

Club Incorporated

Wynnum and District Rugby Union Club Incorporated

1. Association Name:

The name of the Association is the Wynnum and District Rugby Union Club Incorporated hereinafter referred to as “the Club”

2. Club's Office

The office of the Club shall be at the Clubroom, Elanora Park, Granada Street, Wynnum QLD 4178 or at such other place the Committee may determine if so required.

3. Objects

The objects of the Club are:

- 1) To foster, promote and advance sport and recreation in the Wynnum, Manly and surrounding districts.
- 2) To field Rugby teams that participate in Queensland Rugby Union competitions and any other competition sanctioned by the Club.
- 3) To promote and develop the necessary skills of the game of Rugby and other sports with a sense of sportsmanship and fair play.
- 4) To increase community participation in sport and recreation at the Club.
- 5) To promote healthy pro-social lifestyles and activities.
- 6) To encourage the provision and development of appropriate facilities for the Club. Ensuring a friendly and inclusive environment for members and the community.
- 7) To promote the qualities of sportsmanship, leadership, consideration of others, responsibility, cooperation, self-discipline, self-confidence, initiative, courage, loyalty, self-expression, positive attitudes, emotional control, social adjustment and development of character in association members.
- 8) To seek or receive donations, gifts and legacies (whether subject to any special trusts or not) to apply to these objects; and
- 9) To promote the objects of the association in any manner the management committee considers appropriate, and to do things incidental or conducive to the attainment of these objects.

4. Attaining Objects

The Club shall be empowered to do all things necessary which are incidental to and necessary for the attainment of the objects of the Club.

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5. Property of the Club

- 1) The Club must apply all property and income of the Club toward the promotion of the objects or purpose of the Club and no part of that property or income to be paid or otherwise distributed, directly or indirectly, to members of the Club except in good faith in the promotion of those objects or purposes.
- 2) Non Profit Clause:
 - a) The Assets and income of the organisation shall be applied solely in the furtherance of its above mentioned objects and no portion shall be distributed directly or indirectly to the members of the organisation except as a bona fide compensation for services rendered or expenses incurred on behalf of the organisation.
- 3) Distribution and management of income – See Finance clause 34.
- 4) Dissolution of organisation – See Dissolution clause 36.

6. Powers of the Club: (as conferred by the Act)

- 1) The Club has the powers of an individual.
- 2) The Club may, for example:
 - a) enter into contracts;
 - b) borrow money, with or without security;
 - c) sell, mortgage, improve, let, manage or turn to account all or any of the property of the Club;
 - d) invest the Club's funds:
 - i) in any way authorised by laws, in the State of Queensland, regulating the investment of trust funds; or
 - ii) in any way expressly authorised by the management committee from time to time;
 - e) acquire, hold, deal with and dispose of property;
 - f) to enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Club;
 - g) employ persons as may be deemed necessary for or in connection with any constitutional purpose or object of the Club;
 - h) make charges for services and facilities it supplies; and i) do other things necessary or convenient to be done in carrying out its affairs.
- 3) The Club may also issue secured and unsecured notes, debentures and debenture stock for the Club. raise and distribute funds for the benefit of the Club from Services and Facilities provided to members of the Club and to the general public as the Committee may from time to time determine;
- 4) To build, construct, erect, maintain, alter, and repair any premises, building or other structure or any kind and to furnish, equip and improve for use by the Club

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- 5) Accept donations, grants, and gifts in accordance with the objects of the Club;
- 6) Print and Publish any information by any media including newsletters, newspapers, articles, or leaflets for the promotion of the Club in accordance with the objects of the Club;
- 7) Provide gifts and prizes in accordance with the objects of the Club; and
- 8) To organise social events for Members and the promotion of the Club.

