



CONSTITUTION

PERTH GAME FISHING CLUB (Inc)

Version: November 2020

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Article I. **NAME**

The name of the Club shall be "Perth Game Fishing Club (Inc)".

Article II. **OBJECTS / POWERS**

The objects and powers of the Club are:

- (i) To participate in and promote the sport of game fishing.
- (ii) To promote the conservation of game fish species by whatever means including participation in scientific research programs and the capture of fish in accordance with the rules of The Game Fishing Association of Australia Incorporated "GFAA".
- (iii) To endeavour to ensure that all members obey the rules and By-Law comprising in this Constitution, both in letter and spirit and to maintain the highest ethical standards at all times and on all occasions.
- (iv) To affiliate with the Western Australian Game Fishing Association (Incorporated) "WAGFA" and other such organisations as are deemed appropriate.
- (v) To keep and maintain records of fish captures, and to submit to the proper authorities on behalf of members, claims for record fish captures.
- (vi) To promote and advance the sport of game fishing by participating in competitions with other Clubs affiliated with WAGFA, GFAA and the International Game Fish Association "IGFA".
- (vii) To provide opportunities for discussion and debate on game fishing issues by members.
- (viii) Award trophies and prizes other than money prizes

Article III. **NOT-FOR-PROFIT BODY**

The property and income of the Club must be applied solely towards the promotion of the objects or purposes of the Association 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.

Article IV. **DEFINITIONS**

In reading this Constitution, unless the context or such otherwise indicates or requires:

- (i) "Annual Meeting" means an Annual General Meeting.
- (ii) "By-Laws" means the codes of rules made and adopted by the Club in accordance with Section 8.03(k).
- (iii) "Commissioner" means the person for the time being designated as the Commissioner under section 153 of the Associations Incorporation Act.
- (iv) "Committee" means the Management Committee for the Club, duly elected for the time being in accordance with these Rules.
- (v) "Financial records" Includes: invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers; documents of prime entry; working papers and other documents needed to explain the methods by which financial statements are prepared; and adjustments to be made in preparing financial statements.
- (vi) "Financial report" has the meaning given in Part 5 of The Act.
- (vii) "Financial statements" means the financial statements in relation to the Club required under Part 5 of The Act.

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- (viii) "General Meeting" means a General meeting of the Club whether Annual or Special.
 - (ix) "Month" means a calendar month.
 - (x) "Special General Meeting" means a General Meeting as defined above, called in accordance with Section 9.02 hereunder, at which only business that has been described in the notice may be transacted.
 - (xi) "Special Resolution" means a resolution passed by the members at a general meeting in accordance with Section 51 of The Act.
 - (xii) "The Act" means the Associations Incorporation Act 2015, its amendments and any other legislation that may come into force to replace or supplement this Act, and shall form part of these Rules.
 - (xiii) "Club" means Perth Game Fishing Club (Inc).
 - (xiv) "Club Premises" means all land, building and structures thereon of which the Club the Club is the bona fide occupier.
 - (xv) "Voting rights" means the ability for a financial member to propose an application for membership; move or second a motion or special motion; speak at all general meetings; nominate for a position on the Management Committee; vote at all general meetings; and petition for a Special General Meeting.

Article V. **GENERAL**

- (i) The Committee shall be the sole authority for the interpretation of this Constitution and the decision of the Committee upon any question of interpretation or upon any matter affecting the Committee not provided for by these Rules shall be final and binding upon its Members until overturned by a simple resolution of the Members in General Meeting.
- (ii) The Committee shall appoint delegates selected from within the Club's Committee to WAGFA or other affiliated bodies.
- (iii) The books of the Club shall be retained for at least seven (7) years.

Article VI. **MEMBERSHIP**

Section 6.01 **Classification of Members**

Membership shall consist of the following classes:

- (i) **Ordinary Member** - persons who have attained 16 years of age at the commencement of the Club financial year.
 - (a) Ordinary members who have attained 18 years of age shall have voting rights.
- (ii) **Life Member** – as conferred by General Meeting in accordance with Section 6.03(xi)
 - (a) Life members shall have voting rights.
- (iii) **Junior members** – persons who have attained the age of 11 years, but under the age of 16 years at the commencement of the Club year.
 - (a) Junior members shall not have voting rights.
- (iv) **Small Fry Members** – persons under the age of 11 years at the commencement of the Club year.
 - (a) Small Fry members shall not have voting rights.

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- (v) **Honorary Special Members** – as conferred in accordance with Section 6.03(ix).
 - (a) Honorary Members shall not be entitled to be present at any meeting of the members of the Club, nor have any voting rights or any right, title or interest in or to any of the property of the Club.
 - (b) Honorary Special members shall be eligible for inclusion in the Club Championship and other category scoring.

Section 6.02 **Register of Members**

- (i) The Club shall keep an up to date register of members in respect of Ordinary, Life, Junior, Small Fry and Honorary Special members.
- (ii) The register of members shall include each member's name and:
 - (a) Residential address; or
 - (b) Postal address; or
 - (c) email address; or
 - (d) information by means of which contact can be made with the member as nominated by the member.
- (iii) **Additional Information**
 - (a) In addition to the matters referred to in section 53(2) of the Act, the register of members must include the class of membership (if applicable) to which each member belongs and the date on which each member becomes a member.
 - (b) Should the member be a boat owner then the name and particulars of his or her vessel shall be provided to the Secretary and entered on a register of Members' Boats to be kept for that purpose.

