

## **RULES OF THE ASSOCIATION**

### **BLACK ROCK LIFE SAVING CLUB INCORPORATED**

#### **1. NAME**

The name of the incorporated association is Black Rock Life Saving Club Incorporated (in these Rules called "the Association").

#### **2. OBJECTS**

The objects for which the Association is established are to:

- (a) Patrol the beach in the vicinity of the club premises and to provide emergency lifesaving services rescuing members of the public in distress or peril in the aquatic environment at Black Rock;
- (b) Operate as a volunteer and not-for-profit public benevolent institution within the Black Rock area;
- (c) Promote the health and safety of members and all users of the aquatic environment in Black Rock;
- (d) Promote the knowledge of aquatic safety, surf lifesaving and the application of resuscitation and first aid to people who are distressed, injured, incapacitated or apparently drowned;
- (e) Arrange, promote, and conduct training, demonstrations and competitions for lifesaving, resuscitation and swimming;
- (f) Issue badges, medallions, certificates, awards and trophies in recognition of member achievements in aquatic lifesaving;
- (g) Maintain and improve the Club's leases, facilities, equipment and intellectual property in support of lifesaving activities, the protection of aquatic users, the enjoyment of members and the benefit of the local community;
- (h) Affiliate with other organisations with similar aims and objectives that the Committee may from time to time decide is in the best interests of the Association;
- (i) Have regard for the public interest in its operations;
- (j) Act at all times on behalf of, and in the best interests of members and aquatic lifesaving;
- (k) Do all that is reasonably necessary to enable these objectives to be achieved and to enable the public and members to receive the benefits these objectives are intended to achieve.

#### **3. DEFINITIONS AND INTERPRETATION**

##### **3.1 Definitions**

In these Rules, unless the contrary intention appears-

"\$" means Australian dollars;

"Act" means the Associations Incorporation Act 1981;

"committee" means the committee of management of the Association;

"financial year" means the year ending on 31 March;

"general meeting" means a general meeting of members convened in accordance with rule 16;

"member" means a member of the Association;

"ordinary member of the committee" means a member of the committee who is not an officer of the Association under Rule 25;

"Regulations" means regulations under the Act;

"relevant documents" has the same meaning as in the Act.

3.2 In these Rules, a reference to the Secretary of an Association is a reference--

- (a) if a person holds office under these Rules as Secretary of the Association--to that person; and
- (b) in any other case, to the public officer of the Association.

### 3.3 Interpretation

In these Rules:

- (a) a reference to a function includes a reference to a power, authority and duty;
- (b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority of the performance of the duty;
- (c) words importing the singular include the plural and vice versa;
- (d) words importing any gender include the other genders;
- (e) references to persons include corporations and bodies politic;
- (f) subject to sub-rule 5.12(a) references to a person include the legal personal of that person;
- (g) a reference to a statute, ordinance, code or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments or replacements of any of them (whether of the same or any legislative authority having jurisdiction); and
- (h) a reference to "writing" shall unless the contrary intention appears, be construed as including references to printing, lithography, photography and other modes of representing or reproducing words in a visible form, including messages sent by electronic mail; and
- (i) a reference to a membership application form includes membership renewal and upgrade forms.

### 3.4 Severance

If any provision of these Rules or any phrase contained in it is invalid or unenforceable, the phrase or provision is to be read down if possible, so as to be valid and enforceable, and otherwise shall be severed to the extent of the invalidity or unenforceability, without affecting the remaining provisions of these Rules.

### 3.5 Expressions in the Act

Except where the contrary intention appears, in these Rules, an expression that deals with a matter under the Act has the same meaning as that provision of the Act.

### 3.6 Sole Purpose

The Association is established solely for the Objects.

## 4. ALTERATION OF THE RULES

These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act and by a special resolution at a general meeting of the Association.

## 5. MEMBERSHIP, ENTRY FEES AND SUBSCRIPTION

5.1 A person who was a member at the time of adoption of these rules shall retain the membership category applicable to them immediately prior to the adoption of these rules without the need to re-apply for the same category of membership, and without effect on their date of entry in the membership register or on their continuity of membership.

5.2 A person who applies and is approved for membership as provided in these Rules is eligible to be a member of the Association on payment of the annual subscription and any other fees payable under these Rules.

5.3 Subject to sub-rule 5.1 a person must not be admitted to membership unless-

- (a) he or she applies for membership in accordance with sub-rule 5.4; and
- (b) the admission as a member is approved by the committee.

