

LENNOX HEAD FOOTBALL CLUB CONSTITUTION

As adopted 5th November 2018

Contents

Part 1	Preliminary	3
1	Definitions	3
2	Goals	3
3	Club name	3
4	Club colours	4
5	Club emblem	4
6	Affiliation	4
Part 2	Membership	5
7	Membership generally	5
8	Application for membership	5
9	Life membership	5
10	Cessation of membership	7
11	Resignation of membership	7
12	Register of members	7
13	Fees and subscriptions	7
14	Members' liabilities	8
15	Disciplining of members	8
16	Right of appeal of disciplined member	8
17	Resolution of disputes	9
Part 3	The committee	10
18	Powers of the committee	10
19	Composition and membership of committee	10
20	Election of committee members	10
21	Functions of committee members	11
22	Casual vacancies	11
23	Removal of committee members	12
24	Committee meetings and quorum	12
25	Appointment of association members as committee members to constitute quorum	13
26	Use of technology at committee meetings	13
27	Delegation by committee to sub-committee	14
28	Voting and decisions	14
Part 4	General meetings	15
29	Annual general meetings - holding of	15
30	Annual general meetings - calling of and business at	15
31	Special general meetings - calling of	15
32	Notice	16
33	Quorum for general meetings	16
34	Presiding member	17
35	Adjournment	17
36	Making of decisions	17
37	Special resolutions	18
38	Voting	18
39	Proxy votes permitted	18
40	Postal or electronic ballots	18
41	Use of technology at general meetings	18
Part 5	Miscellaneous	20
42	Insurance	20
43	No Liability	20
44	Funds - source	20
45	Funds - management	20
46	Association is non-profit	20
47	Distribution of property on winding up of association	20
48	Change of name, objects and constitution	21
49	Custody of books etc	21
50	Inspection of books etc	21
51	Service of notices	21
52	Financial year	22

Part 1 Preliminary

1 Definitions

(1) In this constitution:

association means Lennox Head Football Club Incorporated

ordinary committee member means a member of the committee who is not an office-bearer of the association.

secretary means:

(a) The person holding office under this constitution as secretary of the association, or

(b) If no person holds that office - the public officer of the association.

special general meeting means a general meeting of the association other than an annual general meeting.

the Act means the *Associations Incorporation Act 2009*.

the Regulation means the *Associations Incorporation Regulation 2016*.

(2) In this constitution:

(a) A reference to a function includes a reference to a power, authority and duty, and

(b) A reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(3) The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

2 Goals

The goals of Lennox Head Football Club are:

(a) To promote a fun, safe and fair environment for as many children and adults as possible, regardless of ability, to experience the positive aspects of participation in a team sport through playing football;

(b) To make participation in football an enjoyable experience and to promote and uphold the ideals of sportsmanship and fair play within the club, entailing respect for all those involved;

(c) To operate in a way that encourages family and community involvement; and

(d) Within the constraints of the club's resources to:

(i) provide the highest quality football instruction and coaching; and

(ii) provide the highest quality environment, opportunities and pathway for junior players to progress to playing football at higher levels.

3 Club name

The name of the club shall be Lennox Head Football Club Inc. and shall be referred to hereinafter as LHFC.

4 Club colours

The representative colours of LHFC shall be any combination of orange, black and white.

5 Club emblem

The official club emblem shall be a shark and a football ball and the letters LHFC in orange.

6 Affiliation

LHFC shall be affiliated with Football Far North Coast (FFNC) and if deemed necessary affiliation will be made with any other Association or Sporting Body.

Part 2 Membership

7 Membership generally

- (1) A person is eligible to be a member of the association if:
 - (a) The person is a natural person, and
 - (b) The person has applied and been approved for membership of the association in accordance with clause 8.

8 Application for membership

- (1) Any person wishing to participate in competitions or matches conducted by LHFC shall register as a player in accordance with the online registration process determined by the Football Federation of Australia. If fees are paid in accordance with clause 13 and this registration is approved the player will become a member of the association.
- (2) For players registered in accordance with sub clause 1 and under 18 years of age, the parent/s or legal guardian/s of that player will automatically be deemed a member of the association.
- (3) Any person 18 years or older wishing to become a member of the association but not to participate in competitions or matches or who is not a parent or guardian of a player approved to participate in competitions or matches, must register as a volunteer, team official or coach in accordance with the online registration process determined by the committee.
- (4) The registrar will maintain a register of approved members utilising the online registration website administered by the Football Federation of Australia.
- (5) Applications for membership must be renewed annually, except in the case where Life Membership has been granted.