7. Membership

- 1) Membership shall be open to any person who registers with the Club through the appropriate sporting body;
 - a) All members (both playing and all other categories) will register through the Rugby Australia via <https://myaccount.rugbyexplorer.com.au/register>
 - b) Only persons registered through Rugby Australia will be considered members and have voting privileges.
- 2) Each person admitted to membership shall be:
 - a) Bound by this constitution and by-laws of the Club and the codes of conduct of the affiliated sporting bodies e.g. Rugby Australia Codes of Conduct.
 - b) Entitled to all advantages and privileges of membership
- 3) Membership Categories

ORDINARY MEMBER

Any person who is a registered member shall have voting rights and be entitled to hold any office and enjoy the privileges of the Club

PLAYER (SENIOR)

Any Playing member over the age of 18 years may become a Senior Member. Senior Members shall have voting rights and be entitled to hold any office.

PLAYER (JUNIOR)

Any Playing member under the age of 18 years may become a Junior Member. Junior Members shall have no voting rights nor be entitled to hold any office.

PARENT MEMBER

Junior Members, must nominate one parent or guardian annually as the Parent member.

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A Parent member must be older than eighteen years and shall have voting rights and be entitled to hold any office. In the event two or more Junior Playing members are siblings, they must nominate the same Parent member and that Parent member is only entitled to one vote.

SOCIAL MEMBER

Persons other than ordinary members who registers and pays the social membership fee but who do not wish to hold any position may become a Social Member and shall have voting rights and enjoy the privileges and facilities of the Club.

LIFE MEMBER

The management committee may elect as a Life Member, any member who has given outstanding service to the Club over a period greater than ten years. Any member, except Junior Members may nominate a person to the Management Committee for consideration for Life Membership. Any person who is a Life Member of the Club shall have voting rights and be entitled to hold any office and enjoy the privileges of the Club.

PATRON

The Club may, at its discretion, elect a patron/s of the Club for such period as may be deemed necessary. Such patron/s shall not be eligible to vote unless they are current members of the Club under another category of membership.

- 4) The secretary will maintain and update register of members of the Club.
- 5) The register of members will include the members:
 - a) Full name, and in the case of a Parent Member the name of the child or children.
 - b) Postal and Residential address.
 - c) date of admission as a member.
 - d) Telephone number.
 - e) Email address.
 - f) date of death or time of resignation.
 - g) details about the termination or reinstatement of membership.
 - h) any other particulars the management committee or the members at a general meeting decide.
- 6) The register must be open for inspection by members of the Club at all reasonable times.
- 7) A member must contact the Secretary to arrange an inspection of the register.

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- 8) However, the management committee may, on the application of a member of the Club, withhold information about the member (other than the members full name) from the register available for inspection if the management committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.
- 9) The member details will be used only for official Club business. They will not be provided to third parties under any circumstances.
- 10) A member must provide a valid email address as this is the main channel of communication for the Club. The Club will use this email address to provide any notices to members specific to their membership, and also to provide newsletters and updates about events and other items of interest to Club members.

8. Member Fees

- 1) Membership is subject to payment of annual fees. Annual fees and date of payment will be determined by the Management Committee according to the level of membership i.e. Ordinary, Player, or Social membership. Fees are to be paid as and when they are due.

9. Termination of Membership

- 1) The Executive Committee may terminate Club membership by the following events:
 - a) Conviction for an indictable offence
 - b) Death
 - c) Expulsion
 - d) Conduct considered to be injurious or prejudicial to the character or interests of the Club or its members.
 - e) Annual membership fee remaining unpaid for a period of 60 days after the due date.
 - f) False or inaccurate statements made in the member's application for membership of the Club.
 - g) Breach of any rule, regulation or by-law of the Club or affiliated sporting body.
- 2) The Management Committee shall have the power to suspend or expel any member of the Club for any of the events covered under Clause 9.1 herein after having undertaken due inquiry.
- 3) Any member who is expelled or suspended shall have the right to appeal against their suspension or expulsion by presenting their case to a General Meeting called for such purpose, and the decision of the General Meeting shall be final.
- 4) If a member's application is rejected or they are expelled or suspended the member will be notified via their registered email address of the decision of the Management Committee. The member will have one month from the time

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the email is sent to inform the Secretary that they intend to appeal the decision.