5.4 An application of a person for membership of the Association must-

- (a) be made in writing in the form as approved by the committee from time to time; and
- (b) be lodged with the Secretary of the Association.

5.5 As soon as practicable after the receipt of an application, the Secretary must refer the application to the committee.

5.6 The committee must determine whether to approve or reject the application.

5.7 If the committee approves an application for membership, the Secretary must within 28 days after approval enter the applicant's name in the register of members.

5.8 Following approval by the committee of an application for membership, the applicant must make payment of the annual subscription and any other fees payable under these Rules, in accordance with the procedure for payment as approved by the committee from time to time.

5.9 An applicant for membership becomes a member and is entitled to exercise the rights of membership when payment of all moneys owed under sub-rule 5.8 is made in full and his or her name is entered in the register of members.

5.10 If the committee rejects an application, the committee must, as soon as practicable, notify the applicant in writing that the application has been rejected. Any fees forwarded with the application shall be refunded and the application shall be deemed rejected by the Association. No reasons for rejection need be given.

5.11 The Association shall not be required or compelled to provide any reason for the acceptance or rejection of any application for membership.

5.12 A right, privilege, or obligation of a person by reason of membership of the Association-

(a) is not capable of being transferred or transmitted to another person; and

(b) terminates upon the cessation of membership whether by death or resignation or otherwise.

5.13 An annual subscription is the relevant amount set by the Committee prior to each Annual General Meeting, reported to members at the Annual General Meeting, and fixed until the next Annual General Meeting. At its absolute discretion the Committee may approve a pro-rata or discounted annual subscription for membership applications received after 30 December.

5.14 Any other fees payable or discounts offered to Members of the Association, the time for and manner of payment shall be as determined by the Committee from time to time.

5.15 Members are not financial members until all annual subscriptions and entrance fees (if any) due to the Association are paid in full.

5.16 The Secretary must be advised by Members in writing if there is a change of their membership details. The Secretary must note such changes in the membership register within 21 days of such notification.

## **6. MEMBERSHIP TYPES AND VOTING ENTITLEMENTS**

The following categories of membership and membership entitlements are offered by the Association.

### **6.1 Junior Member**

(a) A Junior Member

(i) is an individual of at least 5 years of age and less than 15 years of age on 1<sup>st</sup> October of the current financial year whose application has been accepted by the committee as a member; and

(ii) is a social member of the club; and

(iii) is entitled to attend but not debate or vote at general meetings

(b) Any application for, or annual renewal of, a Junior membership is not valid unless there is an existing membership for, an accompanying application for membership by, or annual renewal of membership by, at least one parent or legal guardian of that individual.

### **6.2 Senior Member**

(a) An individual of at least 15 years of age on 1<sup>st</sup> October of the current financial year whose application has been accepted by the committee as a member.

(b) Upon turning 15 years of age a Junior Member may apply to immediately become a Senior Member by submitting to the Secretary

(i) a properly completed membership application form; and

- (ii) payment of the difference between the annual Junior and Senior membership subscriptions and fees for the current financial year.

(c) Any application for, or annual renewal of, a Senior Member under the age of 18 years must be signed by at least one parent or legal guardian.

(d) Subject to sub-rules (b) and (c) the Secretary shall update details in the register of members within 21 days. No change in membership entitlements are effective until the register of members is updated by the Secretary.

### 6.3 Honorary Member

Any person over 18 years of age who has performed a valuable service to the club or to lifesaving may be nominated as an Honorary Member in recognition for that service. Such nomination must be proposed and seconded by two committee members and approved by a simple majority vote of the committee.

#### An Honorary Member

- (i) is a temporary membership that is awarded for a period of 12 months, and;
- (ii) can be nominated for a subsequent 12 month period, and ;
- (iii) is not entitled to hold a committee or sub-committee position within the Association.

The club may have no more than 10 Honorary Memberships at once.

An Honorary Member is not required to pay any entrance fee (if any) or annual membership subscription.

An Honorary Membership can be rescinded immediately by a vote of the Committee that achieves at least a two-thirds majority. The Honorary Member will be advised by the Secretary in writing of such a committee decision but the committee is under no obligation to provide any reason or explanation for its decision.