9 Life membership

Life Membership is an honour bestowed by the club in recognition of an individual's outstanding contribution to the clubs current and future existence.

Life Membership should be highly respected by members, and highly valued by recipients, and therefore criteria for consideration for Life Membership should be challenging.

In considering the award of Life Membership an individual should have demonstrated significant, sustained and high quality service enhancing the reputation and future of the overall Club.

The following points are to be taken into account when considering any nomination:

- (1) General Considerations
 - (a) The general attitude and overall demeanour of the nominee shows a dedication to the values of the Club
 - (b) Commitment to the principals of good sportsmanship

- (c) Valued leadership and good role modelling that reflects credit upon the Club
- (d) In their volunteer role they have gone above and beyond that which would be expected in the normal function of their duties.

(2) Length of Service

A nominee should address at least three of the categories below (ideally service would be continuous):

- (a) 10 years as a committee member
- (b) 15 years as a volunteer (i.e. canteen/bar helper, gear steward, ground official)
- (c) 10 years as a coach or manager
- (d) 15 years as a player
- (e) Exceptional supplementary club service (such as but not limited to):
 - (i) District and/or zone representation or liaison
 - (ii) Coaching accreditation and development support within the club
 - (iii) Refereeing support, mentoring and development within the club
 - (iv) Substantial lobbying and/or fundraising activities on behalf of the club
 - (v) Substantial volunteer assistance regarding general club needs and activities

(3) Benefits of Life Membership

- (a) Award of the Life Membership at the annual senior presentation
- (b) Player registration fees of \$100 per year (primarily to cover players insurance).
- (c) Exemption from all costs associated with social functions organised by the club (this privilege is only extended to the Life Member - not their partner or other family members).
- (d) Personal invitation to clubs annual 'Thank you' day
- (e) Listing in the Football Club Web site
- (f) Status of being a member of a select group within the club
- (g) Ability to include award recognition on Curriculum Vitae

(4) Process for Assessing Applications for Life Membership

- (a) Nominations for Life membership should be forwarded by a Committee member to the President no later than 4 weeks before the Senior Presentation each year
- (b) The President will preside over the nominations and a list of endorsed nominations for the award of Life Membership will be submitted to Executive Committee members (being President, Vice-President, Treasurer and Secretary and at least 1 current life member (if available) for agreement before the Senior Presentation
- (c) Agreement by ALL Executive Committee members is required before Life Membership may be awarded

(5) Retraction of a Life Membership Award may occur where the recipient has conducted him/herself in a manner that reflects directly and adversely on the

image or activities of the Club. This provision will only be exercised in exceptional circumstances and will require the full support of the Executive Committee members to be enacted. As part of the deliberations, the Life Member in question is also to be given an opportunity to present their case for retention of their Life Membership status.

10 Cessation of membership

A person ceases to be a member of the association if the person:

- (a) dies, or
- (b) resigns membership, or
- (c) is expelled from the association, or
- (d) fails to apply for registration annually (except life members)..

11 Resignation of membership

- (1) member of the association may request to be de-registered or resign from membership of the association by first giving to the secretary written (including email or other electronic format) notice of at least one week of the member's intention to resign or cease playing.
- (2) Once any online de-registration process required by the Football Federation of Australia has been completed the member ceases to be a member of the association.
- (3) If a member of the association ceases to be a member under subclauses (2), their de-registration will be recorded utilising the online registration website administered by the Football Federation of Australia.

12 Register of members

- (1) The registrar will maintain a register of members of the association utilising the online registration system administered by the Football Federation of Australia.
- (2) Full details (name of members, addresses, email addresses and phone numbers) from the register of members will only be made available to committee members who require it to complete their duties.
- (3) Non-committee members may request to inspect the register, which will be provided with the omission of contact information to protect the privacy of members.
- (4) A member must not use information about a person obtained from the register to contact or send material to the person, other than to conduct the official business of the association and any other purpose necessary to comply with a requirement of the Act or the Regulation.
- (5) A register of life members will be kept by the secretary.

13 Fees and subscriptions

- (1) Any members who wish to participate in competitions or matches conducted by LHFC must pay annual or seasonal registration fees according to the fee payment schedule determined by the committee.