Section 6.03 **Application for Membership**

- (i) Membership of the Club shall be open to all persons interested in the sport of game fishing at the discretion of the Committee.
- (ii) A person who wants to become a member shall apply in writing to the Club.
 - (a) The application must include a financial voting member's nomination of the applicant for membership.
 - (b) The application must be signed by the applicant and the member under sub-rule (ii)(a) nominating the applicant.
 - (c) The applicant must specify in the application the class of membership, if there is more than one, to which the application relates.
- (iii) The Committee shall consider each application for membership of the Club and decide whether to accept or reject the application.
 - (a) The Committee shall consider applications in the order in which they are received by the Club.
 - (b) The Committee may delay its consideration of an application if the Committee considers that any matter relating to the application needs to be clarified by the applicant or that the applicant needs to provide further information in support of the application.
- (iv) The Committee must not accept an application unless the applicant:

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- (a) is eligible under subrule (i); and
 - (b) has applied under subrule (ii).
- (v) The Committee may reject an application even if the applicant:
- (a) is eligible under subrule (i); and
 - (b) has applied under subrule (ii).
- (vi) The application for membership must be accompanied by payment for the nomination fee, if applicable, and the membership fee relevant to the category of membership applied for.
- (vii) The Committee must notify the applicant of the Committee's decision to accept or reject the application as soon as practicable after making the decision.
- (viii) If the Committee rejects the application, the Committee is not required to give the applicant its reasons for doing so.
- (a) On the election of each candidate, the Secretary shall notify the same to them, and they shall on payment of their subscription be enrolled as a Member of The Club, and become entitled to the privileges and be bound by its rules and by all consequences resulting from breach or non-performance thereof, and shall thereby absolve every person concerned in carrying out enforcing such rules from all personal responsibility or legal liability on such account.
- (ix) **Honorary Special Membership:** The President, after consultation with the Committee, shall be empowered to grant Honorary Special Membership to a person, or persons, for a period to be determined by the Committee.
- (a) Such action shall be recorded in the minutes of the next Committee Meeting.
 - (b) At least seven (7) days written notice shall be sent to each member of the Committee prior to the meeting at which it is proposed that any person be granted Honorary Special Membership.
- (x) **Life Membership:** Any financial Life Member or Ordinary Member may submit a nomination for Life Membership to the Committee.
- (a) The Club may confer upon any person who in its opinion has rendered outstanding service to the Club or to the sport of game fishing for a minimum of ten years, the courtesy title of Honorary Life Member provided that no such title shall be conferred upon any person until the proposal to do so, together with the citation stating service rendered, which it is proposed to incorporate in the minutes, has been submitted to Members and approved by not less than three quarters of the Members present and entitled to vote at the Annual General Meeting.
 - (b) No more than two (2) appointments of a Life Member may be made in any one Club year.
 - (c) The maximum number of Life Members will be no more than ten (10) at any time.
 - (i) The holder of a Life Membership shall be entitled to all privileges of an ordinary member, be exempt from subscriptions but shall pay any levies and capitation fees.

Section 6.04 **Membership Fees**

- (i) The entrance or nomination fee (if any) and annual subscription of the Club shall be set by majority vote of the Committee prior to the commencement of the financial year.

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- (a) The fees determined under subrule (i) may be different for different classes of membership.
 - (ii) Any member who does not notify the Secretary in writing before the date of the Annual Meeting of his or her withdrawal from the Club shall be liable for the subscription for the current Club year.
 - (iii) A member must pay the annual membership fee to the Treasurer, or another person authorised by the Committee to accept payments, by the due date as determined by the Committee.
 - (iv) The Committee shall have the power by resolution to remove from the roll of members the name of any new member who fails to pay his or her membership fees within two (2) weeks from the date of his or her election.
 - (v) Any member whose membership fee is in arrears three (3) months after the due date shall cease to be a member.
 - (vi) If a person who has ceased to be a member under subrule (iv) offers to pay the annual membership fee after the period referred to in that subrule has expired:
 - (a) the Committee may, at its discretion, accept that payment; and
 - (b) if the payment is accepted, the person's membership is reinstated from when it was paid.
 - (vii) All subscriptions received from new members accepted on or after three months prior to the financial year end in any financial year shall be deemed to be paid to the end of the ensuing financial year.

Section 6.05 **Cessation of Membership**

- (i) A person ceases to be a member when any of the following takes place:
 - (a) For a member who is an individual, dies;
 - (b) The person resigns from the Club;
 - (c) The person is expelled from the Club under Article XII;
 - (d) The person ceases to be a member under Section 6.04(vi)
- (ii) The secretary will keep a record on file of the date on which the person ceased to be a member; and the reason why the person ceased to be a member.

Section 6.06 **Resignation**

- (i) A member may resign from membership of the Club by giving written notice of the resignation to the secretary.
- (ii) The resignation takes effect:
 - (a) when the secretary receives the notice; or
 - (b) if a later time is stated in the notice, at that later time.
- (iii) A person who has resigned from membership of the Club remains liable for any fees that are owed to the Club (the owed amount) at the time of resignation.
 - (a) The owed amount may be recovered by the Club in a court of competent jurisdiction as a debt due to the Club.

Article VII. **MEMBER'S RIGHTS**

- (i) The rights and privileges of every member shall be personal and shall not be in any manner transferable by their own act or through any other person on their behalf or by operation of law.
 - (a) The rights and privileges of a member end when membership ceases.
- (ii) Voting rights for each membership category are as detailed in Article VI.
- (iii) Only financial Ordinary, Life and Honorary Special members shall be entitled to full privileges of membership, including point scoring and recognition of records
- (iv) All members, upon successful registration, will be supplied with an electronic copy of the Club constitution or will be directed to obtain a copy of the Club constitution from the Club's website.
- (v) Upon acceptance to membership, all members agree to be bound by the Club's Code of Conduct.
- (vi) A payment may be made to a member out of the funds of the Club only if it is authorised under subrule (vii).
- (vii) A payment to a member out of the funds of the Club is authorised if it is:
 - (a) the payment in good faith to the member as reasonable remuneration for any services provided to the Club, or for goods supplied to the Club, in the ordinary course of business; or
 - (b) the payment of interest at a rate not exceeding the prevailing market rate published by the Reserve Bank of Australia as the "Cash Rate Target" from time to time on money borrowed from any Member;
 - (c) the payment of reasonable rent to the member for premises leased by the member to the Club; or
 - (d) the reimbursement of reasonable expenses properly incurred by the member on behalf of the Club.

