notice by which the requirement was made.

#### **44 Notice of general meeting**

- (1) The Secretary, or in the case of an extraordinary general meeting convened under sub-rule 43(5), the members convening the meeting, must give in accordance with rule 66:
  - (a) at least 14 clear days before a general meeting; or

- (b) At least 21 clear days' before general meeting if a special resolution is to be proposed at the general meeting;
  - (c) the Club is to give notice of the meeting to each member in accordance with rule 66.
- (2) The notice must:
- (a) specify the date, time and place at which the meeting is to be held;
  - (b) notify the members of their rights to attend and vote at the meeting; and
  - (c) indicate the general nature of the business that is to be raised at the meeting upon notice, including —
    - (i) any business of which the Club has been given written notice before the closing date referred to in rule 42(4)(c); and
    - (ii) any business of which the Club has been given written notice under in **Error! Reference source not found.**
  - (d) If a special resolution is proposed:
    - (i) set out the wording of the proposed resolution as required by section 51(3) of the Act;
    - (ii) state that the resolution is intended to be proposed as a special resolution; and
    - (i) comply with rule 50.
- (3) The notice may be accompanied by such information about the nominees for election to the committee as the committee considers appropriate.

#### **45 Venue for general meetings**

General meetings are to be held at the Club premises or at such other place as the committee fixes.

#### **46 Quorum**

- (1) No business is to be conducted at a general meeting unless a quorum is present.
- (2) Twenty-five voting members constitute a quorum at a general meeting
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a general meeting:
  - (a) in the case of an extraordinary general meeting, the meeting lapses; or
  - (b) in the case of a general meeting, the general meeting is adjourned to:

- (i) the same time and day in the following week; and
  - (ii) the same place, unless the person presiding at the general meeting specifies another place at the time of the adjournment or written notice of another place is given to the voting members before the day to which the meeting is adjourned.
- (4) If:
- (a) a quorum is not present within 30 minutes after the commencement time of a general meeting held under sub-rule (3)(b) ; and
  - (b) at least 2 voting members are present at the general meeting,
- those members present are taken to constitute a quorum.

#### **47 Presiding at general meetings**

At a general meeting the President is to preside if present and, if the President is not present, the Vice-President is to preside, but if neither the President nor the Vice-President is present the members present are to elect one of their number to preside.

#### **48 Business at general meetings**

- (1) A motion cannot be moved or put at a general meeting unless notice of it has been given, setting out its terms, in a notice under rule 42 or unless the motion is a procedural motion about the conduct of the meeting (for example, a motion that a motion being debated at the meeting be now put).
- (2) Sub-rule (1) does not prevent an amendment to a motion before the meeting being moved without notice but if, in the opinion of the person presiding, the amendment would alter the motion in a way or to a degree such that the amendment ought not to be moved without notice, the amendment may be ruled out of order.
- (3) The person presiding at the meeting may allow business to be raised by way of questions or otherwise to the extent considered reasonable but sub-rule 48(1) prevails.

#### **49 Voting**

- (1) At a general meeting or a poll of the members of the Club each voting member is entitled to one vote.
- (2) A voting member may vote personally or by proxy.
- (3) If the votes for and the votes against a motion are equal the motion is lost, but if the votes for each of 2 or more candidates at an election are equal the person presiding may exercise a casting vote.

#### **50 Determining whether a resolution is carried**

- (1) In this rule:

**“poll”** means the process of voting in relation to a matter that is conducted in writing.

- (2) Subject to sub rule (4), the person presiding at a general meeting may, on the basis of general agreement or disagreement or by a show of hands, declare that a resolution has been:
  - (a) carried;
  - (b) carried unanimously;
  - (c) carried by a particular majority; or
  - (d) lost.
- (3) If the resolution is a special resolution, the declaration under sub rule (2) must identify the resolution as a special resolution.
- (4) If a poll is demanded on any question by the person presiding at the general meeting or by at least 3 other voting members present in person or by proxy:
  - (a) the poll must be taken at the general meeting in the manner determined by the \ person presiding at the general meeting;
  - (b) the person presiding at the general meeting must declare the determination of the resolution on the basis of the poll.
- (5) If a poll is demanded on the election of the person presiding at a general meeting or on a question of an adjournment, the poll must be taken immediately.
- (6) If a poll is demanded on any other question, the poll must be taken before the close of the general meeting at a time determined by the person presiding at a general meeting.
- (7) A declaration under sub-rule (2) or (4) must be entered in the minutes of the general meeting, and the entry is, without proof of the voting in relation to the resolution, evidence of how the resolution was determined.