- (2) Any person 18 years or older wishing to become a member of the association but not to participate in competitions or matches or who is not a parent or guardian of a player approved to participate in competitions or matches must pay an annual membership fee according to the fee payment schedule determined by the committee.

14 Members' liabilities

The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by clause 13.

15 Disciplining of members

- (1) A complaint may be made to the committee by any person that a member of the association:
 - (a) Has refused or neglected to comply with a provision or provisions of this constitution, or
 - (b) Has acted in a manner prejudicial to the interests of the association and not consistent with the LHFC Code of Conduct.
- (2) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (3) If the committee decides to deal with the complaint, the committee:
 - (a) Must cause notice of the complaint to be served on the member concerned, and
 - (b) Must give the member at least 7 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
 - (c) Must take into consideration any submissions made by the member in connection with the complaint.
- (4) The committee may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- (5) If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken.

16 Right of appeal of disciplined member

- (1) A member may appeal to the Executive Committee against a resolution of the committee under clause 15, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a member under subclause (1), the secretary must notify the committee, which is to convene a general meeting of the

association to be held within 28 days after the date on which the secretary received the notice.

- (4) At an Executive Committee meeting of the association convened under subclause (3):
 - (a) No business other than the question of the appeal is to be transacted, and
 - (b) The committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - (c) The Executive Committee present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) The appeal is to be determined by a simple majority of votes cast by the Executive Committee of the association. In the event of an equality of votes, the person presiding may exercise a second or casting vote.

17 Resolution of disputes

- (1) A dispute between a member and another member (in their capacity as members) of the association, or a dispute between a member or members and the association, are to be referred to a Community Justice Centre for mediation under the *Community Justice Centres Act 1983*.
- (2) If a dispute is not resolved by mediation within 3 months of the referral to a Community Justice Centre, the dispute is to be referred to arbitration.
- (3) The *Commercial Arbitration Act 2010* applies to a dispute referred to arbitration.

Part 3 The committee

18 Powers of the committee

Subject to the Act, the Regulation, this constitution and any resolution passed by the association in general meeting, the committee:

- (a) is to control and manage the affairs of the association, and
- (b) may exercise all the functions that may be exercised by the association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the association, and
- (c) has power to perform all the acts and do all things that appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

19 Composition and membership of committee

- (1) The committee is to consist of:
 - (a) the office-bearers of the association, and
 - (b) any members fulfilling one or more of the following roles or any other committee roles deemed necessary by the executive committee:
Communications Officer; Senior Registrar(s); Junior Registrar(s);
Equipment Officer; Canteen coordinator; Liquor License; Grounds
Person; Sponsorship Officer.
- (2) The office-bearers of the association are as follows:
 - (a) the president,
 - (b) the vice-president,
 - (c) the treasurer,
 - (d) the secretary.
- (3) Committee members are to be elected at the annual general meeting of the association under clause 20.
- (4) A committee member may hold up to 2 office bearing roles (other than both the offices of president and vice-president) and an unlimited number of non-office bearing roles.
- (5) There is no maximum number of consecutive terms for which a committee member may hold office.
- (6) Each member of the committee is, subject to this constitution, to hold office until immediately before the election of committee members at the annual general meeting next following the date of the member's election, and is eligible for re-election.

20 Election of committee members

- (1) Nominations of candidates for election as office-bearers of the association or as ordinary committee members may be made in writing before the AGM or in person at the AGM.
- (2) Nominations must be seconded by another member of the association.

- (3) Once nominations have been seconded, and if the member has accepted the nomination, the members present at the AGM vote and the member with the most votes is deemed elected.
- (4) If insufficient nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
- (5) A person nominated as a candidate for election as an office-bearer or as an ordinary committee member of the association must be a member of the association.

21 Functions of committee members

- (1) The president serves as chief volunteer and provides leadership to the committee as well as performing other duties as required from time to time
- (2) It is the duty of the secretary to keep minutes (whether in written or electronic form) of:
 - (a) all appointments of office-bearers and members of the committee, and
 - (b) the names of members of the committee present at a committee meeting or a general meeting, and
 - (c) all proceedings at committee meetings and general meetings.
- (3) It is the duty of the treasurer of the association to ensure:
 - (a) that all money due to the association is collected and received and that all payments authorised by the association are made, and
 - (b) that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.
- (4) Committee members are to perform all duties necessary for the efficient and smooth running of the association including but not limited to:
 - (a) admission or rejection of applications by a person for registration as a player or member of the association;
 - (b) the suspension or expulsion of any member, coach, volunteer or other person from participation in the associations affairs where such person is deemed guilty of misconduct; and
 - (c) the determination of competitions to be conducted and the grading of teams.

