



**FOOTSCRAY**  
**CANOE CLUB Inc**  
 Reg. no. A0002829K

**CLUB RULES**

**Issue date:** 3/2/2014

**Site Address:** Footscray Boat Club  
 40 Farnsworth Ave (Cnr Maribyrnong Bvd)  
 Footscray  
 VIC 3012

**Postal Address:** PO Box 6040  
 West Footscray  
 VIC 3012

**TABLE OF CONTENTS**

<b>Rule</b>	<b>Page</b>
<b>PART 1—PRELIMINARY</b>	<b>4</b>
1 Name	4
2 Purposes	4
3 Financial year	4
4 Definitions	4
<b>PART 2—POWERS OF THE CLUB</b>	<b>5</b>
5 Powers of Club	5
6 Not for profit organisation	5
6.1 Club Affiliation	6
<b>PART 3—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES</b>	<b>6</b>
<b>Division 1—Membership</b>	<b>6</b>
7 Minimum number of members	6
8 Condition and Eligibility for membership	6
9 Types of membership	6
10 Application for membership	7
11 Consideration of application	7
12 New membership	7
13 Annual subscription and fee on joining	7
14 General rights of members	8
15 Rights not transferable	8
16 Ceasing membership	8
17 Resigning as a member	8

18	Register of members	8
<b>Division 2—Disciplinary action</b>		<b>9</b>
19	Grounds for taking disciplinary action	9
20	Disciplinary subcommittee	9
21	Notice to member	9
22	Decision of subcommittee	9
23	Appeal rights	10
24	Conduct of disciplinary appeal meeting	10
<b>Division 3—Grievance procedure</b>		<b>11</b>
25	Application	11
26	Parties must attempt to resolve the dispute	11
27	Appointment of mediator	11
28	Mediation process	11
29	Failure to resolve dispute by mediation	11
<b>PART 4—GENERAL MEETINGS OF THE CLUB</b>		<b>12</b>
30	Annual general meetings	12
31	Special general meetings	12
32	Special general meeting held at request of members	12
33	Notice of general meetings	13
34	Proxies	13
35	Use of technology	13
36	Quorum at general meetings	13
37	Adjournment of general meeting	14
38	Voting at general meeting	14
39	Special resolutions	15
40	Determining whether resolution carried	15
41	Minutes of general meeting	15
<b>PART 5—COMMITTEE</b>		<b>15</b>
<b>Division 1—Powers of Committee</b>		<b>15</b>
42	Role and powers	15
43	Delegation	16
<b>Division 2—Composition of Committee and duties of members</b>		<b>16</b>
44	Composition of Committee	16
45	General Duties	16
46	President	17
47	Commodore	17
48	Secretary	17
49	Treasurer	17
50	Membership Secretary	18
51	Ordinary Members of the Committee.	18
52	Sub-Committees	18
<b>Division 3—Election of Committee members and tenure of office</b>		<b>18</b>
53	Who is eligible to be a Committee member	18
54	Positions to be declared vacant	18
55	Nominations	19
56	Election of President etc.	19
57	Election of ordinary members	19
58	Ballot	19
59	Term of office	20
60	Vacation of office	20
61	Filling casual vacancies	21
<b>Division 4—Meetings of Committee</b>		<b>21</b>
62	Meetings of Committee	21
63	Notice of meetings	21
64	Urgent meetings	21
65	Procedure and order of business	21
66	Use of technology	21

67	Quorum	22
68	Voting	22
69	Conflict of interest	22
70	Minutes of meeting	22
71	Leave of absence	23
<b>PART 6—FINANCIAL MATTERS</b>		<b>23</b>
72	Source of funds	23
73	Management of funds	23
74	Financial records	23
75	Financial statements	23
76	Membership Fees	24
77	Canoe Storage and Associated Fees	24
78	Other Fees and Levies	24
79	Income	24
80	Membership Arrears or Debt	24
81	Management of Club Finances	24
<b>PART 7—GENERAL MATTERS</b>		<b>24</b>
82	Common seal	24
83	Registered address	24
84	Notice requirements	25
85	Custody and inspection of books and records	25
86	Winding up and cancellation	26
87	Paddling and Racing	26
88	Facilities and Equipment	26
89	Alteration of Club Rules	26
90	By-laws and plans	26
91	Victorian Canoe Association Inc. requirements	27

Under section 46 of the **Clubs Incorporation Reform Act 2012**, these Rules are taken to constitute the terms of a contract between the Club and its members.