### 6.4 Life Member

(a) A member who has rendered distinguished and exceptional service to the club for at least 10 years, which may be non-consecutive, is eligible to be nominated to the Committee for approval as a Life Member. Each such nomination must be proposed and seconded by two financial Senior Members and accompanied by the justification for the nomination. A Committee vote approving a Life Membership nomination must attain at least a two-thirds majority.

(b) All nominations accepted by the Committee must be submitted as a special resolution for approval or rejection by eligible voting members at an Annual General Meeting. If approved, a Life Membership must be accepted or rejected by the nominee in writing to the Secretary. Upon written acceptance, the member's details shall be entered in the register of members by the Secretary, and from the time of that entry the member shall be a Life Member.

(c) No more than one Life Membership may be submitted by the Committee to members for approval at each Annual General Meeting.

(d) A Life Member:

- (i) is not required to pay annual membership subscriptions, and;
- (ii) is entitled to hold a committee position at the Association, and

(iii) is deemed to be a financial Senior Member and is the recipient of all rights and privileges enjoyed by a financial Senior Member.

(e) A Life Membership can be rescinded at a properly constituted general meeting by a vote of members that achieves at least a two-thirds majority.

6.5 A person shall not:

(i) be admitted as an honorary or temporary member of the club; or

(ii) be exempted from the obligation to pay the ordinary subscription for membership of the club

unless the person is of a class specified in the Rules and admission or exemption is in accordance with the Rules.

6.6 Voting Entitlements

(a) Financial Senior members are eligible to attend, debate and vote at Annual General Meetings subject to the following requirements:

- (i) they are at least 15 years of age on the date of the general meeting; and
- (ii) they have been accepted for membership and entered in the register of members in accordance with these Rules for a period of at least 6 months prior to the date that a general meeting is held; and
- (iii) if they are not the parent or legal guardian of a Junior Member and are less than 28 years of age, they have completed and properly registered the required minimum number of patrolling hours as set by the Committee and announced at each Annual General Meeting of the Association.

(b) Financial Senior members are eligible to attend, debate and vote at general meetings other than an Annual General Meeting subject to the following requirements:

- (i) they are at least 15 years of age on the date of the general meeting; and
- (ii) they have been accepted for membership and entered in the register of members in accordance with these Rules for a period of at least 6 months prior to the date that a general meeting is held.

(c) Life Members are entitled to attend, debate and vote at general meetings.

(d) Other types of member are entitled to attend but not debate or vote at general meetings.

## 7. NECESSARY QUALIFICATIONS

Members who are between 15 and 28 years of age and who are not an Honorary Member or the parent or legal guardian of a Junior Member are required to sit for patrolling awards as determined by the committee on an annual basis and to complete the required number of annual patrolling hours as set by the Committee and announced at an Annual General Meeting. These are essential requirements of membership.

## 8. VISITORS

(a) A person who is not a club member may be invited to the clubhouse by a member for social and other club functions, and to attend committee approved private functions. All Visitors must sign the club Visitors Book and shall be entitled to remain on the club premises provided that they comply with club By-Laws and their conduct at all times is acceptable to committee members.

(b) A Visitor must leave the premises immediately upon the request of any committee member without any obligation on that committee member to provide a reason or explanation to the Visitor or a club member.

## **9. REGISTER OF MEMBERS**

9.1 The Secretary must keep and maintain a register of members containing-

(a) the name, postal address, e-mail address (if provided), phone number, date of birth, membership category and financial status of each member; and

(b) the date on which each member's name was entered in the register.

9.2 The register is available for inspection free of charge by any member upon request.

9.3 A member may make a copy of the name and postal address entries in the register.

9.4 A member shall not use the details taken from the register for any commercial purposes or for any other reason unrelated to club activities.

## **10. CEASING MEMBERSHIP**

10.1 A member of the Association who has paid all moneys due and payable by a member to the Association may resign from the Association by giving one month's notice in writing to the Secretary of his or her intention to resign.

10.2 If a member of the Association has not paid all moneys due and payable by a member to the Association by the 31<sup>st</sup> December each year, their membership automatically lapses.

10.3 After the expiry of the period referred to in sub-rule 10.1 or at the date in sub-rule 10.2--

(a) the member ceases to be a member; and

(b) the Secretary must record in the register of members the date on which the member ceased to be a member.

## **11. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS**

11.1 Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the committee may by resolution--

(a) fine that member an amount not exceeding \$500; or

(b) suspend that member from membership of the Association for a specified period; or

(c) expel that member from the Association.

