

RULES OF ASSOCIATION

1. Name of Association

The name of the Association is 'Secret Rocky Runners Inc', hereinafter also referred to as the Club or SRR.

2. Definitions

(1) In these Rules, unless the contrary intention appears –

- a. "The Committee" means the Management Committee of the Club referred to in Rule 7;
- b. "Member" means a financial member of the Club;
- c. "Committee member" means the Rules of Association of the Club;
- d. "Constitution" means the Rules of Association of the Club;
- e. "Quorum" means the minimum number of Club members or office bearers, who must be present for valid transaction of business;
- f. "Annual General Meeting" is the meeting convened annually to determine the composition of the Committee, and is further referred to as the AGM;
- g. "General Meeting" means a meeting which is open to all club members other than the AGM;
- h. "Committee Meeting" refers to any meeting convened by the Committee to conduct either "closed doors" business, which is not open to the general membership or "emergency" business, which requires action prior to the notice period required for a Special general Meeting or a General Meeting to be called;
- i. "Closed doors" means a whole or part of a meeting which is attended solely by the Committee and at which no other members are present, and/or who may be requested to step outside for that portion of the meeting;
- j. "Special General Meeting" means a General Meeting other than the Annual General Meeting, whereby the meeting is convened for a special purpose as indicated in the Notice of Special General Meeting;
- k. "Convene" means to call together for a formal meeting;
- l. "Department" means to call together for a formal meeting;
- m. "Financial year" shall be the period commencing on the date of incorporation of the Club and ending on the last day of February; and thereafter each period commencing 1 March and ending on the last day of February in the following year; owing to February may have either 28 or 29 days to the month;
- n. "in writing" means by written letter or by email correspondence;
- o. "poll" means voting conducted in written form (as opposed to a show of hands);
- p. "Ordinary resolution" means a resolution passed at either a Committee or a General Meeting, requiring 51% or more of the vote;
- q. "Special resolution" means a resolution passed by not less than 75% of the eligible voting members present at whichever meeting the motion is proposed, and which has been advertised as such to the members in accordance with Rule 21;

- r. If a poll is held, a declaration by the person presiding as to the result of a poll is evidence of the matter so declared;
- s. "The Act" means the Associations Incorporation Act 2015.

3. Objects of the Club

- (1) The objects of the Club are –
 - a. To promote and encourage the sport of running for recreation and for competition;
 - b. To welcome and support runners of all activities, from beginners to highly experienced, from the Rockingham community and beyond;
 - c. To conduct regular and varied coaching and training sessions to assist all participants to improve their running skills irrespective of their initial ability;
 - d. To appoint such organisations or individuals as to achieve these Objects;
 - e. To encourage members to regularly meet for social recreational runs;
 - f. To encourage and support all members to take part in competitive events organised by external parties;
 - g. To arrange social activities for members and families to network with other runners;
 - h. To foster the exchange and discussion of running-related information between members and external parties for members' overall running enjoyment and safety; with all members being responsible for their own implementation of that information and no liability shall be accepted by the Club for use of that information;
 - i. To establish and maintain links with other running organisations; and
 - j. To organise competitive running events for the wider community's participation.
- (2) The property and income of the Club shall be applied 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 those objects.

4. Powers of the Club

- (1) The Club may do all things necessary or convenient for carrying out its objects and purposes, and therefore at its discretion 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 lawfully be invested; or
 - ii. In any other manner authorised by the Rules of the Club;
 - d. Borrow money upon such terms and conditions as the Association thinks fit;
 - e. Give such security for the discharge of liabilities incurred by the Club as the Club thinks fit;

- f. Appoint agents to transact any business of the Association on its behalf ; and
 - g. Enter into any other contract it considers necessary or desirable.
- (2) May act as trustee and accept and hold real and personal property upon trust, but does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene this Act or the Rules of the Club.

5. Affiliation

The Club shall be affiliated with such appropriate athletic and/or recreational associations as determined to be appropriate by the Committee and as passed by an ordinary resolution at a Committee or General Meeting.