## PART 1—PRELIMINARY

### 1 Name<sup>1</sup>

The name of the incorporated Club shall be **the FOOTSCRAY CANOE CLUB Inc.**, abbreviated as FCC, and referred to as the “Club” in these Club Rules.

### 2 Purposes

The purposes of the Club are to unite amateur canoeists for the purpose of pleasure, health, competition, friendship and exploration by means of meetings for business, camping, racing, paddling, and touring, or by other means approved of by the members and generally to popularise the sport of canoeing.

### 3 Financial year

The financial year of the Club is each period of 12 months ending on 30 June.

### 4 Definitions

In these Club Rules —

**absolute majority**, of the Committee, means a majority of the committee members currently holding office and entitled to vote at the time (as distinct from a majority of committee members present at a committee meeting);

**Associated fees** means those fees above the basic club membership fees, eg, key deposit, boat storage, other mandatory affiliation fees like Canoeing Victoria paddler registration.

**associate (or Social) member** means a member referred to in rule 9(4);

**Club** means the Footscray Canoe Club Incorporated;

**Club By-Laws** means the set of By-Laws approved and issued by the Committee and are subordinate to the Club Rules;

**Club Rules** means this document which governs how the Club is run and is the prime document for gaining and retaining Incorporation in accordance with the Act; It has the same meaning as Rules in the Act

**Chairperson**, of a general meeting or committee meeting, means the person chairing the meeting as required under rule 46;

**Committee** means the Committee having management of the business of the Club;

**Committee meeting** means a meeting of the Committee held in accordance with these Rules;

**Committee member** means a member of the Committee elected or appointed under Division 3 of Part 5;

**disciplinary appeal meeting** means a meeting of the members of the Club convened under rule 23(3);

**disciplinary meeting** means a meeting of the Committee convened for the purposes of rule 22;

**disciplinary subcommittee** means the subcommittee appointed under rule 20;

**financial year** means the 12 month period specified in rule 3;

---

<sup>1</sup> Under section 23 of the Act, the name of the Club and its registration number must appear on all its business documents.

**general meeting** means a general meeting of the members of the Club convened in accordance with Part 4 and includes an annual general meeting, a special general meeting and a disciplinary appeal meeting;

**member** means a member of the Club;

**member entitled to vote** means a member who under rule 12(2) is entitled to vote at a general meeting;

**Officers of the Club** means the Club President, Secretary, Treasurer, Commodore, and Membership Secretary;

**ordinary member of the committee** means a member of the Committee who is not an Officer of the Club;

**Regulations** means regulations under the Act;

**special resolution** means a resolution that requires not less than three-quarters of the members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution;

**the Act** means the **Clubs Incorporation Reform Act 2012** and includes any regulations made under that Act;

**the Registrar** means the Registrar of Incorporated Clubs.

## PART 2—POWERS OF THE CLUB

### 5 Powers of Club

- (1) Subject to the Act, the Club has power to do all things incidental or conducive to achieve its purposes.
- (2) Without limiting subrule (1), the Club may—
  - (a) acquire, hold and dispose of real or personal property;
  - (b) open and operate accounts with financial institutions;
  - (c) invest its money in any security in which trust monies may lawfully be invested;
  - (d) raise and borrow money on any terms and in any manner as it thinks fit;
  - (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
  - (f) appoint agents to transact business on its behalf;
  - (g) enter into any other contract it considers necessary or desirable.
- (3) The Club may only exercise its powers and use its income and assets (including any surplus) for its purposes.

### 6 Not for profit organisation<sup>2</sup>

- (1) The Club must not distribute any surplus, income or **assets** directly or indirectly to its members.
- (2) Subrule (1) does not prevent the Club from paying a member—
  - (a) reimbursement for expenses properly incurred by the member; or
  - (b) for goods or services provided by the member—

if this is done in good faith on terms no more favourable than if the member was not a member.