22 Casual vacancies

- (1) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
- (2) A casual vacancy in the office of a member of the committee occurs if the member:
 - (a) dies, or
 - (b) ceases to be a member of the association, or

- (c) is or becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
- (d) resigns office by notice in writing given to the secretary, or
- (e) is removed from office under clause 23, or
- (f) becomes a mentally incapacitated person, or
- (g) is absent without the consent of the committee from 3 consecutive meetings of the committee, or
- (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
- (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

23 Removal of committee members

- (1) The association in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the committee to whom a proposed resolution referred to in subclause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the president may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

24 Committee meetings and quorum

- (1) Meetings are to be held monthly where possible (with a minimum of once every quarter) at a consistent date and time that suits the members of the committee and members of the association informed of the usually meeting day/time.
- (2) Additional meetings of the committee may be convened by the president or by any member of the committee.
- (3) Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or any other period that may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subclause (3) must specify the general nature of the business to be transacted at the meeting.
- (5) Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (6) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to be adjourned until a later date.

- (7) Urgent business may be conducted outside of committee meetings by written correspondence, provided at least two executive committee members vote on proposals.
- (8) At a meeting of the committee:
 - (a) the president or, in the president's absence, the vice-president is to preside, or
 - (b) if the president and the vice-president are absent or unwilling to act, one of the remaining members of the committee chosen by the members present at the meeting is to preside.

25 Appointment of association members as committee members to constitute quorum

- (1) If at any time the number of committee members is less than the number required to constitute a quorum for a committee meeting, the existing committee members may appoint a sufficient number of members of the association as committee members to enable the quorum to be constituted.
- (2) A member of the committee so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
- (3) This clause does not apply to the filling of a casual vacancy to which clause 22 applies.

26 Use of technology at committee meetings

- (1) A committee meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.
- (2) A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

27 Delegation by committee to sub-committee

- (1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of the member or members of the association that the committee thinks fit) the exercise of any of the functions of the committee that are specified in the instrument, other than:
 - (a) this power of delegation, and
 - (b) a function which is a duty imposed on the committee by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this clause may be made subject to any conditions or limitations as to the exercise of any function, or as to time or circumstances that may be specified in the instrument of delegation.
- (4) Despite any delegation under this clause, the committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- (7) A sub-committee may meet and adjourn as it thinks proper.

28 Voting and decisions

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- (2) Each committee member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to clause 24 (5) and (7), the committee may act despite any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

Part 4 General meetings

29 Annual general meetings - holding of

- (1) The association must hold its first annual general meeting within 18 months after its registration under the Act.
- (2) The association must hold its annual general meetings:
 - (a) within 6 months after the close of the association's financial year, or
 - (b) within any later time that may be allowed or prescribed under section 37 (2) (b) of the Act.

30 Annual general meetings - calling of and business at

- (1) The annual general meeting of the association is, subject to the Act and to clause 29, to be convened on the date and at the place and time that the committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - (b) to receive from the committee reports on the activities of the association during the last preceding financial year,
 - (c) to elect office-bearers of the association and ordinary committee members,
 - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
- (3) An annual general meeting must be specified as that type of meeting in the notice convening it.

31 Special general meetings - calling of

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the association.
- (2) The committee must, on the requisition of at least 5% of the total number of members, convene a special general meeting of the association.
- (3) A requisition of members for a special general meeting:
 - (a) must be in writing, and
 - (b) must state the purpose or purposes of the meeting, and
 - (c) must be signed by the members making the requisition, and
 - (d) must be lodged with the secretary, and
 - (e) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the

requisition may convene a special general meeting to be held not later than 3 months after that date.

- (5) A special general meeting convened by a member or members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.
- (6) For the purposes of subclause (3):
 - (a) a requisition may be in electronic form, and
 - (b) a signature may be transmitted, and a requisition may be lodged, by electronic means.

32 Notice

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under subclause (1), the intention to propose the resolution as a special resolution.

Note. A special resolution must be passed in accordance with section 39 of the Act.

- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 30 (2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

33 Quorum for general meetings

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Five members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - (a) if convened on the requisition of members—is to be dissolved, and
 - (b) in any other case—is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) are to constitute a quorum.