6. Amending the Rules of the Club

- (1) The Committee may amend or rescind this Constitution as follows –
- a. Amendments to the Constitution are only permitted by special resolution at the AGM or at a Special General Meeting convened for that purpose only;
 - b. Notice of the meeting must include notice of the proposed changes and the reasoning for them.
- (2) Within one month of the passing of a special resolution altering its Rules, the Club must lodge with the Department notice of the special resolution in the format as specified by the Department.
- (3) Any amendments to the Constitution of the Club do not take effect until Rule 6(2) is complied with and the Department has approved the amendments.

CLUB MANAGEMENT

7. Management of the Club

- (1) The affairs of the Club will be managed exclusively by a Management Committee all of whom must be financial members of the Club as defined by Rule 13(2) consisting of:
- a. President;
 - b. Vice-President;
 - c. Secretary;
 - d. Treasurer;
 - e. Membership Officer; and
 - f. Three (3) other persons, who shall be classed as general Committee Members, unless other roles are assigned by an ordinary resolution at a General or Committee meeting and recorded in the Club By-Laws.
- (2) *No person shall be entitled to be a Committee member if the person has, in the previous five years:*
- a. *been bankrupt or whose affairs are under solvency laws;*
 - b. *been convicted of, or imprisoned in the previous five years for:*
 - *an indictable offence in relation to the promotion, formation or management of a body corporate;*
 - *an offence involving fraud or dishonesty punishable by imprisonment for a period of not less than three months;*

- *an offence under Part 4 Division 3 or section 127 of the Act*

unless the person has obtained the consent of the Commissioner.

- (3) Committee members must be elected to membership of the Committee at an AGM or appointed under Rule 12(2).
- (4) A Committee member's term of office will run from election at an AGM until the election at the following AGM. Any outgoing Committee member is eligible for re-election to membership of the Committee at the subsequent AGM.
- (5) All Committee members must declare any and all conflicts of interest, whether financial or otherwise, as soon as is practicable after election, or when the conflict arises.
 - a. All conflicts of interest must be recorded in the minutes; and
 - b. Committee members must abstain from voting in all matters where a conflict of interest has been declared.
- (6) In addition to this Constitution, the Committee may create and further amend as necessary Club By-Laws and/or a Member Code of Conduct to assist in the administration of these Rules.
- (7) The Committee may form or dissolve sub-committees as deemed necessary by ordinary resolution at any Committee or General Meeting to assist with effective management.

8. Club Records and Documents

- (1) The Secretary, on behalf of the Club, must maintain in an up to date condition –
 - a. The Certificate of Incorporation of the Club;
 - b. The most recent version of the Constitution;
 - c. A register of the members of the Club. Including their full name and their residential, postal address, or email address;
 - d. A record of office bearers of the Club; and
 - e. The minutes of meetings of the Club.
- (2) The documents must be kept and maintained at the Secretary's place of residence or at such other place as determined by the Committee.
- (3) The secretary must ensure the name of a person who ceases to be a member under Rule 15(1) to be deleted from the register of members.
- (4) At the expiry of the Secretary's term of office, all records must be transferred to either the newly elected Secretary or President of the Club.

9. Inspection of Club Records

- (1) A member may at any reasonable time upon request to the Secretary inspect without charge the following Club documents –
 - a. The most recent version of the Constitution;
 - b. The register of the members of the Club;
 - c. The record of office bearers of the Club; and
 - d. The minutes of meetings of the Club.

- (2) Any request to view these records must be made in writing to the Secretary.
- (3) If –
 - a. a member inspecting the register of members wishes to make a copy of, or take an extract from, the register; or
 - b. a member makes a written request 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.