---

<sup>2</sup> Section 33 of the Act provides that an incorporated Club must not secure pecuniary profit for its members. Section 4 of the Act sets out in more detail the circumstances under which an incorporated Club is not taken to secure pecuniary profit for its members.

## 6.1 Club Affiliation

The Club will maintain an affiliation and membership with Australian Canoeing Inc through the Victorian Canoe Association Inc (also known as Canoeing Victoria).

## PART 3—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES

### Division 1—Membership

#### 7 Minimum number of members

The Club must have at least 5 members.

#### 8 Condition and Eligibility for membership

- (1) All members of the Club must be registered paddlers with Australian Canoeing Inc, the governing association for canoeing in Australia.
- (2) Subject to the Australian Canoeing Inc Membership Application and Declaration compliance, payment of membership fees for the time being in force, and compliance with any other Club By-Laws that may be in force at the time, any person may apply to become a member of the Club.
- (3) In order to become a member of the Club, an application for membership must be proposed by an active member and subsequently approved by the Committee.
- (4) The following special conditions shall apply to members under 18 years of age:
  - (a) Even though they may be a part of a family membership, all members under 18 years of age shall be individually registered with the Club, and Australian Canoeing Inc;
  - (b) Members under 18 years of age shall not be entitled to Club keys, and
  - (c) Members under 18 years of age shall be supervised by a parent or nominated guardian while on Club premises, or engaged in Club activities.
- (5) **Other Club Memberships:** FCC members are not debarred from being a member of another canoeing Club, however the member should declare, at the start of each racing season, which club the member intends to race for that season.

#### 9 Types of membership

- (1) **Senior:** Any person, male or female 18 years of age or over, as of the 31st of December in that membership year.
- (2) **Family:** An immediate family group consisting of two adults (e.g. father, mother, step parent or guardian) and children less than 18 years of age as of the date of the AGM. Children of 18 years and over must become Senior members in their own right. For the purposes of Club family membership, step parents, guardians, or De-facto relationships all fall within the definition of Family membership provided there are only two adults and that they are considered a "family unit" by common law.
- (3) **Junior:** Any person under 18 years of age as of the 31st of December in that membership year. Parents or nominated guardians of Junior members need not be members themselves, but they must give their consent for membership of the Junior member, and they must accept responsibility for the actions or negligence of the juniors in their care.
- (4) **Associate (or Social) members:**
  - (a) any non-paddling members; and
  - (b) any other category of member as determined by special resolution at a general meeting.

An associate member must not vote but may have other rights as determined by the Committee or by resolution at a general meeting.

- (5) **Life:** The members at any general meeting of members may appoint any member to Life-Membership status in appreciation of outstanding and exceptional service to the Club over

many years. Life-Members do not pay any subscriptions but they are required to pay boat storage fees as applicable. They also have full voting powers at general meetings and Committee meetings and may also hold Officer appointments if elected in accordance with this Constitution. Life membership may be removed for any reason, if voted upon at a general meeting of members.

## **10 Application for membership**

- (1) To apply to become a member of the Club, a person must submit a written application to a committee member stating that the person—
  - (a) wishes to become a member of the Club; and
  - (b) supports the purposes of the Club; and
  - (c) agrees to comply with these Rules.
- (2) The application—
  - (a) must be signed by the applicant; and
  - (b) may be accompanied by the joining fee.

### **Note**

The joining fee is the fee (if any) determined by the Club under rule 13(3).

## **11 Consideration of application**

- (1) As soon as practicable after an application for membership is received, the Committee must decide by resolution whether to accept or reject the application.
- (2) The Committee must notify the applicant in writing (or email) of its decision as soon as practicable after the decision is made.
- (3) If the Committee rejects the application, it must return any money accompanying the application to the applicant.
- (4) No reason need be given for the rejection of an application.

## **12 New membership**

- (1) If an application for membership is approved by the Committee—
  - (a) the resolution to accept the membership must be recorded in the minutes of the committee meeting; and
  - (b) the Secretary must, as soon as practicable, but within 28 days of the membership or change, enter the name and address of the new member, and the date of becoming a member, in the register of members.
- (2) A person becomes a member of the Club and, subject to rule 14, is entitled to exercise his or her rights of membership from the date, whichever is the later, on which—
  - (a) the Committee approves the person's membership; or
  - (b) the person pays the joining fee.