Section 7.01 **Inspection of Records and Documents**

- (i) Section 7.01 applies to a member who wants to inspect:
 - (a) the register of members under section 54(1) of the Act; or
 - (b) the record of the names and addresses of Committee members, and other persons authorised to act on behalf of the Club, under section 58(3) of the Act; or
 - (c) any other record or document of the Club.
- (ii) The member must contact the Secretary to make the necessary arrangements for the inspection at such time and place as is mutually convenient to the Club and the Member.
- (iii) The inspection must be free of charge.
- (iv) 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 Committee meetings generally, or the minutes of a specific Committee meeting, being available for inspection by members.
- (v) The member may make a copy of or take an extract from a record or document referred to in subrule (i), but does not have a right to remove the record or document for that purpose.

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- (vi) A Member may make a request in writing for a copy of, or extract from, the register referred to in subrule (i)(a) and the record referred to in subrule (i)(b).
 - (a) The Club may charge a reasonable fee to the Member for providing a copy of the register referred to in subrule (i)(a), the amount to be determined by the Committee from time to time.
 - (vii) The member must not use or disclose information in a record or document referred to in subrule (i) except for a purpose:
 - (a) that is directly connected with the affairs of the Club; or
 - (b) that is related to the administration of the Act.
 - (viii) The Committee may require a Member who requests a copy of the record or document referred to in subrule (i)(a) to provide a statutory declaration setting out the purpose of the request and declaring that the purpose is connected with the affairs of the Club.

Article VIII. **MANAGEMENT COMMITTEE**

The management of the Club shall be vested in a Management Committee consisting of a minimum of six (6) to a maximum of ten (10) Committee persons elected for a (1) year term.

Section 8.01 **Committee members**

- (i) The Committee members consist of:
 - (a) the office holders of the Club; and
 - (b) at least one (1) ordinary Committee member to a maximum of five (5) ordinary Committee members.
- (ii) The Office Holders shall be:
 - (a) President
 - (b) Vice President
 - (c) Secretary
 - (d) Treasurer
 - (e) Weigh Master
- (iii) A person may be a Committee member if the person is:
 - (a) an individual who has reached 18 years of age; and
 - (b) a financial Ordinary or Life member.
- (iv) A person shall not hold three (3) or more of the offices mentioned in subrule (i) at the same time.
- (v) The President shall not hold office continuously for a period longer than two years unless approved by 75% majority of members at the Annual General Meeting.
- (vi) Every member of the Committee shall be indemnified against any loss, expenses or liability incurred by reason of any act or deed performed by him/her in good faith on behalf of the Committee and the Committee may use the funds of the Club for any such purpose required, together with any reasonable expenses incidental to Committee activities.

Section 8.02 **Election of Committee**

- (i) The Members of the Committee shall be elected annually at the Annual General Meeting and shall take office from the conclusion of the Annual General Meeting for the period expiring at

the conclusion of the next Annual General Meeting unless the member's position becomes vacant in accordance with Section 8.10.

- (ii) A nomination of any candidate as a member of the Committee shall be signed by:
 - (a) One (1) member; and
 - (b) the candidate both of whom shall be financial members at the time of nomination.
- (iii) **Election of office holders**
 - (a) At the Annual General Meeting, a separate election shall be held for each position of office holder of the Club.
 - (b) If there is no nomination for a position, the chairperson of the meeting may call for nominations from the eligible members at the meeting.
 - (c) If only one member has nominated for a position, the chairperson of the meeting shall declare the Member elected to the position.
 - (d) If more than one member has nominated for a position, the voting members at the meeting must vote in accordance with procedures that have been determined by the Committee to decide who is to be elected to the position.
 - (i) Each voting member present at the meeting may vote for one member who has nominated for the position.
 - (ii) A member who has nominated for the position may vote for himself or herself.
- (iv) **Election of ordinary Committee members**
 - (a) If the number of members nominating for the position of ordinary Committee member is not greater than the number to be elected, the chairperson of the meeting:
 - (i) must declare each of those members to be elected to the position; and
 - (ii) may call for further nominations from the ordinary members at the meeting to fill any positions remaining unfilled after the elections under paragraph (a).
 - (b) If:
 - (i) the number of members nominating for the position of ordinary Committee member is greater than the number to be elected; or
 - (ii) the number of members nominating under subrule (a)(ii) is greater than the number of positions remaining unfilled,the voting members at the meeting must vote in accordance with procedures that have been determined by the Committee to decide the members who are to be elected to the position of ordinary Committee member.
 - (c) A member who has nominated for the position of ordinary Committee member may vote in accordance with that nomination.
- (v) On the member's election, the new President of the Club may take over as the Chairperson of the meeting.
- (vi) The immediate past President shall be invited to remain on Committee until the following AGM.
 - (a) The immediate past President shall not have voting rights.

Section 8.03 **Powers of the Committee**

- (i) The business of the Club shall be managed by the Committee who may exercise all powers of the Club, except those required to be exercised by the Club at a General Meeting.

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- (ii) Without prejudice to the powers conferred by the last preceding rule, the Committee shall, subject to the by-laws, have power to do the following things:
- (a) To purchase or otherwise acquire any books, newsletters or periodicals and dispose of them as it may see fit.
 - (b) To determine from time to time the conditions on which and time when, members may use the property of the Club or any part or parts thereof, and when and under what conditions the premises of the Club or any part or parts thereof, shall be used by members.
 - (c) To appoint any officials or servants of the Club and to remove them as occasions may require at their discretion and to define their respective duties. Persons appointed to paid positions shall be engaged under a contract, award or classification of work in the [Award] and its amendments.
 - (d) To delegate, subject to such conditions as it thinks fit any of its delegable powers to sub Committees consisting of such members of the Committee and other members of the Club co-opted for the purpose as it may determine and to make such regulations as to the proceedings of such sub Committees as may be thought desirable.
 - (e) To regulate and control their own meeting and the transaction of business.
 - (f) To reimburse expenses of any servant of the Club for faithful and diligent service as deemed fit.
 - (g) In accordance with the rules, to suspend or expel any member.
 - (h) To enter into or accept any lease or tenancy of the premises where on the Club shall conduct its affairs or of any furniture, goods and effects, which may be required for the use of the Club on such terms and on such conditions as the Club, may deem expedient.
 - (i) To take and defend all legal proceedings by or on behalf of the Club and to appoint all necessary Attorneys for any such purpose.
 - (j) To borrow, raise or secure the payment of money, and to sell and dispose of the assets of the Club.
 - (k) To make, alter and repeal by-laws not inconsistent with these rules regulating the use and management of the Club premises, the admission of members and the conduct of the Club and its affairs generally.
 - (i) The by-laws may be added to, altered or revoked at a duly constituted Committee Meeting of the Club.
 - (l) To do and perform any other act, matters and things in connection with or relative to the management of the Club as shall not by these rules require to be done by the Club in General Meetings.
 - (m) To appoint such number of delegates to sporting bodies and associations with which the Club may from time to time be affiliated as may be required by the rules thereof and such delegates shall hold office in accordance with the rules of such sporting bodies and associations respectively. To pay affiliation fees as levied by those sporting bodies or associations.