11.2 A resolution of the committee under sub-rule 11.1 does not take effect unless--

(a) at a meeting held in accordance with sub-rule 11.3, the committee confirms the resolution; and

(b) if the member exercises a right of appeal to the Association under this rule, the Association confirms the resolution in accordance with this rule.

11.3 A meeting of the committee to confirm or revoke a resolution passed under sub-rule 11.1 must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with sub-rule 11.4.

11.4 For the purposes of giving notice in accordance with sub-rule 11.3, the Secretary must, as soon as practicable, cause to be given to the member a written notice-

(a) setting out the resolution of the committee and the grounds on which it is based; and

(b) stating that the member, or his or her representative, may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and

(c) stating the date, place and time of that meeting; and

(d) informing the member that he or she may do one or both of the following-

(i) attend that meeting;

(ii) give to the committee before the date of that meeting a written statement seeking the revocation of the resolution;

(e) informing the member that, if at that meeting, the committee confirms the resolution, he or she may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.

11.5 At a meeting of the committee to confirm or revoke a resolution passed under sub-rule 11.1, the committee must-

(a) give the member, or his or her representative, an opportunity to be heard; and

(b) give due consideration to any written statement submitted by the member; and

(c) determine by resolution whether to confirm or to revoke the resolution.

11.6 If at the meeting of the committee, the committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.

11.7 If the Secretary receives a notice under sub-rule 11.6, he or she must notify the committee and the committee must convene a general meeting of the Association to be held within 28 days after the date on which the Secretary received the notice.

11.8 At a general meeting of the Association convened under sub-rule 10.7--

(a) no business other than the question of the appeal may be conducted; and

(b) the committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and

(c) the member, or his or her representative, must be given an opportunity to be heard; and



(d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.

11.9 A resolution is confirmed if, at the general meeting, not less than three-quarters of the members vote in person in favour of the resolution. In any other case, the resolution is revoked.

## **12. DISPUTES AND MEDIATION**

12.1 The grievance procedure set out in this rule applies to disputes under these Rules between-

(a) a member and another member; or

(b) a member and the Association.

12.2 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

12.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.

12.4 The mediator must be-

(a) a person chosen by agreement between the parties; or

(b) in the absence of agreement-

(i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or

(ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).

12.5 A member of the Association can be a mediator.

12.6 The mediator cannot be a member who is a party to the dispute.

12.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

12.8 The mediator, in conducting the mediation, must--

(a) give the parties to the mediation process every opportunity to be heard; and

(b) allow due consideration by all parties of 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.

12.9 The mediator must not determine the dispute.

12.10 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

## **13. ANNUAL GENERAL MEETINGS**

13.1 The committee may determine the date, time and place of the annual general meeting of the Association.

13.2 The notice convening the annual general meeting must specify that the meeting is an annual general meeting.

13.3 The ordinary business of the annual general meeting shall be-

(a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting; and

(b) to receive from the committee reports upon the transactions of the Association during the last preceding financial year; and

(c) to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act; and

(d) to receive and consider the report on the accounts of the Association by the Honorary Auditor; and

(e) to vote on the appointment of an Honorary Auditor who shall be nominated by the committee and who shall act until the next Annual General Meeting; and

(f) to receive from the committee confirmation of the annual subscription and any other applicable fees or discounts that will apply from the Annual General Meeting; and

(g) to receive from the committee advice of the minimum number of verified annual patrolling hours that must be completed by Senior Members in accordance with rules 6 and 7; and

(h) to elect officers of the Association and the ordinary members of the committee.

13.4 The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

## **14. SPECIAL GENERAL MEETINGS**

14.1 In addition to the annual general meeting, any other general meetings may be held in the same year.

14.2 All general meetings other than the annual general meeting are special general meetings.

14.3 The committee may, whenever it thinks fit, convene a special general meeting of the Association.

14.4 If, but for this sub-rule, more than 15 months would elapse between annual general meetings, the committee must convene a special general meeting before the expiration of that period.

14.5 The committee must, on the request in writing of not less than 15 financial members, convene a special general meeting of the Association, subject to those members:

(a) having been entered in the membership register in accordance with these Rules for a period of at least 6 months on the date of the request, and

(b) being financial Senior Members who are at least 15 years of age on the date of the request.