## **13 Annual subscription and fee on joining**

- (1) At each annual general meeting, the Club must determine—
  - (a) the amount of the annual subscription and associated fess for the following membership year; and
  - (b) the date for payment of the annual subscription.
- (2) The Club may determine that a lower annual subscription is payable by associate members.
- (3) The Club may determine that any new member who joins after the start of a financial year must, for that financial year, pay a fee equal to—
  - (a) the full annual subscription; or
  - (b) a pro rata annual subscription based on the remaining part of the financial year; or

- (c) a fixed amount determined from time to time by the Club.
- (4) The rights of a member (including the right to vote) who has not paid the annual subscription by the due date are suspended until the subscription is paid.

#### **14 General rights of members**

- (1) A member of the Club who is entitled to vote has the right—
  - (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
  - (b) to submit items of business for consideration at a general meeting; and
  - (c) to attend and be heard at general meetings; and
  - (d) to vote at a general meeting; and
  - (e) to have access to the minutes of general meetings and other documents of the Club as provided under rule 85; and
  - (f) to inspect the register of members.
- (2) A member is entitled to vote if—
  - (a) the member is a member other than an associate member; and
  - (b) more than 10 business days have passed since he or she became a member of the Club; and
  - (c) the member's membership rights are not suspended for any reason.

#### **15 Rights not transferable**

The rights of a member are not transferable and end when membership ceases.

#### **16 Ceasing membership**

- (1) The membership of a person ceases on resignation, expulsion or death. A member of the Club who has paid all moneys due and payable by a member to the Club may resign from the Club at any time.
- (2) Membership will automatically lapse if a member fails to renew their membership within three months of the AGM.
- (3) If a person ceases to be a member of the Club, the Secretary must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

#### **17 Resigning as a member**

- (1) A member may resign by notice in writing given to the Club.
- (2) A member is taken to have resigned if—
  - (a) the member's annual subscription is more than 3 months in arrears; or
  - (b) where no annual subscription is payable—
    - (i) the Secretary has made a written request to the member to confirm that he or she wishes to remain a member; and
    - (ii) the member has not, within 1 month after receiving that request, confirmed in writing that he or she wishes to remain a member.

#### **18 Register of members**

- (1) The Secretary must keep and maintain a register of members that includes—
  - (a) for each current member—
    - (i) the member's name;
    - (ii) the address for notice last given by the member;
    - (iii) the date of becoming a member;



- (iv) the type of membership;
  - (v) any other information determined by the Committee; and
  - (b) for each former member, the date of ceasing to be a member.
- (2) Any member may, at a reasonable time and free of charge, inspect the register of members..<sup>3</sup>
- (3) All entries in the Register of Members must be made as soon as possible but within 28 days of the membership or change.

## Division 2—Disciplinary action

### 19 Grounds for taking disciplinary action

The Club may take disciplinary action against a member in accordance with this Division if it is determined that the member—

- (a) has failed to comply with these Rules; or
- (b) refuses to support the purposes of the Club; or
- (c) has engaged in conduct prejudicial to the Club.

### 20 Disciplinary subcommittee

- (1) If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.
- (2) The members of the disciplinary subcommittee—
- (a) may be Committee members, members of the Club or anyone else; but
  - (b) must not be biased against, or in favour of, the member concerned.

### 21 Notice to member

- (1) Before disciplinary action is taken against a member, the Secretary must give written notice to the member—
- (a) stating that the Club proposes to take disciplinary action against the member; and
  - (b) stating the grounds for the proposed disciplinary action; and
  - (c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the ***disciplinary meeting***); and
  - (d) advising the member that he or she may do one or both of the following—
    - (i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
    - (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
  - (e) setting out the member's appeal rights under rule 23.
- (2) The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.

### 22 Decision of subcommittee

- (1) At the disciplinary meeting, the disciplinary subcommittee must—

---

<sup>3</sup> Under section 59 of the Act, access to the personal information of a person recorded in the register of members may be restricted in certain circumstances. Section 58 of the Act provides that it is an offence to make improper use of information about a person obtained from the Register of Members.