## **51 When Special Resolutions are required**

- (1) A special resolution is required if it is proposed at a general meeting:
  - (a) to request the Commissioner to apply to the State Administrative Tribunal under section 109 of the Act for the appointment of a statutory manager to administer the affairs of the Club; or
  - (b) to do anything that under the Act or the rules of the Club requires a Special Resolution.
- (2) Sub-rule (1) does not limit the matters in relation to which a Special Resolution may be proposed.

**52 Proxy**

- (1) Subject to sub-rule (2), a voting member may appoint an individual who is a voting member as his or her proxy to vote and speak on his or her behalf at a general meeting.
- (2) A voting member may be appointed the proxy for not more than 5 other members.
- (3) The appointment of a proxy must be in writing and signed by the voting member making the appointment.
- (4) The voting member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf.
- (5) If no instructions are given to the proxy, the proxy may vote on behalf of the voting member in any matter as the proxy sees fit.
- (2) If the committee has approved a form for the appointment of a proxy, the member may use that form or any other form.
- (1) Notice of a general meeting given to a voting member under rule 44 must:
  - (a) state that a voting member may appoint an individual who is a voting member as a proxy for the general meeting; and
  - (b) include a copy of any form that the committee has approved for the appointment of a proxy.
- (3) A form appointing a proxy must be given to the Secretary not later than 24 hours before the commencement of the general meeting for which the proxy is appointed.
- (4) A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Club not later than 24 hours before the commencement of the general meeting for which the proxy is appointed.

**53 Minutes**

- (1) The Secretary, or a person authorised by the committee from time to time, must take and keep minutes of each general meeting.
- (2) The minutes must record the business considered at the general meeting, any resolution on which a vote is taken and the result of the vote.
- (3) In addition, the minutes of each general meeting must record:
  - (a) the names of the voting members attending the general meeting; and
  - (b) any proxy forms given to the Secretary before the commencement of the general meeting rule under sub-rule (3); and



- (c) the financial statements or financial report presented at the annual general meeting, as referred to in rule 42(2)(e)(ii); and
  - (d) any report of the review or auditor's report on the Financial Statements or Financial Report presented at the Annual General Meeting, as referred to in rule 42(2)(f).
- (4) The minutes of a general meeting must be entered in the Club's minute book within 30 days after the general meeting is held.
- (5) The person who presided at the general meeting must ensure that the minutes of that meeting are reviewed and signed as correct .
- (6) When the minutes of a general meeting have been signed as correct they are, in the absence of evidence to the contrary, taken to be proof that:
- (a) the general meeting to which the minutes relate was duly convened and held; and
  - (b) the matters recorded as having taken place at the general meeting took place as recorded; and
  - (c) any election or appointment purportedly made at the general meeting was validly made.

## **Part 5 — Financial**

### **54 Source of funds**

The funds of the Club may be derived from entrance fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the Committee.

### **55 Nomination fees**

The nomination fee applicable for each kind of membership is such amount, if any, as the committee has for the time being fixed.

### **56 Amount of subscriptions**

- (1) The amount of an annual subscription fee, if any, that is required to be paid under these rules is such amount as the committee has for the time being fixed in accordance with this rule.
- (2) The committee may fix different fees for members having the same kind of membership, on such basis as it sees fit.

### **57 Payment of subscriptions**

Annual subscription fees are due and payable on 1 July of the financial year to which they relate or periodically as directed by the committee.

### **58 Discounts**

- (1) The committee may from time to time fix discounts that are to be allowed in respect of annual subscription fees where —
  - (a) they are paid before a specified day; or
  - (b) they are payable for 2 or more Club members who live together as members of the same family; or
  - (c) other circumstances exist that the committee believes justify a discount being allowed.
- (2) Discounts may be allowed cumulatively.