- 5) If the member decides to appeal the decision of the Management Committee, the Secretary will call a general meeting to hear the appeal within one month of receiving the notice.
- 6) The general meeting to decide an appeal must be held within 3 months after the secretary receives the notice of intention to appeal.
- 7) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- 8) Also, the management committee and the members of the committee who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.
- 9) An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.
- 10) If a person whose application for membership has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the membership fee paid by the person. If the member's appeal is successful, the Management Committee will overturn the decision to expel or suspend the member.

10 Appointment or election of secretary

- 1) The secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border, who is:
 - a) a member of the Club elected by the Club as secretary; or
 - b) any of the following persons appointed by the management committee as secretary:
 - i) a member of the Clubs management committee;
 - ii) another member of the Club;
 - iii) another person.
- 2) If the Club has not elected an interim officer as secretary for the Club before its incorporation, the members of the management committee must ensure a secretary is appointed or elected for the Club within 1 month after incorporation.
- 3) If a vacancy happens in the office of secretary, the members of the management committee must ensure a secretary is appointed or elected for the Club within 1 month after the vacancy happens.

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- 4) If the management committee appoints a person mentioned in subrule (1)(b)(ii) as secretary, other than to fill a casual vacancy on the management committee, the person does not become a member of the management committee.
- 5) However, if the management committee appoints a person mentioned in subrule (1)(b)(ii) as secretary to fill a casual vacancy on the management committee, the person becomes a member of the management committee.
- 6) If the management committee appoints a person mentioned in subrule (1)(b)(iii) as secretary, the person does not become a member of the management committee.
- 7) In this rule— casual vacancy, on a management committee, means a vacancy that happens when an elected member of the management committee resigns, dies or otherwise stops holding office.

11 Removal of secretary

- 1) The management committee of the Club may at any time remove a person appointed by the committee as the secretary.
- 2) If the management committee removes a secretary who is a person mentioned in rule 10(1)(b)(i), the person remains a member of the management committee.
- 3) If the management committee removes a secretary who is a person mentioned in rule 10(1)(b)(ii) and who has been appointed to a casual vacancy on the management committee under rule 10(5), the person remains a member of the management committee.

12 Functions of secretary

- 1) The secretary's functions include, but are not limited to:
 - a) calling meetings of the Club, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the president of the Club; and
 - b) keeping minutes of each meeting; and
 - c) keeping copies of all correspondence and other documents relating to the Club; and
 - d) maintaining the register of members of the Club.

13. Management Committee

- 1) Sometimes called the Executive Committee
- 2) Committee persons are sometimes called Office Bearers
- 3) The Main Office Bearers are often referred to as The Executive.

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- 4) Management of the Club shall be vested in the Management Committee elected from the membership by the members at the Annual General Meeting and consisting of:
 - a) President – Member of Executive
 - b) Senior Vice President – Member of Executive
 - c) Junior Vice President – Member of Executive
 - d) Secretary – Member of Executive
 - e) Treasurer – Member of Executive
- 5) A minimum of 4 Management Committee members
- 6) A member of the management committee, other than a secretary appointed by the management committee under rule 10(1)(b)(iii), must be a member of the Club.
- 7) No person will hold more than one executive position on the management committee at any one time.
- 8) Two members of the Committee cannot hold the same position on the Management Committee
- 9) At each AGM of the Club, the members of the management committee must resign from office, but are eligible, on nomination, for re-election.
- 10) A member of the management committee may only be elected as follows:
 - a) any 2 members of the Club may nominate another member (the candidate) to serve as a member of the management committee.
 - b) the nomination must be:
 - c) in writing; and
 - d) signed by the candidate and the members who nominated him or her; and
 - e) given to the secretary at least 14 days before the annual general meeting at which the election is to be held;
- 11) each member of the Club present and eligible to vote at the annual general meeting may vote for 1 candidate for each vacant position on the management committee;
- 12) if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- 13) A person may be a candidate only if the person:
 - a) is an adult; and
 - b) is not ineligible to be elected as a member under section 61A of the Act.
- 14) A list of the candidates names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the Club for at least 7 days immediately preceding the annual general meeting.
- 15) If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.