14.6 The request for a special general meeting must--

(a) state the objects of the meeting; and

(b) be signed by the members requesting the meeting; and

(c) be sent to the address of the Secretary.

14.7 If the committee does not cause a special general meeting to be held within 35 days after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.

14.8 If a special general meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the committee and all reasonable expenses incurred in convening the special general meeting must be refunded by the Association to the persons incurring the expenses.

## **15. SPECIAL BUSINESS**

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the rules as ordinary business of the annual general meeting, is deemed to be special business.

## **16. NOTICE OF GENERAL MEETINGS**

16.1 The Secretary of the Association, at least 21 days before the date fixed for holding a general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.

16.2 Notice may be sent--

(a) by prepaid post to the address appearing in the register of members; or

(b) if the member requests, by facsimile transmission or electronic transmission.

16.3 No business other than that set out in the notice convening the meeting may be conducted at the meeting.

16.4 A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next general meeting.

## **17. QUORUM AT GENERAL MEETINGS**

17.1 No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.

17.2 Fifteen members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the conduct of the business of a general meeting.

17.3 If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present-

(i) in the case of a meeting convened upon the request of members--the meeting must be dissolved; and

(ii) in any other case--the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the

adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.

17.4 If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than 5) shall be a quorum.

## **18. PRESIDING AT GENERAL MEETINGS**

18.1 The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each general meeting of the Association.

18.2 If the President and the Vice-President are absent from a general meeting, or are unable or unwilling to preside, the members present must select one of their number to preside as Chairperson.

## **19. ADJOURNMENT OF MEETINGS**

19.1 The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.

19.2 No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.

19.3 If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 16.

19.4 Except as provided in sub-rule 19.3, it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

## **20. VOTING AT GENERAL MEETINGS**

20.1 Upon any question arising at a general meeting of the Association, a member has one vote only.

20.2 All votes must be given personally or by postal vote, except for general meetings convened under rule 11 at which postal votes shall not be permitted.

20.3 In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.

20.4 A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

## **21. POLL AT GENERAL MEETINGS**

21.1 If at a meeting a poll on any question is demanded by not less than 3 members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.

21.2 A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

## **22. MANNER OF DETERMINING WHETHER RESOLUTION CARRIED**

If a question arising at a general meeting of the Association is determined on a show of hands-

(a) a declaration by the Chairperson that a resolution has been-

(i) carried; or

(ii) carried unanimously; or

(iii) carried by a particular majority; or

(iv) lost; and

(b) 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.

## **23. POSTAL VOTES**

23.1 Each member who is eligible to vote but cannot be present at a general meeting, except for a general meeting convened under rule 11, is entitled to apply for a postal vote by notice given to the Secretary no later than 5 days before the time of the meeting in respect of which the postal vote is requested.

23.2 A postal vote must be submitted on the form and in the manner approved by the committee from time to time.

23.3 The committee may approve an administrative fee for processing postal votes and any such fee must accompany the notice given in sub-clause 23.1.

## **24. COMMITTEE OF MANAGEMENT**

24.1 The affairs of the Association shall be managed by the committee of management.

24.2 The committee--

(a) shall control and manage the business and affairs of the Association; and

(b) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association; and

(c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association.

24.3 Subject to section 23 of the Act, the committee shall consist of--

(a) the officers of the Association; and

(b) five ordinary members--

each of whom shall be elected at the annual general meeting of the Association in each year.

## **25. OFFICE HOLDERS**

25.1 The officers of the Association shall be--

- (a) a President;
- (b) a Vice-President;
- (c) a Treasurer; and
- (d) a Secretary.

25.2 The provisions of rule 27, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices referred to in sub-rule 25.1.

25.3 Each officer of the Association shall hold office until the annual general meeting next after the date of his or her election but is eligible for re-election.

25.4 In the event of a casual vacancy in any office referred to in sub-rule 25.1, the committee may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.

## **26. ORDINARY MEMBERS OF THE COMMITTEE**

26.1 Subject to these Rules, each ordinary member of the committee shall hold office until the annual general meeting next after the date of election but is eligible for re-election.

26.2 In the event of a casual vacancy occurring in the office of an ordinary member of the committee, the committee may appoint a member of the Association to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

26.3 The ordinary members of the committee shall be--

- (a) a Patrol Manager; and
- (b) a Coaching & Competition Manager; and
- (c) a Training & Assessments Manager; and
- (d) a Junior Manager; and
- (e) a Social Manager.