10. Control of Finances

- (1) All Club financial records must be held by the Treasurer during his or her term of office.
- (2) At the expiry of the Treasurer's term of office, all records must be transferred to either the newly elected Treasurer or President of the Club.
- (3) All financial records must be kept for a period of seven (7) years.
- (4) All bank accounts opened and operated by the Club must be determined by the ordinary resolution to do so at a General or Committee Meeting and minuted accordingly.
- (5) All cheques issued on behalf of the Club must be co-signed by any two (2) of up to four (4) duly appointed Committee members, and –
 - a. Nominated signatories must be minuted accordingly; and
 - b. Signatories must not be from the same family or household.
- (6) Bank account signatories must be updated as soon as is practicable in the event that the Committee structure changes subject to Rules 12 or Rule 21.
- (7) Accounts payable may be paid online banking systems, on the proviso that all payments are approved by any two (2) of the Committee members in accordance with Rule 10(5).
- (8) A true and accurate report must be prepared and submitted to members at each Annual General Meeting of the Club, showing the financial position of the Club at the end of the preceding financial year as defined in Rule 2(1)(m).
- (9) A committee member is entitled to be paid out of the funds of the Association for any out-of-pocket expenses for travel and accommodation properly incurred –
 - a. in attending a committee meeting; or
 - b. in attending a general meeting; or
 - c. otherwise in connection with the Association's business.

11. Common Seal of Association

- (1) The Club must have a Common Seal on which its corporate name appears in legible characters.
- (2) The Common Seal of the Club must not be used without the express authority of the Committee and every use of that Common Seal must be recorded in the minute book referred to in Rule 25.

- (3) The affixing of the Common Seal of the Club must be witnessed by any two of the President, the Vice-President, the Secretary or the Treasurer.
- (4) The Common Seal of the Club must be kept in the custody of the Secretary or of such other person as the Committee from time to time decides and minutes accordingly.

12. Casual Vacancies in Committee Membership

- (1) A casual vacancy occurs on the Committee and that office becomes vacant if the respective Committee Member –
 - a. Dies;
 - b. Resigns by notice in writing delivered to the Committee via the Secretary and that resignation is accepted by ordinary 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 from more than two (2) consecutive General Meetings or two (2) Committee Meetings of which sufficient notice was given in the same financial resolved to declare the office vacant;
 - f. Is suspended subject to Rule 16; or
 - g. Ceases to be a financial member of the Club.
- (2) If a casual vacancy occurs subject to Rule 12(1) –
 - a. The Committee may appoint a member to fill that vacancy; and
 - b. A member appointed under this Rule will –
 - i. Hold office until the next AGM; and
 - ii. Be eligible for election at the next AGM.

CLUB MEMBERSHIP

13. Membership

- (1) Membership of the Club shall run on an annual basis.
- (2) Membership is open to individuals who shall be deemed financial members if they:
 - a. Are aged 16 years of age and over at the time of initial application to join, conditional on applying to the Committee in writing on such prescribed form as the Committee directs and by reapplying annually as directed by the Committee.
 - b. Pay the applicable registration fee.
 - c. Pay the applicable annual membership fee.
 - d. Are considered to be of suitable character to uphold the Objects of the Club.
- (3) Each member of the Club shall be bound by the Constitution, By-Laws and/or Code of Conduct of the Club, and be provided with a copy.
- (4) The names and addresses (postal or residential) of all members will be recorded in a Register of Members, and as such those details are subject to Rule 9.
- (5) Membership shall be conferred within the following classes:

- a. Full Member – Any person in accordance with Rule 13(2).
 - b. Honorary Member –
 - i. The Committee may at any time confer Honorary Membership on any person as deemed relevant at a Committee Meeting.
 - ii. An Honorary Membership shall not exceed a period of twelve (12) months from the time on appointment unless further approved by the Committee.
 - iii. Honorary Members are not required to pay the annual subscription fee;
 - iv. Honorary Members shall not be entitled to hold office nor vote at any meetings convened for Club purposes by the Committee.
 - c. Social Member –
 - i. Social Members shall be required to pay the applicable annual fee that shall be less than the Full Member subscription fee.
 - ii. Social Members shall be required to pay the applicable registration fee.
 - iii. Social Members shall be entitled to vote at Club meetings, but shall not be entitled to hold office.
 - iv. A Social Member may be subject to participation restrictions as outlined in the Club By-Laws.
- (6) The Committee has discretion to refuse or rescind membership to any person/s should they determine that to accept the applicant may be detrimental to the implementation of the Club's Objects, or may be to the detriment of any other existing Club member subject to Rule 13(2)(d).
- a. A request to refuse or rescind a new membership can be raised by any current committee or financial member if provided in writing to the Secretary.
 - b. The decision to refuse an application for membership must be determined by an ordinary resolution at a Committee Meeting.
 - c. Any new membership rescinded subject to Rule 13(7) is entitled to a full refund of subscription fees paid.
- (7) The Committee has the discretion to restrict membership numbers at any time if passed by an ordinary resolution at a general or Committee Meeting.
- (8) The Committee has the power to terminate membership by way of suspension or expulsion if the member's conduct is deemed to be detrimental to the interests of the Club.

14. Subscriptions of Members of the Club

- (1) The Committee shall determine annually the amount of any registration fee to be paid by each member by ordinary resolution at a Committee or General Meeting.
- (2) The registration fee is payable at the commencement of membership and once per continuous membership period and further –
 - a. If a member who for whatever reason has ceased membership applies to re-register, the registration fee shall be payable again.

- b. The Committee has the power to waive payment of the registration fee subject to Rule 14(2)(a) on a case-by-case basis.
 - c. Any member may request waiving of the fee subject to Rule 14(2) in writing to the Secretary and the Committee's decision will be final.
- (3) The Committee shall determine annually the amount of the membership subscription to be paid by each member by ordinary resolution at a Committee or General Meeting –
 - a. New members must pay with an initial membership application; and
 - b. Renewing members must pay to the Treasurer, annually before 1st March or such other date as the Committee from time to time determines.
- (4) Children under the age of 16 years, but over the age of 11 years, may accompany parents as junior runners if -
 - a. The parent is a financial member.
 - b. The child is not made to take part in any running activity under duress or beyond their physical abilities;
 - c. The parent warrants that the child is medically fit to participate;
 - d. The parent is present with the child at any running activity that they attend, and
 - e. The parent pays any additional fees as determined by the Committee.
- (5) A member whose subscription is not paid within 1 calendar month after the date fixed by Rule 14(3) ceases to be a member, unless the Committee decides otherwise. This person shall have no rights afforded to members apply until the membership subscription and any other fees payable are paid.
- (6) Any person who applies for membership of the Club subject to Rule 13(2) on or after 1st November shall be eligible to pay half the annual subscription amount as fixed by Rule 14(3)(b).

15. Termination of Membership

- (1) Membership of the Club may be terminated upon –
 - a. Receipt by the Secretary or another Committee member of a notice in writing of intention to resign from a member of the Club. Such person remains liable to pay to the Club the amount of any subscription due and payable by that person but unpaid at the date of termination; or
 - b. Non-payment by a member of his or her subscription in accordance with Rule 14(4); or
 - c. Expulsion of a member in accordance with Rule 16; or
 - d. Death of the member.
- (2) Any member who is duly informed of the Committee's decision to terminate membership subject to Rule 15(1)(c) shall not be entitled to a refund of any membership subscriptions paid.
- (3) If membership of the Club is terminated due to the death of a member, then that membership is not transferable to any other person.