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- 16) The management committee must ensure that, before a candidate is elected as a member of the management committee, the candidate is advised:
- 17) whether or not the Club has public liability insurance; and
- 18) if the Club has public liability insurance—the amount of the insurance.

14 Resignation, removal or vacation of office of management committee member

- 1) A member of the management committee may resign from the committee by giving written notice of resignation to the secretary.
- 2) The resignation takes effect at:
 - a) the time the notice is received by the secretary; or
 - b) if a later time is stated in the notice—the later time.
- 3) A member may be removed from office at a general meeting of the Club if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.
- 4) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- 5) A member has no right of appeal against the members removal from office under this rule.
- 6) A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

15 Vacancies on management committee

- 1) If a casual vacancy happens on the management committee, the continuing members of the committee may appoint another member of the Club to fill the vacancy until the next annual general meeting.
- 2) The continuing members of the management committee may act despite a casual vacancy on the management committee.
- 3) However, if the number of committee members is less than the number fixed under rule 17(1) as a quorum of the management committee, the continuing members may act only to:
 - a) increase the number of management committee members to the number required for a quorum; or
 - b) call a general meeting of the Club.

16 Functions of management committee

- 1) Subject to these rules or a resolution of the members of the Club carried at a general meeting, the management committee has the general control and management of the administration of the affairs, property and funds of the Club.
- 2) The management committee has authority to interpret the meaning of these rules and any matter relating to the Club on which the rules are silent, but any

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interpretation must have regard to the Act, including any regulation made under the Act.

- 3) The management committee may exercise the powers of the Club:
 - a) to borrow, raise or secure the payment of amounts in a way the members of the Club decide; and
 - b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Club in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Clubs property, both present and future; and
 - c) to purchase, redeem or pay off any securities issued; and
 - d) to borrow amounts from members and pay interest on the amounts borrowed; and
 - e) to mortgage or charge the whole or part of its property; and
 - f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Club; and
 - g) to provide and pay off any securities issued; and
 - h) to invest in a way the members of the Club may from time to time decide.
- 4) For subrule (3)(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by:
 - a) the financial institution for the Club; or
 - b) if there is more than 1 financial institution for the Club—the financial institution nominated by the management committee.
- 5) A member of the Management Committee may lose his or her seat on the Committee for any of the following:
 - a) Absence from three or more meetings without leave of absence.
 - b) Found not to be a registered member.

17.Meetings of the Management Committee

- 1) Subject to this rule, the management committee may meet and conduct its proceedings as it considers appropriate.
- 2) The management committee must meet at least once every 2months to exercise its functions.
- 3) The management committee must decide how a meeting is to be called.
- 4) Notice of a meeting is to be given in the way decided by the management committee
- 5) The management committee may hold meetings, or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.

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- 6) A committee member who participates in the meeting as mentioned in sub-rule 5) is taken to be present at the meeting.
- 7) A question arising at a committee meeting is to be decided by a majority vote of members of the committee present at the meeting and, if the votes are equal, the question is decided in the negative.
- 8) A member of the management committee must not vote on a question about a contract or proposed contract with the Club if the member has an interest in the contract or proposed contract and, if the member does vote, the members vote must not be counted.
- 9) The president is to preside as chairperson at a management committee meeting. The president may nominate another member of the Executive Committee to preside as chair.
- 10) If the chair is not present within 10 minutes after the time fixed for a management committee meeting, the members may choose 1 of their number to preside as chairperson at that meeting.