34 Presiding member

- (1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the association.
- (2) If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

35 Adjournment

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in subclauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

36 Making of decisions

- (1) A question arising at a general meeting of the association is to be determined by:
 - (a) a show of hands or, if the meeting is one to which clause 41 applies, any appropriate corresponding method that the committee may determine, or
 - (b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot—a written ballot.
- (2) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) Subclause (2) applies to a method determined by the committee under subclause (1) (a) in the same way as it applies to a show of hands.
- (4) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

37 Special resolutions

A special resolution may only be passed by the association in accordance with section 39 of the Act.

- (1) A special resolution is required for: changing the association's name; changing the association's objects; changing the association's constitution; applying for registration by an unincorporated group; amalgamating with another registered association; voluntarily winding up or cancelling the association and distributing property.
- (2) A special resolution must be passed at a general meeting of the association.
- (3) Members must be given at least 21 days' notice of the proposed special resolution. The notice must state: the time, date and place where the meeting to vote on the special resolution will be held; intention to propose the resolution as a special resolution; proposed resolution in full.
- (4) A special resolution will be passed if: a quorum of members required by the constitution is present at the meeting, and it is supported by at least three-quarters of the valid votes cast in person or by proxy.

38 Voting

- (1) On any question arising at a general meeting of the association a member has one vote only.
- (2) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (3) A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid.
- (4) A member is not entitled to vote at any general meeting of the association if the member is under 18 years of age.

39 Proxy votes permitted

- (1) Votes by proxy for general meetings will only be allowed if the member has attended at least three meetings since the previous AGM.
- (2) Votes by proxy voting must be lodged with the secretary in writing not less than 24 hours prior to a general meeting.

40 Postal or electronic ballots

- (1) The association may hold a postal or electronic ballot (as the committee determines) to determine any issue or proposal (other than an appeal under clause 16).
- (2) A postal or electronic ballot is to be conducted in accordance with Schedule 3 to the Regulation.

41 Use of technology at general meetings

- (1) A general meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the association's members a reasonable opportunity to participate.

- (2) A member of an association who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Part 5 Miscellaneous

42 Insurance

The association may effect and maintain insurance.

43 No Liability

The association offers no liability or responsibility in any way for charges or damages resulting from injuries, accidents and loss or damage to property and personal possessions to any persons.

44 Funds - source

- (1) The funds of the association are to be derived from registration fees and annual subscriptions of members, donations, sponsorship, canteen sales and any other sources that the committee determines.
- (2) All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank or other authorised deposit-taking institution account.
- (3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

45 Funds - management

- (1) Subject to any resolution passed by the association in general meeting, the funds of the association are to be used solely in pursuance of the objects of the association in the manner that the committee determines.
- (2) All cheques, internet banking transactions and payments must be signed or authorised by 2 members of the committee authorised to do so.

46 Association is non-profit

Subject to the Act and the Regulation, the association must apply its funds and assets solely in pursuance of the objects of the association and must not conduct its affairs so as to provide a pecuniary gain for any of its members.

47 Distribution of property on winding up of association

- (1) Subject to the Act and the Regulations, in a winding up of the association, any surplus property of the association is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.
- (2) In this clause, a reference to the surplus property of an association is a reference to that property of the association remaining after satisfaction of the debts and liabilities of the association and the costs, charges and expenses of the winding up of the association.

48 Change of name, objects and constitution

An application for registration of a change in the association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

49 Custody of books etc

Except as otherwise provided by this constitution, all records, books and other documents relating to the association must be kept in New South Wales at the main premises of the association, in the custody of the public officer or a member of the association (as the committee determines).

50 Inspection of books etc

- (1) The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:
 - (a) records, books and other financial documents of the association,
 - (b) this constitution,
 - (c) minutes of all committee meetings and general meetings of the association.
- (2) A member of the association may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee of not more than \$1 for each page copied.
- (3) Despite subclauses (1) and (2), the committee may refuse to permit a member of the association to inspect or obtain a copy of records of the association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the association.

51 Service of notices

- (1) For the purpose of this constitution, a notice may be served on or given to a person:
 - (a) by delivering it to the person personally, or
 - (b) by sending it by pre-paid post to the address of the person, or
 - (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.
- (2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
 - (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
 - (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

52 Financial year

The financial year of the association is each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 November and ending on the following 31 October.