16. Suspension or Expulsion of Members

- (1) If the Committee considers that a member should be suspended or expelled from membership of the Club because his or her conduct is detrimental to the interests of the Club or is in breach of Rule 13(3), the Committee must communicate in writing to the member not less than 28 days before the date of the Committee Meeting at which it will be considered –
 - a. Notice of the proposed suspension or expulsion and of the time, date and place of the Committee Meeting at which the question of that suspension or expulsion will be decided;
 - b. Particulars of that conduct; and
 - c. 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 written and oral) submissions to the committee about the proposed suspension or expulsion.
- (2) Any member issued with notice to have their membership suspended or terminated and who wishes to contest that decision must make representations in writing addressed to the Secretary prior to the date of the Committee Meeting referred to in Rule 16(1).
- (3) At the Committee Meeting referred to in Rule 16(1), the Committee may decide to suspend or expel that member from membership of the Club and must immediately communicate that decision in writing to the member. If the member is suspended the terms of that suspension, which may include the length of suspension, must be communicated.
- (4) Any decision to revoke or suspend a membership subject to Rule 16(3) come into effect immediately after the decision is communicated.
- (5) A committee must give the member written notice of the committee's decision, and the reasons for the decision, within 7 days after the committee meeting at which the decision is made.
- (6) A member who is suspended or expelled under Rule 16(3), if he or she wishes to appeal against that suspension or expulsion, must do so in writing to the Secretary within the 14 days.
- (7) Suspended members forfeit all rights afforded to financial members until the suspension is lifted.
- (8) When a member's membership is suspended, the Secretary must record in the register of members –
 - a. that the member's membership is suspended; and
 - b. the date on which the suspension takes effect; and
 - c. the period of the suspension.
- (9) When the period of suspension ends, the secretary must record in the register of members that the member's membership is no longer suspended.
- (10) When an appeal is made in accordance with Rule 16(6) –
 - a. The Committee must either confirm or reverse the former decision to suspend or expel the member and must immediately communicate that decision in writing to the member;

- b. The membership of the suspended or expelled member ceases or is reinstated immediately upon written communication from the Committee to the member.
- (11) The Committee may determine that any member returning from suspension may be subject to additional conditions of membership being applied upon reinstatement of their membership.
- (12) In the event that further incidents occur in breach of Rule 16(11) by a reinstated member, whether by new infringement or by breach of the conditions provided for in Rule 16(11), the Committee may decide to immediately terminate membership without further appeal options permitted.
- (13) Rule 16 may be applied equally to a member of the Committee if their conduct is deemed to be detrimental to the interests of the Club or is in breach of Rule 13(3) by a simple majority of the remaining Committee members.

17. Grievance Procedure

- (1) Party to a dispute includes a person:
 - (a) who is party to the dispute; and
 - (b) who ceases to be a member within 6 months before the dispute has come to the attention of each party to the dispute.
- (2) A applies to disputes:
 - (a) between members; or
 - (b) between one or more members and the Association.

Parties to attempt to resolve dispute

- (3) 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.

How grievance procedure is started

- (4) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by Rule 17(3), any party to the dispute may start the grievance procedure by giving written notice to the secretary of —
 - (a) the parties to the dispute; and
 - (b) the matters that are the subject of the dispute.
- (5) Within 28 days after the secretary is given the notice, a committee meeting must be convened to consider and determine the dispute.
- (6) 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 7 days before the meeting is held.
- (7) The notice given to each party to the dispute must state —
 - (a) when and where the committee meeting is to be held; and
 - (b) 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 written and oral) submissions to the committee about the dispute.
- (8) If —
 - (a) the dispute is between one or more members and the Association; and

- (b) any party to the dispute gives written notice to the secretary stating that the party —
 - (i) does not agree to the dispute being determined by the committee; and
 - (ii) requests the appointment of a mediator under Rule 18,the committee must not determine the dispute.

Determination of dispute by committee

- (9) 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 written and oral) submissions to the committee about the dispute; and
 - (b) give due consideration to any submissions so made; and
 - (c) determine the dispute.
- (10) The committee must give each party to the dispute written notice of the committee's determination, and the reasons for the determination, within 7 days after the committee meeting at which the determination is made.
- (11) A party to the dispute may, within 14 days after receiving notice of the committee's determination under Rule 17(9)(c), give written notice to the secretary requesting the appointment of a mediator under Rule 18.
- (12) If notice is given under Rule 17(11), each party to the dispute is a party to the mediation.