18 Quorum for, and adjournment of, management committee meeting

- 1) At a management committee meeting, more than 50% of the members elected to the committee as at the close of the last general meeting of the members form a quorum.
- 2) If there is no quorum within 30 minutes after the time fixed for a management committee meeting called on the request of members of the committee, the meeting lapses.
- 3) If there is no quorum within 30 minutes after the time fixed for a management committee meeting called other than on the request of the members of the committee:
 - a) the meeting is to be adjourned for at least 1 day; and
 - b) the members of the management committee who are present are to decide the day, time and place of the adjourned meeting.
- 4) If, at an adjourned meeting mentioned in subrule (3), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

19 Special meeting of management committee

- 1) If the secretary receives a written request signed by at least 33% of the members of the management committee, the secretary must call a special meeting of the committee by giving each member of the committee notice of the meeting within 14 days after the secretary receives the request.
- 2) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.
- 3) A request for a special meeting must state:
 - a) why the special meeting is called; and
 - b) the business to be conducted at the meeting.

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- 4) A notice of a special meeting must state:
 - a) the day, time and place of the meeting; and
 - b) the business to be conducted at the meeting.
- 5) A special meeting of the management committee must be held within 14 days after notice of the meeting is given to the members of the management committee.

20 Minutes of management committee meetings

- 1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each management committee meeting are recorded in written format.
- 2) To ensure the accuracy of the minutes, the minutes of each management committee meeting must be approved at the next meeting by two members of the management committee who attended the meeting, verifying their accuracy.

21 Appointment of subcommittees

- 1) The management committee may appoint a subcommittee consisting of members of the Club considered appropriate by the committee to help with the conduct of the Clubs operations.
- 2) A member of the subcommittee who is not a member of the management committee is not entitled to vote at a management committee meeting.
- 3) A subcommittee may elect a chairperson of its meetings.
- 4) If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose 1 of their number to be chairperson of the meeting.
- 5) A subcommittee may meet and adjourn as it considers appropriate.
- 6) A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

22 Acts not affected by defects or disqualifications

- 1) An act performed by the management committee, a subcommittee or a person acting as a member of the management committee is taken to have been validly performed.
- 2) Subrule (1) applies even if the act was performed when:
 - a) there was a defect in the appointment of a member of the management committee, subcommittee or person acting as a member of the management committee; or
 - b) a management committee member, subcommittee member or person acting as a member of the management committee was disqualified from being a member.

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23 Resolutions of management committee without meeting

- 1) A written resolution signed by each member of the management committee is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.
- 2) A resolution mentioned in subrule (1) may consist of several documents in like form, each signed by 1 or more members of the committee.

24 Annual general meeting

- 1) Each annual general meeting must be held:
 - a) at least once each year; and
 - b) within 6 months after the end date of the Club's reportable financial year.
- 2) The following business must be conducted at each annual general meeting of the Club:
 - a) receiving the Club's financial statement, and audit report, for the last reportable financial year;
 - b) presenting the financial statement and audit report to the meeting for adoption;
 - c) electing members of the management committee;
 - d) appointing an auditor or an accountant for the present financial year;

25 Notice of general meeting

- 1) The secretary may call a general meeting of the Club.
- 2) The secretary must give at least 14 days notice of the meeting to each member of the Club.
- 3) If the secretary is unable or unwilling to call the meeting, the president must call the meeting.
- 4) The management committee may decide the way in which the notice must be given.
- 5) However, notice of the following meetings must be given in writing:
 - a) a meeting called to hear and decide the appeal of a person against the management committee's decision:
 - i) to reject the person's application for membership of the Club; or
 - ii) to terminate the person's membership of the Club;
 - b) a meeting called to hear and decide a proposed special resolution of the Club.
- 6) A notice of a general meeting must state the business to be conducted at the meeting.

26 Quorum for, and adjournment of, general meeting

- 1) The quorum for a general meeting is at least the number of members elected or appointed to the management committee at the close of the Club's last general meeting plus 1.