Section 8.04 **Sub-committees and Subsidiary Offices**

To assist the Committee in the conduct of the Club's business, the Committee may appoint one or more sub-committees.

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- (i) A sub-committee may consist of the number of people, whether or not members, that the Committee considers appropriate.
 - (ii) A person may be appointed to a sub-committee whether or not the person is a Committee member.
 - (iii) Subject to any directions given by the Committee:
 - (a) a sub-committee may meet and conduct business as it considers appropriate; and
 - (b) the holder of a subsidiary office may carry out the functions given to the holder as the holder considers appropriate.
 - (iv) **Delegation to Sub-committees and holders of subsidiary offices**
 - (v) In this rule, a non-delegable duty means a duty imposed on the Committee by the Act or another written law.
 - (vi) The Committee may, in writing, delegate to a sub-committee the exercise of any power or the performance of any duty of the Committee other than:
 - (a) the power to delegate; and
 - (b) a non-delegable duty.
 - (vii) A power or duty, the exercise or performance of which has been delegated to a sub-committee or the holder of a subsidiary office under this rule, may be exercised or performed by the sub-committee or holder in accordance with the terms of the delegation.
 - (viii) The delegation may be made subject to any conditions, qualifications, limitations or exceptions that the Committee specifies in the document by which the delegation is made.
 - (ix) The delegation does not prevent the Committee from exercising or performing at any time the power or duty delegated.
 - (x) Any act or thing done by a sub-committee or by the holder of a subsidiary office, under the delegation has the same force and effect as if it had been done by the Committee.
 - (xi) The Committee may, in writing, amend or revoke the delegation.

Section 8.05 **Committee Meetings**

- (i) Committee meetings shall be held monthly.
 - (a) A date or day of the month shall be determined for monthly Committee meetings and as far as practicable adhered to.
 - (b) Committee meetings may be waived providing that no two consecutive Committee meetings are so waived.
- (ii) Special Committee Meetings shall be held as and when required upon a requisition of the President, Secretary or three (3) Committee Members.
- (iii) Notice of each Committee meeting shall be given to each Committee member at least 48 hours before the time of the meeting.
 - (a) The notice shall state the date, time and place of the meeting and must describe the general nature of the business to be conducted at the meeting.
 - (b) Unless subrule (c) applies, the only business that may be conducted at the meeting is the business described in the notice.
 - (c) Urgent business that has not been described in the notice may be conducted at the meeting if the Committee members at the meeting unanimously agree to treat that business as urgent.

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- (iv) The president or, in the president's absence, the vice-president must preside as chairperson of each Committee meeting.
 - (a) If the president and vice-president are absent or are unwilling to act as chairperson of a meeting, the Committee members at the meeting must choose one of them to act as chairperson of the meeting.
 - (v) The procedure to be followed at a Committee meeting shall be determined from time to time by the Committee.
 - (a) The order of business at a Committee meeting may be determined by the Committee members at the meeting.
 - (vi) All Members, or other guests, may attend Committee Meetings if invited by the Committee but the person shall not have any right to comment without invitation, or vote on any matter, or to be provided with copies of any agenda, minutes of meetings, or documents presented to such meetings.
 - (vii) **Use of Technology**
 - (a) Committee Meetings may take place:
 - (i) where the Committee Members are physically present together; or
 - (ii) where the Committee Members are able to communicate by using any technology that reasonably allows the Committee Member to participate fully in discussions as they happen in the Committee Meeting and in making decisions, provided that the participation of the Committee Member in the Committee Meeting must be made known to all other Members.
 - (b) A Committee Member who participates in a meeting as set out in subrule (vii):
 - (i) is deemed to be present at the Committee Meeting; and
 - (ii) continues to be present at the meeting for the purposes of establishing a quorum,

until the Committee Member notifies the other Committee Members that he or she is no longer taking part in the Committee Meeting.

Section 8.06 **Quorum for Committee Meetings**

- (i) Five (5) Committee members shall form a quorum.
- (ii) Subject to subrule (iv), no business is to be conducted at a Committee meeting unless a quorum is present.
- (iii) If a quorum is not present within 30 minutes after the notified commencement time of a Committee meeting:
 - (a) in the case of a special meeting — the meeting lapses; or
 - (b) otherwise, the meeting is adjourned to the same time, day and place in the following week.
- (iv) If a quorum is not present within 30 minutes after the commencement time of a Committee meeting held under subrule (iii)(b) and at least 2 Committee members are present at the meeting, those members present are taken to constitute a quorum.

Section 8.07 **Voting at Committee Meetings**

- (i) Each Committee member present at a Committee meeting has one vote on any question arising at the meeting.

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- (ii) A motion is carried if a majority of the Committee members present at the Committee meeting vote in favour of the motion.
 - (iii) If the votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.
 - (iv) A vote may take place by the Committee 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.
 - (a) If a secret ballot is needed, the chairperson of the meeting shall decide how the ballot is to be conducted.

Section 8.08 **Minutes of Committee Meetings**

- (i) The Committee shall ensure that minutes are taken and kept of each Committee meeting, recording:
 - (a) the names of the Committee members present at the meeting;
 - (b) the name of any person attending the meeting under Section 8.05(vi);
 - (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.
- (ii) The minutes of a Committee meeting must be entered in the Club's minute book within 30 days after the meeting is held.
- (iii) Drafts minutes should be circulated to Committee members within 7 days of the meeting.
- (iv) The chairperson must ensure that the minutes of a Committee meeting are reviewed and signed as correct by:
 - (a) the chairperson of the meeting; or
 - (b) the chairperson of the next Committee meeting.
- (v) When the minutes of a Committee meeting 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.