18. Appointment of mediator

- (1) The mediator must be a person chosen —
 - (a) if the appointment of a mediator was requested by a member under Rule 16(6) — by agreement between the Member and the committee; or
 - (b) if the appointment of a mediator was requested by a party to a dispute under Rule 17(8)(b)(ii) or 17(11) — by agreement between the parties to the dispute.
- (2) If there is no agreement for the purposes of Rule 18(1)(a) or (b), then, subject to Rules 18(3) and (4), the committee must appoint the mediator.
- (3) The person appointed as mediator by the committee must be a person who acts as a mediator for another not-for-profit body, such as a community legal centre, if the appointment of a mediator was requested by —
 - (a) a member under Rule 16(6); or
 - (b) a party to a dispute under Rule 17(8)(b)(ii); or
 - (c) a party to a dispute under Rule 17(11) and the dispute is between one or more members and the Association.
- (4) The person appointed as mediator by the committee may be a member or former member of the Association but must not —
 - (a) have a personal interest in the matter that is the subject of the mediation; or
 - (b) be biased in favour of or against any party to the mediation.

Mediation process

- (1) The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.
- (2) 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 5 days before the mediation takes place.
- (3) In conducting the mediation, the mediator must —
 - (a) give each party to the mediation every opportunity to be heard; and
 - (b) allow each party to the mediation to give due consideration to any written statement given by another party; and
 - (c) ensure that natural justice is given to the parties to the mediation throughout the mediation process.
- (4) The mediator cannot determine the matter that is the subject of the mediation.
- (5) 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.
- (6) The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.

If mediation results in decision to suspend or expel being revoked

If —

- (a) mediation takes place because a member whose membership is suspended or who is expelled from the Association gives notice under Rule 16(6); and
- (b) as the result of the mediation, the decision to suspend the member's membership or expel the member is 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.

PROCEDURE FOR MEETINGS

19. Presiding at Meeting

- (1) The President must preside at all meetings.
- (2) In the event of the absence from a meeting of —
 - a. The President, then the Vide-President must preside at the meeting; or
 - b. Both the President and the Vide-President, a member elected by the other Committee members present at the meeting must preside at the meeting.

20. Types of Meeting

- (1) Meetings may consist of a General Meeting, a Committee meeting, an Annual General Meeting, or a Special General Meeting as defined in Rule 2, and subject to the periods of notice stated in Rule 23.

21. Annual General Meeting

- (1) The AGM must be held no earlier than 1st April and no later than 30th June.

- (2) All members must be given notice of the AGM in accordance with Rule 23(1)(d) before the date fixed for the AGM subject to Rule 21(1).
- (3) All financial members are eligible to vote at the AGM.
- (4) A quorum at an AGM shall consist of 20% of the members of the Club afforded voting rights, and which must include at least three (3) current Committee members.
- (5) Proxy votes shall be accepted if made available by the Committee and if provided in the correct written format as directed by the Committee and shall be included in the quorum number.
- (6) If a quorum is not reached within 15 minutes of the AGM commencing, then the AGM must be rescheduled to a date within the terms of Rule 21(1), with a notice period of not less than 4 days, and no quorum shall be required.
- (7) Any financial member is eligible for election to membership of the Committee providing they have been nominated by another financial member on the prescribed form as determined by the Committee and signed by –
 - a. The nominator; and
 - b. The nominee to signify his or her willingness to stand for election; or
 - c. A member may self-nominate for a position, and sign the prescribed form accordingly, and have the nomination witnessed by another financial member of the Club; and
 - d. All nominations must be forwarded to the Secretary not less than 7 days before the day on which the AGM is to be held.
- (8) If there is more than one nomination in accordance with Rule 21(7) for election to membership of the Committee then –
 - a. The position must be filled by polling of eligible voting members present;
 - b. A person who is eligible for election or re-election may vote for himself or herself;
 - c. A person is considered to be duly elected by a simple majority of votes; and
 - d. The President must declare those persons to be duly elected as members of the Committee at the AGM.
- (9) If there are no nominations in accordance with Rule 21(7) for election to membership of the Committee then the President must declare that person to be a duly elected as member of the Committee.
- (10) If there are no nominations in accordance with Rule 21(7) for election to membership of the Committee then –
 - a. The Secretary must notify the President; and
 - b. Nominations may be accepted from the floor and will be treated in accordance with Rule 21(8).
- (11) When nominations are accepted from the floor –
 - a. If there is only one nomination for a position, the President must declare that person to be duly elected as members of the Committee.