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- 2) However, if all members of the Club are members of the management committee, the quorum is the total number of members less 1.
- 3) No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- 4) If there is no quorum within 30 minutes after the time fixed for a general meeting called on the request of members of the management committee or the Club, the meeting lapses.
- 5) If there is no quorum within 30 minutes after the time fixed for a general meeting called other than on the request of members of the management committee or the Club:
 - a) the meeting is to be adjourned for at least 7 days; and
 - b) the management committee is to decide the day, time and place of the adjourned meeting.
- 6) The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- 7) If a meeting is adjourned under subrule (6), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- 8) The secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- 9) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

27 Procedure at general meeting

- 1) A member may take part and vote in a general meeting in person, by proxy, by attorney or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- 2) A member who participates in a meeting as mentioned in subrule (1) is taken to be present at the meeting.
- 3) At each general meeting:
 - a) the president is to preside as chairperson; and
 - b) if there is no president or if the president is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the members present must elect 1 of their number to be chairperson of the meeting; and
 - c) the chairperson must conduct the meeting in a proper and orderly way.

28 Voting at general meeting

- 1) At a general meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present.

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- 2) Each member present and eligible to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.
- 3) A member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting.
- 4) The method of voting is to be decided by the management committee.
- 5) However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- 6) If a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides.
- 7) The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

29 Special general meeting

- 1) The secretary must call a special general meeting by giving each member of the Club notice of the meeting within 14 days after:
 - a) being directed to call the meeting by the management committee; or
 - b) being given a written request signed by
 - i) at least 33% of the number of members of the management committee when the request is signed; or
 - ii) at least the number of ordinary members of the Club equal to double the number of members of the Club on the management committee when the request is signed plus 1; or
 - c) being given a written notice of an intention to appeal against the decision of the management committee
 - i) to reject an application for membership; or
 - ii) to terminate a person's membership.
- 2) A request mentioned in subrule (1)(b) must state:
 - a) why the special general meeting is being called; and
 - b) the business to be conducted at the meeting.
- 3) A special general meeting must be held within 3 months after the secretary:
 - a) is directed to call the meeting by the management committee; or
 - b) is given the written request mentioned in subrule (1)(b); or
 - c) is given the written notice of an intention to appeal mentioned in subrule (1)(c).
- 4) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

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30 Proxies

- 1) An instrument appointing a proxy must be in writing and be in the following or similar form:

Wynnum and District Ruby Union Club:

I, _____ of,
being a member of the Club, appoint
of _____ as
my proxy to vote for me on my behalf at the (annual) general meeting of the
Club, to be held on the _____ day of _____ 20 _____ and
at any adjournment of the meeting.

Signed _____ this _____ day of _____ 20 .
Signature

- 2) The instrument appointing a proxy must:
 - a) if the appointor is an individual—be signed by the appointor or the appointor's attorney properly authorised in writing; or
 - b) if the appointor is a corporation:
 - i) be under seal; or
 - ii) be signed by a properly authorised officer or attorney of the corporation.
- 3) A proxy may be a member of the Club or another person.
- 4) The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.
- 5) Each instrument appointing a proxy must be given to the secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote.
- 6) Unless otherwise instructed by the appointor, the proxy may vote as the proxy considers appropriate.

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- 7) If a member wants a proxy to vote for or against a resolution, the instrument appointing the proxy must be in the following or similar form—

Wynnum and District Ruby Union Club:

I, _____ of _____,
being a member of the Club, appoint
of _____ as
my proxy to vote for me on my behalf at the (annual) general meeting of the
Club, to be held on the _____ day of _____ 20____ and
at any adjournment of the meeting.