Section 8.09 **Payments to Committee Members**

- (i) A Committee member, including a member of a sub-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 Committee meeting, including a sub-committee meeting; or
 - (b) in attending a general meeting; or
 - (c) otherwise in connection with the Club's business.

Section 8.10 **When Membership of Committee Ceases**

- (i) A **casual vacancy** occurs in the office of a Committee Member and that office becomes vacant if the Committee Member:
 - (a) dies;

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- (b) ceases to be a Member;
 - (c) becomes disqualified from holding a position under Section 19(g) or 19(h) as a result of bankruptcy or conviction of a relevant criminal offence;
 - (d) becomes permanently incapacitated by mental or physical ill-health;
 - (e) resigns from office under Section 8.10(ii)
 - (f) is absent from more than:
 - (i) three consecutive Committee Meetings without a good reason; or
 - (ii) three Committee Meetings in the same Financial Year without tendering an apology to the person presiding at each of those Committee Meetings,
 - (g) Is removed from office by resolution at a General Meeting of the Club under subrule (iii).

(ii) **Resignation**

- (a) A Committee member may resign from the Committee by written notice given to the secretary or, if the resigning member is the secretary, given to the president.
- (b) The resignation takes effect:
 - (i) when the notice is received by the secretary or president; or
 - (ii) if a later time is stated in the notice, at the later time.

(iii) **Removal from Committee**

- (a) At a general meeting, the Club may by resolution:
 - (i) remove a Committee member from office; and
 - (ii) elect a member who is eligible to fill the vacant position.if a majority of the Members present and with voting rights at the meeting vote in favour of the removal.
- (b) A Committee member who is the subject of a proposed resolution under subrule (a)(i) may make written representations (of a reasonable length) to the secretary or president and may ask that the representations be provided to the members.
- (c) The secretary or president may give a copy of the representations to each member or, if they are not so given, the Committee member may require them to be read out at the general meeting at which the resolution is to be considered.
- (d) If all Committee Members are removed by resolution at a General Meeting, the Members must, at the same General Meeting, elect an interim Committee.
 - (i) The interim Committee must, within two months, convene a General Meeting of the Club for the purpose of electing a new Committee.

Section 8.11 Filling Casual Vacancies

- (i) The Committee may appoint a member who is to fill a position on the Committee that:
 - (a) has become vacant under Section 8.10; or
 - (b) was not filled by election at the most recent Annual General Meeting.
- (ii) If the position of secretary becomes vacant, the Committee must appoint a member who is eligible to fill the position within fourteen (14) days after the vacancy arises.

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- (iii) A member appointed under subrule (i) shall fill the vacancy until the next election provided the member elected at such Committee meeting shall hold office in the place of, and upon the same terms and conditions as their predecessor, had the latter continued in the office.
 - (iv) Subject to the requirement for a quorum under Section 8.06, the Committee may continue to act despite any vacancy in its membership.
 - (v) If vacancies in the Management Committee result in the number of Committee Members being less than the number fixed under Section 8.06, the continuing Committee Members may act to only:
 - (a) increase the number of Members on the Committee to the number required for a quorum; or
 - (b) convene a General Meeting of the Club

Section 8.12 **President**

The President:

- (i) shall consult with the Secretary regarding the business to be conducted at each Committee Meeting and each General Meeting
- (ii) may convene special meetings of the Committee under Section 8.05(ii)
- (iii) may preside over Committee Meetings under Section 8.05

Section 8.13 **Vice President**

The duties of the Vice-President shall be:

- (i) in the absence of the President to perform those duties required of the President by these Rules.
- (ii) to perform such other duties as the President or Committee may from time to time require.

Section 8.14 **Secretary**

The Secretary shall:

- (i) co-ordinate the correspondence of the Club.
- (i) consult with the President about all business to be conducted at meetings and convene General Meetings and Committee Meetings, including preparing the notices of meetings and of the business to be conducted at each meeting.
- (ii) unless another member is authorised by the Committee to do so, maintaining on behalf of the Club the register of members, and recording in the register any changes in the membership, as required under section 53(1) of the Act.
- (iii) maintaining on behalf of the Club an up-to-date copy of these rules, as required under section 35(1) of the Act.
- (iv) unless another member is authorised by the Committee to do so, maintaining on behalf of the Club a record of Committee members and other persons authorised to act on behalf of the Club, as required under section 58(2) of the Act;
- (v) 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;
- (vi) maintaining full and accurate minutes of Committee meetings and general meetings;
- (vii) carrying out any other duty given to the secretary under these rules or by the Committee.

Section 8.15 **Treasurer**

The treasurer shall:

- (i) ensure all moneys payable to the Club are collected, and that receipts are issued for those moneys in the name of the Club if requested;
- (ii) ensure the payment of all moneys referred to in subrule (i) into the account or accounts of the Club as the Committee may from time to time direct;
- (iii) ensure timely payments from the funds of the Club with the authority of a General Meeting or of the Committee;
- (iv) ensure that the Club complies with the account keeping requirements in Part 5 of the Act;
- (v) ensure the safe custody of the Financial Records of the Club and any other relevant records of the Club;
- (vi) coordinate the preparation of the financial statements or financial report, as imposed on the Club under Part 5 of the Act, prior to their submission to the Annual General Meeting of the Club.
- (vii) assist the reviewer or auditor (if any) in performing their functions; and
- (viii) perform any other duties as are imposed by these Rules or the Club on the Treasurer

Section 8.16 **Weigh-master**

The Weigh-master's duties shall be:

- (i) Apply the By-Laws of the Club and the Rules and Regulations adopted by GFAA, WAGFA and such other relevant organisations for the sport of game fishing as they relate to the Club.
- (ii) Receive and verify as to correctness, all record claims and claims for Club points submitted by Members.
- (iii) Maintain a list of captures by Members on an annual basis.
- (iv) To maintain and ensure current certification for all Club scales.