26.4 The functional roles and responsibilities of the ordinary members shall be defined and approved by the committee from time to time and specified in the By-Laws of the Association.

## **27. ELECTION OF OFFICERS AND ORDINARY COMMITTEE MEMBERS**

27.1 Nominations of candidates for election as officers of the Association or as ordinary members of the committee must be--

- (a) made in writing, signed by two financial Senior Members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
- (b) delivered to the Secretary of the Association not less than 14 days before the date fixed for the holding of the annual general meeting.

27.2 To be eligible to be elected or appointed to the committee, a member must be:

- (i) a resident of the state of Victoria; and
- (ii) a financial Senior Member or a Life Member; and
- (iii) at least 18 years of age on the date of election or appointment; and
- (iv) have been entered in the member register at least 6 months prior to the date of election or appointment.

27.3 A candidate may only be nominated for one committee position prior to the annual general meeting.

27.4 If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.

27.5 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

27.6 If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.

27.7 The ballot for the election of officers and ordinary members of the committee must be conducted at the annual general meeting in such manner as the committee may direct.

## **28. VACANCIES**

The office of an officer of the Association, or of an ordinary member of the committee, becomes vacant if the officer or member--

- (a) ceases to be a member of the Association; or
- (b) becomes an insolvent under administration within the meaning of the Corporations Law; or
- (c) resigns from office by notice in writing given to the Secretary.

## **29. MEETINGS OF THE COMMITTEE**

29.1 The committee must meet at least 10 times in each year at such place and such times as the committee may determine.

29.2 Special meetings of the committee may be convened by the President or by any 4 members of the committee.

## **30. NOTICE OF COMMITTEE MEETINGS**

30.1 Written notice of each committee meeting with an agenda must be given to each member of the committee at least 2 business days before the date of the meeting.

30.2 Written notice must be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

## **31. QUORUM FOR COMMITTEE MEETINGS**

31.1 Any 5 members of the committee constitute a quorum for the conduct of the business of a meeting of the committee.

31.2 No business may be conducted unless a quorum is present.

31.3 If within half an hour of the time appointed for the meeting a quorum is not present--

(i) in the case of a special meeting--the meeting lapses;

(ii) in any other case--the meeting shall stand adjourned to the same place and the same time and day in the following week.

31.4 The committee may act notwithstanding any vacancy on the committee.

### **32. PRESIDING AT COMMITTEE MEETINGS**

At meetings of the committee-

(a) the President or the Vice-President presides; or

(b) if the President and the Vice-President are absent, unwilling or unable to preside, the members present must choose one of their number to preside.

### **33. VOTING AT COMMITTEE MEETINGS**

33.1 Questions arising at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.

33.2 Each member present at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

### **34. REMOVAL OF COMMITTEE MEMBER**

34.1 The Association in general meeting may, by resolution, remove any member of the committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.

34.2 A member who is the subject of a proposed resolution referred to in sub-rule 34.1 may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.

34.3 The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting.

### **35. APPOINTMENT OF HONORARY AUDITOR**

35.1 Prior to each Annual General Meeting the committee shall seek a properly qualified accountant to act as Honorary Auditor.

35.2 Subject to the acceptance of the position of Honorary Auditor by a person, the committee shall present his nomination to the Annual General Meeting for approval by the members.



35.3 In the event that a properly qualified person does not accept the position of Honorary Auditor prior to, or if the nominated person is rejected at, an Annual General Meeting the committee may subsequently appoint a person other than a rejected nominee as Honorary Auditor, subject to the Secretary notifying members of his appointment, name of the Honorary Auditor and necessary qualifications.

35.4 A person may not be appointed as auditor of the accounts of the Association if the person is:

- (a) a member of the committee of the Association; or
- (b) an employer or employee of a member of that committee; or
- (c) a member of the same partnership as a member of that committee; or
- (d) an employee of the Association.

35.5 An Honorary Auditor can be removed from his role by approval of a special resolution put to members at a general meeting.

35.6 The accounts of the Association shall be examined and the correctness of the profit and loss and balance sheets ascertained by the Honorary Auditor at the conclusion of the financial year. The findings of this examination shall be reported to members in writing at each Annual General Meeting.

## **36. BY-LAWS**

36.1 The committee may from time to time formulate, interpret, approve, adopt, make, alter and amend By-Laws for the proper advancement, management and administration of the Association, the advancement of the Objects and of lifesaving as it thinks necessary and desirable. The By-Laws must be in conformity with these Rules and the Act. The By-Laws are binding on all members.