### **59 Calls on members**

- (1) The committee may from time to time make a call upon all or any members of the Club to pay to the Club such amount as it specifies.
- (2) The amount of a call, or if there are 2 or more calls in the same financial year the total of those calls, cannot exceed one half of the annual subscription fee applicable to the kind of membership held by the person on whom the call is made.

### **60 Overdue amount owed to the Club**

- (1) For the purposes of this rule payment by a member of an amount is not overdue until —
  - (a) a period of 30 clear days has passed since the member was given a statement that the amount is payable; and

- (b) the date by which payment is due has passed.
- (c) The Club may charge a member on any overdue amount payable to the Club interest at the rate for the time being fixed by the committee.
- (d) If payment of all or any part of an amount of money payable by a member to the Club is overdue by at least 30 clear days or such further time as the committee has, because of exceptional circumstances, allowed by resolution passed before an amount was overdue by that length of time, the member ceases to be a member.

**61 Control of funds**

- (1) The Club must open an account in the name of the Club with a financial institution from which all expenditure of the Club is made and into which all funds received by the Club are deposited.
- (2) The committee may approve expenditure on behalf of the Club.
- (3) Subject to sub-rule (4), the committee may authorise the Treasurer to expend funds on behalf of the Club up to a specified limit without requiring approval from the committee for each item on which the funds are expended.
- (4) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments of the Club and all electronic transfer of funds or other electronic ways of transferring funds from the Club's accounts must be signed or authorised by:
  - (a) 2 members of the committee; or
  - (b) 1 member of the committee and a person authorised by the committee.

**62 Financial statements**

- (1) For each financial year, the committee must ensure that the requirements imposed on the Club under Part 5 of the Act relating to the financial statements or financial report of the Club are met.
- (2) For each financial year, the committee must ensure that any other requirements relating to financial reporting imposed on the Club under any other statute or licence are met.

**63 Loans**

- (1) The committee may borrow any amount up to a limit of 15% of the Club's revenue from annual subscription fees and other revenue in the previous year without seeking the approval of members at a general meeting.
- (2) The loan:
  - (a) may be by overdraft upon a current account or otherwise from any bank; and

- (b) may be secured against all or any of the Club's assets by way of mortgage, the issue of debentures, or otherwise; and
  - (c) may be upon such terms and conditions as the committee thinks fit.
- (3) The committee may exercise the power given by sub-rule (1) on more than one occasion, but the total amount owing on loans taken under that power that have not been subsequently ratified by a resolution passed at a general meeting is not to exceed the limit mentioned in that sub-rule.
- (4) The committee may, if authorized to do so by a resolution passed at a general meeting, borrow any greater amount than it could borrow under sub-rule (1) but if the resolution authorized the borrowing of the money for a specific purpose, the money can only be spent for that purpose or such other purpose as may be authorized by a subsequent resolution passed at a general meeting.
- (5) The lender is not required to see to the proper application of money borrowed, and the Treasurer is authorized to give a receipt for the money.

**64 Not for profit body**

The property and income of the Club is to be applied solely towards the promotion of the objects or purposes of the Club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any member except in good faith in the promotion of those objects or purposes.

**65 Distribution of property on winding up of the Club**

- (1) In this rule:
- (a) “**surplus property**” in relation to the Club, means property remaining after satisfaction of:
    - (i) The debts and liabilities of the Club;
    - (ii) The costs charges and expenses of winding up or cancelling the incorporation of the Club,but does not include books relating to the management of the Club.
- (2) On cancellation of the incorporation of or winding up of the Club, its surplus property must be distributed as determined by special resolution by reference to the persons mention in section 24 (1) of the Act.

## **Part 6 — General Rules**

### **66 Giving notices and other documents to members**

- (1) If any notice or other document is required by the rules of the Club to be given to a member it is sufficient, unless otherwise expressly provided, to send it by email to the member's email address as shown in the register of members.
- (2) A notice or other document sent to a member by email or ordinary post is to be regarded as having been given to the member on the day it was emailed or the day after the day on which it was posted.
- (3) A member has the right to request that a notice or other document that is required by the rules of the Club to be given to a member be sent by ordinary post to the member's address as shown in the register of members.