Article IX. **GENERAL MEETINGS**

Section 9.01 **Annual General Meeting**

- (i) The Annual General Meeting of members shall be held every calendar year within six months after the end of the Club's financial year, with the Committee to determine the date, time and place.
 - (a) If it is proposed to hold the Annual General Meeting more than 6 months after the end of the Club's financial year, the secretary shall apply to the Commissioner for permission.
- (ii) The order of business at the Annual General Meeting shall be as follows:
 - (a) Reading notice of meeting
 - (b) to confirm the minutes of the previous Annual General Meeting and of any Special General Meeting held since then if the minutes of that meeting have not yet been confirmed
 - (c) to receive and consider:
 - (i) the Committee's annual report on the Club's activities during the preceding financial year

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- (ii) financial statements or financial report of the Club for the preceding financial year presented under Part 5 of the Act
 - (iii) a copy of the report of the review or auditor's report on the financial statements or financial report if required under Part 5 of the Act
 - (iv) to elect the Committee of the Club
 - (v) if applicable, to appoint or remove an auditor of the Club in accordance with the Act
 - (vi) to confirm or vary the entrance fees, subscriptions and other amounts (if any) to be paid by members
 - (vii) Any other business of which notice has been given in accordance with these rules.

Section 9.02 **Special General Meetings**

- (i) The Committee may convene a Special General Meeting.
- (ii) The Committee shall convene a Special General Meeting on a requisition signed by no less than 10% of members with voting rights.
 - (a) The members requiring a Special General Meeting to be convened shall:
 - (i) make the requirement by written notice given to the secretary; and
 - (ii) state in the notice the business to be considered at the meeting; and
 - (iii) each sign the notice.
 - (b) The Special General Meeting shall be convened within 28 days after notice is given under subrule (a).
 - (c) If the Committee does not convene a Special General Meeting within that 28 day period, the members making the requirement (or any of them) may convene the Special General Meeting.
 - (d) A Special General Meeting convened by members under subrule (c):
 - (i) must be held within 3 months after the date the original requirement was made; and
 - (ii) may only consider the business stated in the notice by which the requirement was made.
 - (iii) The Club must reimburse any reasonable expenses incurred by the members convening a Special General Meeting under subrule (c).

Section 9.03 **Notice of General Meeting**

- (i) All Notices of Motion for consideration at the Annual General Meeting shall be handed to the Secretary in writing by 5pm no less than twenty-one (21) days prior to the date set for said meeting.
- (ii) The Secretary or, in the case of a Special General Meeting convened under Section 9.02(ii), the members convening the meeting, shall give to all Members not less than fourteen (14) days notice of the General Meeting.
 - (a) Notices shall be in writing and shall be served on members either personally or by post or electronically to the address of members as shown in the register of members.
- (iii) Notice of the meeting shall include:

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- (a) the date, time and place of the meeting; and
 - (b) agenda items, including wording of Notices of Motion or proposed resolutions
 - (i) The general nature of each item of business to be considered at the meeting shall be indicated.
 - (ii) If the resolution is intended to be proposed as a special resolution this will also be stated in the notice with the wording of the proposed special resolution.
 - (c) if the meeting is the Annual General Meeting, the names of the members who have nominated for election to the Committee under Section 8.02.

Section 9.04 **Quorum at General Meetings**

- (i) Ten (10) voting members shall form a quorum.
- (ii) No business is to be conducted at a general meeting unless a quorum is present.
- (iii) If a quorum is not present within 30 minutes after the notified commencement time of a general meeting:
 - (a) in the case of a Special General Meeting convened by members under Section 6.02(ii), the meeting lapses; or
 - (b) in all other cases the meeting is adjourned to:
 - (i) the same time and day in the following week; and
 - (ii) the same place, unless the chairperson specifies another place at the time of the adjournment or written notice of another place is given to the members before the day to which the meeting is adjourned.
- (iv) If a quorum is not present within 30 minutes after the commencement time of a general meeting held under subrule (ii)(b) and at least 2 voting members are present at the meeting, those members present are taken to constitute a quorum.

Section 9.05 **Voting at General Meetings**

- (i) Only financial members with voting rights, as per the constitution will be permitted to vote on matters at a General Meeting.
- (ii) For a person to be eligible to vote at a general meeting as a member, or on behalf of a member that is a body corporate under subrule (2), the member —
 - (a) must have been an member at the time notice of the meeting was given under rule 9.03; and
 - (b) must have paid any fee or other money payable to the Club by the member.
- (iii) On any question arising at a general meeting, each financial voting member has one vote:
 - (a) All votes shall be cast at the General Meeting; proxies shall not be accepted.
- (iv) If votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.
- (v) If the question is whether or not to confirm the minutes of a previous general meeting, only members who were present at that meeting may vote.

Section 9.06 **Resolutions at General Meetings**

- (i) Except in the case of a special resolution, a motion is carried if a majority of voting members present at a general meeting vote in favour of the motion.

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- (ii) Subject to subrule (v), the chairperson of 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; or
 - (b) carried unanimously; or
 - (c) carried by a particular majority; or
 - (d) lost.
 - (iii) If the resolution is a special resolution, the declaration under subrule (2) must identify the resolution as a special resolution.
 - (iv) In this rule, poll means the process of voting in relation to a matter that is conducted in writing.
 - (v) If a poll is demanded on any question by the chairperson of the meeting or by at least 3 other ordinary members present in person:
 - (a) the poll must be taken at the meeting in the manner determined by the chairperson;
 - (b) the chairperson must declare the determination of the resolution on the basis of the poll.
 - (vi) If a poll is demanded on the election of the chairperson or on a question of an adjournment, the poll must be taken immediately.
 - (vii) If a poll is demanded on any other question, the poll must be taken before the close of the meeting at a time determined by the chairperson.
 - (viii) A declaration under subrule (ii) or (v) must be entered in the minutes of the meeting, and the entry is, without proof of the voting in relation to the resolution, evidence of how the resolution was determined.

Section 9.07 **Adjournment of General Meetings**

- (i) The chairperson of a general meeting at which a quorum is present may, with the consent of a majority of the voting members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- (ii) Without limiting subrule (i), a meeting may be adjourned —
 - (a) if there is insufficient time to deal with the business at hand; or
 - (b) to give the members more time to consider an item of business.
- (iii) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- (iv) Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for fourteen (14) days or more, in which case notice of the meeting must be given in accordance with rule 9.03.