36.2 Within 30 days of their approval by committee, the Secretary must provide members with notice of all By-Laws and any formulation, interpretation, amendment, alteration and repeal of them.

## **37. MINUTES OF MEETINGS**

37.1 The Secretary of the Association must keep minutes of the resolutions and proceedings of each general meeting, and each committee meeting, together with a record of the names of persons present at committee meetings.

37.2 The Secretary shall provide a copy of the minutes of any general or committee meeting to a committee member upon request.

## **38. FUNDS**

38.1 The Treasurer of the Association must-

- (a) collect and receive all moneys due to the Association and make all payments authorised by the Association; and
- (b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association; and
- (c) for all cash monies paid to the Association, issue receipts from consecutively numbered duplicate books bearing the name of the Association.

38.2 All monies received by or on behalf of the Association must be deposited into a bank account approved by the committee and opened in the name of the Association.

38.3 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two committee members who have been approved as authorised club signatories by a committee resolution, one of whom must be the President, Secretary or Treasurer of the Association.

38.4 No payment, contract or binding commitment for a value of more than \$250, or such other amount as agreed by a special resolution of the committee from time to time, shall be made by the Association without being authorised in advance by a resolution of the committee. Payment for an expenditure item cannot be made in instalments, by a number of individual payments, or by breaking a product or service into smaller component parts for invoicing purposes in order to render this requirement ineffective.

38.5 The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the committee determines.

38.6 The assets and income of the Association shall be applied solely in the furtherance of its Objects and no portion shall be distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the Association

## **39. SEAL**

39.1 The common seal of the Association must be kept in the custody of the Secretary.

39.2 The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of two members of the committee or, of one member of the committee and of the public officer of the Association.

## **40. NOTICE TO MEMBERS**

Except for the requirement in rule 16, any notice that is required to be given to a member, by or on behalf of the Association, under these Rules may be given by-

(a) delivering the notice to the member personally; or

(b) sending it by prepaid post addressed to the member at that member's address shown in the register of members; or

(c) facsimile transmission, if the member has requested that the notice be given to him or her in this manner; or

(d) electronic transmission, if the member has requested that the notice be given to him or her in this manner.

## **41. AFFILIATION**

41.1 The Association may affiliate, join or become associated with any other body or bodies having as their major objects the promotion, education and participation in water safety, accident prevention, lifesaving and the care of injured persons.

41.2 The Association shall not enter into any affiliation, membership or association agreement except where this is:

(a) in writing and authorised by a resolution approved by the committee ; and

(b) is in compliance with the rules of the Association, the Act and Victorian law; and

(c) provides for the Association at its sole discretion to cease the affiliation, membership or association without penalty by providing written notice of its intention to cease the affiliation, membership or association.

41.3 If the Association enters into an affiliation, membership or association agreement with another body, all members of the Association will be bound by the conditions of that agreement.

## **42. CLUB COLOURS AND BADGES**

The club colours shall be registered with Surf Life Saving Australia, Royal Life Saving Australia or any other affiliated organisations and are royal blue, light blue and white.

## **43. WINDING UP**

43.1 In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association must be disposed of in accordance with the provisions of the Act.

43.2 In the event of the Association being wound up, any surplus assets remaining after the payment of the liabilities of the Association shall be transferred to another organisation in Australia which is a public benevolent institution for the purposes of any Commonwealth Taxation Act.

43.3 Subject to sub-rule 43.2, upon winding up any surplus assets shall be transferred to Life Saving Victoria.

## **44. CUSTODY AND INSPECTION OF BOOKS AND RECORDS**

44.1 Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Association.

44.2 All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.

44.3 A member may make a copy of any accounts, books, securities and any other relevant documents of the Association.

## **45. LIQUOR LICENCE**

If the club holds a liquor licence the following rules shall apply:

45.1 The payment of any amount to an officer or servant of the club by way of commission or allowance from the receipts of the club for the sale and disposal of liquor is prohibited; and

45.2 A visitor to the club must not be supplied with liquor in the club premises unless the visitor is a guest in the company of a member of the club.

## **46. GAMING LICENCE**

The Association shall not:

(a) apply for or hold a gaming licence; or

(b) permit gaming activities to occur on club premises in breach of Victorian law.