### **67 Disputes**

- (1) The procedure in this rule 67 applies to a dispute under or in relation to these rules of the Club:
  - (a) between members; or
  - (b) between one or more members and the committee,which for the purposes of this rule 67 is referred to as a "dispute".
- (2) The parties to the dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party to the dispute.
- (3) If the parties to the dispute are unable to resolve the dispute between themselves within the time required under sub-rule (2), any party to the dispute may start the grievance procedure by giving written notice to the President of:
  - (a) the parties to the dispute;
  - (b) the matters that are the subject of the dispute.
- (4) Within 28 days after the President is given the notice in accordance with sub-rule (3), a special meeting of the committee must be convened by the President in accordance with rule 27 to consider and determine the dispute.

### **68 Custody of books and securities**

- (1) The books and any securities of the Club are to be kept at the Club's premises.
- (2) The financial records and, as applicable, the financial statements or financial reports of the Club are to be kept at the Club's premises.
- (3) Sub rules (1) and (2) have effect except as otherwise decided by the committee.
- (4) The books of the Club must be retained for at least 7 years.

**69 Inspection of records and documents**

- (1) This rule applies to a member who wishes to inspect any record or document of the Club other than register of members or the record of office holders.
- (2) The member must contact the Secretary to make the necessary arrangements for the inspection, and the Secretary must permit the member to inspect the record or document.
- (3) If the member wants to inspect a document that records the minutes of a committee meeting, the right to inspect that document is subject to any decision the committee has made about minutes of the committee generally, or the minutes of a specific committee meeting, being available for inspection by members.
- (4) The member may not make a copy of or take an extract from the record or document.

**70 Record of office holders**

- (1) The Club must keep a record of committee members and other persons authorised to act on behalf of the Club that is required to be maintained under section 58(2) of the Act.
- (2) The record must be kept at the Club's premises, or at another place determined by the committee.
- (3) A member who wishes to inspect the record must contact the Secretary to make the necessary arrangements.
- (4) The Secretary must comply with any request made under sub rule (3) and must permit the Member to make a copy of or take an extract from the record, but the Member may not remove the record for any reason.

## Part 7 — Interpreting Rules and Altering Rules

### 71 Interpreting rules

Any question as to the meaning of the rules of the Club is to be decided by the committee, but the committee's decision may be over-ruled by a resolution passed at a general meeting.

### 72 Altering these rules of the Club

If the Club wants to alter or rescind any of the rules, or to make additional rules, the Club may do so only by special resolution and by otherwise complying with Part 3 Division 2 of the Act.

### 73 Requirements of certain laws

In addition to ensuring compliance with the requirements of the *Associations Incorporation Act 2015* for the alteration to have effect, the Club is to give such notice of, and seek to obtain such approval to, the alteration as may be required under the *Liquor Control Act 1988*.

### 74 Headings not part of these rules of the Club

A heading to a rule in these rules of the Club is not a part of these rules of the Club and on a consolidation of these rules of the Club a heading may be clerically changed to reflect the meaning of the rule that it describes.

### 75 Terms used in these rules of the Club

- (1) In these rules of the Club, unless the contrary intention appears:
- “**Act**” means the *Associations Incorporation Act 2015*;
  - “**annual financial statements**” means a statement of income and expenditure for the financial year concerned and a balance sheet as at the end of that year, together with such other accounts, if any, as may be required to show the financial position of the Club at the end of that year;
  - “**clear days**” means that when counting the number of days from one occurrence to another neither the day of the first occurrence nor the day of the second occurrence is included;
  - “**Club premises**” means the premises for the time being belonging to or occupied by or used by the Club;
  - “**committee**” means the committee of the Club referred to in rule 21;
  - “**financial year**” means the period of 12 months from 1 July of one year to 30 June of the next year;
  - “**general meeting**” means an annual general meeting or an extraordinary general meeting;
  - “**rules of the Club**” means rules contained in these rules of the Club;
  - “**voting member**” means a person who is a full-playing member, a permanent member or a life member.

- (2) A reference in these rules of the Club to a law of Western Australia includes a reference to it as from time to time in force, and also includes a reference to any law that is substituted for it.

Amended by resolutions made on:

17 September 1996

4 March 1997

6 November 2000

29 October 2001

12 August 2002

26 November 2002

21 September 2005

31 October 2007

29 September 2010

5 October 2011

24 September 2014

23 September 2015

20 June 2018