- b. If there is only more than one nomination for a position, elections for those positions must be conducted in accordance with Rule 21(8).
- c. Nominations from the floor will not be accepted, if nominations have been received subject to the conditions of Rule 21(7).
- d. If a vacancy remains on the Committee after the application of Rule 21(10) then the position shall be treated as a casual vacancy and filled in accordance with Rule 12(2).

22. Proceedings of Meetings

- (1) The Committee must contravene for the dispatch of business at not less than three (3) general Meetings each year in addition to the AGM. Meetings must be held on a quarterly basis throughout the Club financial year as a minimum.
- (2) Committee Meetings may be convened at any other time at the request of the President, or at least three (3) of the members of the committee in writing to the Secretary.
- (3) A question arising at a Committee Meeting must be decided by a simple majority of votes, but, if there is no majority, the person presiding at the Committee Meeting will have a casting vote in addition to his or her deliberative vote.
- (4) The procedure and order of business to be followed at a Committee meeting must be determined by the Committee Members present.
- (5) Only Committee Members have voting rights at Committee Meetings unless directed otherwise by the President, and each member has a deliberate vote.
- (6) All financial members have voting rights at General Meetings, except on matters deemed to be "closed doors" business by the President.
- (7) Members may request the convening of a Special General Meeting if supported by a minimum of 10 members and conveyed in writing to the Secretary.
- (8) No proxy votes shall be accepted.

23. Periods of Notice

- (1) The Committee –
 - a. Must provide not less than 21 days' notice of a General Meeting.
 - b. Must provide not less than 14 days' notice of a Special General Meeting.
 - c. Must provide not less than 1 days' notice of a Committee Meeting.
 - d. Must provide not less than 28 days' notice of an Annual General Meeting.
 - e. Must provide not less than 21 days' notice of a motion requiring a special resolution.
- (2) Notices of meetings shall be by digital means, including email, website, social media and any other digital format as is used by the club from time to time.

24. Quorum

- (1) A quorum for a Committee Meeting shall be half plus one of the filled Committee positions.

- (2) A quorum for a General meeting or Special General Meeting shall be 10 members and must include at least half of the filled Committee position
- (3) If a quorum is not present within 30 minutes of the specified start time, the President must adjourn the meeting to the same time and day in the following week or other such time as is convenient within 2 weeks.

25. Minutes of Meetings of the Club

- (1) The Secretary must cause proper minutes of all meetings, except those of sub-committees, to be taken and to be entered within 14 days after each meeting in a minute book kept for that purpose.
- (2) The President must ensure that the minutes of General Meeting taken under Rule 25(1) are checked and signed as true and correct by the President after being accepted at the next General Meeting.
- (3) The President must ensure that the minutes of Committee Meeting taken under Rule 25(1) are checked and signed as true and correct by the President after being accepted at the next Committee Meeting or General Meeting.
- (4) All Committee Meeting minutes are to be reported to the next General Meeting.
- (5) Minutes of Meeting for an AGM are to be accepted at the next General Meeting.

DISSOLUTION OF THE CLUB

26. Dissolution of the Club

- (1) Dissolution of the Club must be by special resolution at either a Committee or General Meeting.
- (2) If upon the dissolution of the Club, and with all outstanding liabilities being paid, there remains any property or monies leftover the surplus assets must be given or transferred to another association incorporated under the Act –
 - a. Which has similar objects to the Club; or
 - b. Which is of a charitable nature; and
 - c. Which shall be determined by ordinary resolution of the members.