Section 9.08 **Minutes of General Meetings**

- (i) The secretary, or a person authorised by the Committee from time to time, must take and keep minutes of each general meeting.
- (ii) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- (iii) In addition, the minutes of each Annual General Meeting must record —
- (iv) the names of the ordinary members attending the meeting; and

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- (v) the financial statements or financial report presented at the meeting, as referred to in rule 50(3) and
 - (vi) any report of the review or auditor's report on the financial statements or financial report presented at the meeting, as referred to in rule 50(3) of the Act
 - (vii) The minutes of a general meeting must be entered in the Club's minute book within 30 days after the meeting is held.
 - (viii) The chairperson must ensure that the minutes of a general meeting are reviewed and signed as correct by —
 - (a) the chairperson of the meeting; or
 - (b) the chairperson of the next general meeting.
 - (ix) 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 —
 - (x) the meeting to which the minutes relate was duly convened and held; and
 - (xi) the matters recorded as having taken place at the meeting took place as recorded; and
 - (xii) any election or appointment purportedly made at the meeting was validly made.

Section 9.09 **General Provisions for General Meetings**

- (i) The President, or in their absence the Vice President, shall preside at any General Meeting.
 - (a) In the absence of the President or the Vice-President the Meeting shall elect any Member to preside.
 - (b) The Chairperson of any General Meeting shall have a casting vote as well as a deliberative vote
- (ii) **Use of Technology**
 - (a) General Meetings may take place:
 - (i) where the Members are physically present together; or
 - (ii) where the Members are able to communicate by using any technology that reasonably allows the Member to participate fully in discussions as they happen in the General Meeting and in making any decisions, provided that the participation of the Member in the General Meeting must be made known to all other Members.
 - (b) A Member who participates in a meeting as set out in subrule (a)(ii):
 - (i) is deemed to be present at the General Meeting; and
 - (ii) continues to be present at the meeting for the purposes of establishing a quorum;until the Member notifies the other Members that he or she is no longer taking part in the General Meeting.
 - (c) If a Member who participates in a meeting as set out in subrule (a)(ii) votes at the meeting, the member is taken to have voted in person.

Article X. **FINANCIAL MATTERS**

- (i) The financial year of the Club shall be from 1st July to 30th June of the following year.

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- (ii) 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.
 - (iii) The Club shall open an account or accounts in the name of the Club with such bank or banks as may be determined by the Committee from which all expenditure of the Club is made and into which all funds received by the Club are deposited.
 - (iv) All accounts shall first be submitted to the Committee and subject to any restrictions imposed at a general meeting, the Committee may approve expenditure on behalf of the Club.

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 as determined and documented in By-Laws 2.

- (v) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments of the Club shall be signed by any two of the following:
 - (a) President
 - (b) Secretary
 - (c) Treasurer, or
 - (d) any other authorised member of the Committee.
- (vi) All funds of the Club must be deposited into the Club's account within five (5) working days after their receipt.
- (vii) The Committee shall cause true accounts to be kept of the monies received and expended that:
 - (a) correctly record and explain its transactions and financial position and performance; and
 - (b) enable true and fair financial statements to be prepared in accordance with Part 5 Division 3 of the Act.
- (viii) 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:
 - (a) the auditing of the financial statements or financial report, as applicable; and
 - (b) the presentation to the Annual General Meeting of the financial statements or financial report, as applicable; and
 - (c) the presentation to the Annual General Meeting of the copy of the auditor's report on the financial statements or financial report.
- (ix) The Committee, when surplus funds are available, shall invest any money it deems fit in Bank guaranteed investments, or other investments as authorised at a General Meeting.
- (x) Financial records shall be retained for at least 7 years after the transactions covered by the records are completed.

Article XI. EXECUTING DOCUMENTS AND COMMON SEAL

- (i) The Club shall not have a common seal.
- (ii) The Club may execute a document if the document is signed by two of:
 - (a) President
 - (b) Secretary
 - (c) Treasurer

Article XII. **SUSPENSION OR EXPULSION OF MEMBERS**

- (i) The Committee shall have the power to suspend a member's membership or to expel a member from the Club if:
 - (a) the member contravenes any of these rules; or
 - (b) the member acts detrimentally to the interests of the Club.
- (ii) The secretary must give the member written notice of the proposed suspension or expulsion at least seven (7) days before the Committee meeting at which the proposal is to be considered by the Committee.
- (iii) The notice given to the member must state:
 - (a) when and where the Committee meeting is to be held; and
 - (b) the grounds on which the proposed suspension or expulsion is based; and
 - (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 written and oral) submissions to the Committee about the proposed suspension or expulsion;
- (iv) At the Committee meeting, the Committee must:
 - (a) give the member, or the member's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the Committee about the proposed suspension or expulsion; and
 - (b) give due consideration to any submissions so made; and
 - (c) decide:
 - (i) whether or not to suspend the member's membership and, if the decision is to suspend the membership, the period of suspension; or
 - (ii) whether or not to expel the member from the Club.
- (v) A decision of the Committee to suspend the member's membership or to expel the member from the Club takes immediate effect.
- (vi) The Committee must give the member written notice of the Committee's decision, and the reasons for the decision, within seven (7) days after the Committee meeting at which the decision is made.
- (vii) A member whose membership is suspended or who is expelled from the Club may, within fourteen)14 days after receiving notice of the Committee's decision under subrule (vi), give written notice to the secretary requesting the appointment of a mediator under Section13.02.
- (viii) If notice is given under subrule (vii), the member who gives the notice and the Committee are the parties to the mediation.
- (ix) If the Committee's decision to suspend or expel a Member is revoked under these Rules, any act performed by the Committee or Members in a General Meeting during the period that the Member was suspended or expelled from Membership under subrule (iv)(c), is deemed to be valid, notwithstanding the Member's inability to exercise their rights or privileges of Membership, including voting rights, during that period.