Signed _____ this _____ day of _____ 20____ .
Signature

This form is to be used *in favour of/*against [strike out whichever is not wanted] the following resolutions—
[List relevant resolutions]

31 Minutes of general meetings

- 1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are recorded in written format.
- 2) To ensure the accuracy of the minutes:
 - a) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and
 - b) the minutes of each annual general meeting must be approved at the next annual general meeting by two members who attended the meeting, verifying their accuracy and
 - c) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the Club that is a general meeting or annual general meeting, verifying their accuracy.
- 3) If asked by a member of the Club, the secretary must, within 28 days after the request is made:
 - a) make the minute book for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
 - b) give the member copies of the minutes of the meeting.
- 4) The Club may require the member to pay the reasonable costs of providing copies of the minutes.

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32 By-laws

- 1) The management committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the Club.
- 2) A by-law may be set aside by a vote of members at a general meeting of the Club.

33 Alteration of rules

- 1) Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- 2) However an amendment, repeal or addition is valid only if it is registered by the chief executive.

34 Liabilities of Members

- 1) A member is not, as a member, under any personal liability to the Club except for the amount of any charges payable by the member to the Club as required by these rules.

35 Auditor

- 10) The annual general meeting shall elect or appoint an Auditor or Auditors
- 11) The Auditor/s shall examine and audit all the books and accounts of the Club annually and have the power to call for all the books, papers, accounts, receipts etc., of the Club and report thereon to the Annual General Meeting.

36 Finance

- 1) All funds of the Club shall be deposited into the Club's accounts at such bank or recognised financial institution as the Management Committee may determine.
- 2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Club.
- 3) All amounts must be deposited in the financial institution account as soon as possible after receipt.
- 4) All accounts over the value of \$1000 due by the Club shall be paid after have being passed for payment at the Management Committee Meeting. In such case when immediate payment is necessary, account/s shall be paid and action endorsed at the next Management Committee meeting.
- 5) A statement showing the financial position of the Club shall be tabled at each Management Committee meeting by the Treasurer.
- 6) A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The Auditor's Report shall be attached to such financial report.

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- 7) The financial year of the Club shall commence on 1st October each year. The accounts, books and all financial records of the Club shall be audited each year.
- 8) The signatories to the Club's account/s will be the Treasurer and any one (1) from the following;
 - a) President
 - b) Secretary
 - c) Senior Vice President
- 9) All property and income of the Club will apply solely to the promotion of the objects of the Club and in no part of that property or income shall be paid or otherwise distributed, directly, or indirectly, to members, except in good faith in the promotion of these objects.

37 Common Seal

- 1) The management committee must ensure the Club has a common seal.
- 2) The common seal must be:
 - a) kept securely by the management committee; and
 - b) used only under the authority of the management committee.
- 3) Each instrument to which the seal is attached must be signed by a member of the management committee and countersigned by:
 - a) the secretary; or
 - b) another member of the management committee;
 - c) someone authorised by the management committee.

38. Dissolution

- 1) If, on winding up of the Club, any property of the Club remains after satisfaction of debts and liabilities of the Club and the costs, charges and expenses of that winding up, that property shall be distributed to:
 - a) Another incorporated Club having objects similar to those of the Club; or
 - b) For charitable or benevolent purposes, incorporated Club or purposes, as determined by resolution of the members.

39. Interpretation

Within this document:

Act means the Associations Incorporations Act 1981 and its amendments including the act in force when this document is adopted by the Club;

Association means the association also referred to as the Club in Clause 1;

Auditor means the person(s) appointed as the auditor of the Club in Clause 14;

Committee means a committee as defined by the Act;

Committee member means a member of the Management Committee referred to in Clause 10;

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General Meeting includes;

- a) The annual general meeting (AGM); and
- b) Any special general meeting

Executive members mean President, Senior Member Vice President, Junior Member Vice President, Secretary and Treasurer;

Lease(s) means the written agreement between the Club and Brisbane City Council and/or any such organisation or individual entitled to lease or rent real property to the Club

Objects of the Club means the basic of the Club as referred to in Clause 3;

Premises means the land and structures as defined by the Lease;

Special general meeting refers to any general meeting other than the Annual General Meeting and shall not include a meeting of the Management Committee