Section 12.01 **Consequences of suspension**

- (i) During the period a member's membership is suspended, the member:
 - (a) loses any rights (including voting rights) arising as a result of membership; and

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- (b) is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Club.
 - (ii) 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.
 - (iii) When the period of the suspension ends, the secretary must record in the register of members that the member's membership is no longer suspended.
 - (iv) Any awards accumulations, prizes or trophies will be forfeited

Article XIII. **DISPUTE RESOLUTION**

Section 13.01 **Disputes Arising under the Rules**

- (i) Section 13.01 applies to:
 - (a) Disputes between Members; and
 - (b) Disputes between the Club and one or more Members that arise under the rules or relate to the rules of the Club. This does not include disciplinary matters undertaken with Club members, which are covered only under Article XII of the Club constitution.
- (ii) The party to a dispute includes a person:
 - (a) who is a 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.
- (iii) The parties to a dispute must attempt to resolve the dispute between themselves within fourteen (14) days of the dispute coming to the attention of each party.
- (iv) If the parties are unable to resolve the dispute, any party to the dispute may initiate a procedure under this rule by giving written notice to the Secretary of the parties to, and details of, the dispute.
- (v) The Secretary must convene a Committee Meeting within twenty-eight (28) days after the Secretary receives notice of the dispute under subrule (iv) for the Committee to determine the dispute.
- (vi) At the Committee Meeting to determine the dispute, all parties to the dispute must be given a full and fair opportunity to state their respective cases orally, in writing or both.
- (vii) The Secretary must inform the parties to the dispute of the Committee's decision and the reasons for the decision within seven (7) days after the Committee Meeting referred to in subrule (vi).
- (viii) If any party to the dispute is dissatisfied with the decision of the Committee, they may elect to initiate further dispute resolution procedures as set out in the Rules.

Section 13.02 **Mediation**

- (i) Section 13.02 applies:
 - (a) where a person is dissatisfied with a decision made by the Committee under Article XII or Section 13.01 or

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- (b) where a dispute arises between a Member or more than one Member and the Club and any party to the dispute elects not to have the matter determined by the Committee.
 - (ii) Where the dispute relates to a proposal for the suspension or expulsion of a Member this rule does not apply until the procedure under Article XII in respect of the proposed suspension or expulsion has been completed.
 - (iii) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by Section 13.01, or a party to the dispute is dissatisfied with a decision made by the Committee under Section 13.01 a party to a dispute may:
 - (a) Provide written notice to the Secretary of the parties to, and the details of, the dispute;
 - (b) Agree to, or request the appointment of, a mediator.
 - (iv) Party, or parties requesting the mediation must pay the costs of the mediation.
 - (v) The mediator must be:
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement:
 - (i) if the dispute is between a Member and another Member – a person appointed by the Committee; or
 - (ii) if the dispute is between a Member or more than one Member and the Club, the Committee or a Committee Member then an independent person who is a mediator appointed to, or employed with, a not for profit organisation.
 - (vi) A Member can be a mediator, but the mediator cannot be a Member who is a party to the dispute.
 - (vii) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
 - (viii) The parties are to exchange written statements of the issues that are in dispute between them and supply copies to the mediator at least five (5) days before the mediation session.
 - (ix) The mediator, in conducting the mediation, must:
 - (a) give the parties to the mediation process every opportunity to be heard;
 - (b) allow all parties to consider any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
 - (x) The mediator must not determine the dispute and the mediation must be confidential. Information provided by the parties in the course of the mediation cannot be used in any other legal proceedings that may take place in relation to the dispute.

Section 13.03 **Inability to Resolve Disputes**

- (i) If a dispute cannot be resolved under the procedures set out in the Rules, any party to the dispute may apply to the State Administrative Tribunal to determine the dispute in accordance with the Act or otherwise at law.

Article XIV. **ALTERATION AND REPEAL OF RULES**

- (i) No repeals of any existing rules and no new rules or alteration, amendments or suspensions of a rule shall be valid unless a special resolution is carried by a three-fourths majority of members present and with voting rights at a General or Special General Meeting and by otherwise complying with Part 3 Division 2 of the Act.

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- (ii) Notices of motions to repeal, alter or suspend any rule shall be given to the Secretary at least fourteen (14) days preceding the Annual or Special General Meeting at which the motion shall be presented. The Secretary shall exhibit the proposal on the Club notice board at least fourteen (14) days prior to such meeting.
 - (iii) Within one month after the making of any amendment or addition to the rules of the Club, passed by special resolution, the Management Committee shall lodge the required documents to the Commissioner. No effect will be given to the amendments without the approval of the Commissioner.

Article XV. **DISSOLUTION OF THE CLUB**

- (i) The Club may cease its activities and have its incorporation cancelled in accordance with Part 10 of the Act:
 - (a) after the Committee has determined the Club is able to pay or meet its debts and liabilities; and
 - (b) the Members resolve by Special Resolution that the Club will:
 - (i) apply to the Commissioner for cancellation of its incorporation; or
 - (ii) appoint a liquidator to wind up its affairs
- (ii) The Club shall be wound up in accordance with Part 9 of the Act if:
 - (a) the Committee has determined the Club is unable to pay or meet its debts and liabilities; or
 - (b) the Committee or members determine by special resolution to wind up The Club as a result of financial difficulty resulting in or from:
 - (i) being party to any current legal proceedings; or
 - (ii) any other outstanding legal obligations
- (iii) Upon cancellation of the Club, the Surplus Property must only be distributed to one or more of the following:
 - (a) an incorporated association under the Act;
 - (b) a body corporate that at the time of the distribution is the holder of a licence under the charitable collections legislation in Western Australia;
 - (c) a company limited by guarantee that is registered as mentioned in section 150 of the Corporations Act 2001 (Cwth);
 - (d) a company holding a licence that continues in force under section 151 of the Corporations Act 2001 (Cwth);
 - (e) a body corporate that:
 - (i) is a member or former member of the Club; and
 - (ii) at the time of the Surplus Property is distributed, has rules that prevent the property being distributed to its members;
 - (f) a trustee for a body corporate referred to in subrule (e); or
 - (g) a co-operative registered under the Co-operatives Act 2009 that, at the time of the distribution, is a non-distributing co-operative as defined in that Act