- (a) give the member an opportunity to be heard; and
  - (b) consider any written statement submitted by the member.
- (2) After complying with subrule (1), the disciplinary subcommittee may—
- (a) take no further action against the member; or
  - (b) subject to subrule (3)—
    - (i) reprimand the member; or
    - (ii) suspend the membership rights of the member for a specified period ,or
    - (iii) withdraw Club privileges to the member (for example boat storage or right to use Club boats) for a specified period ,or
    - (iv) expel the member from the Club.
- (3) The disciplinary subcommittee may not fine the member.
- (4) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

### **23 Appeal rights**

- (1) A person whose membership rights have been suspended or who has been expelled from the Club under rule 22 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- (2) The notice must be in writing and given—
- (a) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
  - (b) to the Secretary not later than 48 hours after the vote.
- (3) If a person has given notice under subrule (2), a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but in any event not later than 21 days, after the notice is received.
- (4) Notice of the disciplinary appeal meeting must be given to each member of the Club who is entitled to vote as soon as practicable and must—
- (a) specify the date, time and place of the meeting; and
  - (b) state—
    - (i) the name of the person against whom the disciplinary action has been taken; and
    - (ii) the grounds for taking that action; and
    - (iii) that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

### **24 Conduct of disciplinary appeal meeting**

- (1) At a disciplinary appeal meeting—
- (a) no business other than the question of the appeal may be conducted; and
  - (b) the Committee must state the grounds for suspending or expelling the member and the reasons for taking that action; and
  - (c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- (2) After complying with subrule (1), the members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- (3) A member may not vote by proxy at the meeting.
- (4) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

## Division 3—Grievance procedure

### 25 Application

- (1) The grievance procedure set out in this Division applies to disputes under these Rules between—
  - (a) a member and another member;
  - (b) a member and the Committee;
  - (c) a member and the Club.
- (2) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

### 26 Parties must attempt to resolve the dispute

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

### 27 Appointment of mediator

- (1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 26, the parties must within 10 days—
  - (a) notify the Committee of the dispute; and
  - (b) agree to or request the appointment of a mediator; and
  - (c) attempt in good faith to settle the dispute by mediation.
- (2) The mediator must be—
  - (a) a person chosen by agreement between the parties; or
  - (b) in the absence of agreement—
    - (i) if the dispute is between a member and another member—a person appointed by the Committee; or
    - (ii) if the dispute is between a member and the Committee or the Club—a person appointed or employed by the Dispute Settlement Centre of Victoria.
- (3) A mediator appointed by the Committee may be a member or former member of the Club but in any case must not be a person who—
  - (a) has a personal interest in the dispute; or
  - (b) is biased in favour of or against any party.

### 28 Mediation process

- (1) The mediator to the dispute, in conducting the mediation, must—
  - (a) give each party 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 throughout the mediation process.
- (2) The mediator must not determine the dispute.

### 29 Failure to resolve dispute by mediation

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

**PART 4—GENERAL MEETINGS OF THE CLUB****30 Annual general meetings**

- (1) The Committee must convene an annual general meeting of the Club to be held in the June/July period .
- (2) The Committee may determine the date, time and place of the annual general meeting.
- (3) The ordinary business of the annual general meeting is as follows—
  - (a) to confirm the minutes of the previous annual general meeting and of any special general meeting held since then;
  - (b) to receive and consider—
    - (i) the annual report of the Committee on the activities of the Club during the preceding financial year; and
    - (ii) the financial statements of the Club for the preceding financial year submitted by the Committee in accordance with Part 7 of the Act;
  - (c) to elect the members of the Committee;
  - (d) to confirm or vary the amounts (if any) of the annual subscription and joining fee.
- (4) The annual general meeting may also conduct any other business of which notice has been given in accordance with these Rules.

**31 Special general meetings<sup>4</sup>**

- (1) Any general meeting of the Club, other than an annual general meeting or a disciplinary appeal meeting, is a special general meeting.
- (2) The Committee may convene a special general meeting whenever it thinks fit.
- (3) No business other than that set out in the notice under rule 33 may be conducted at the meeting.

**32 Special general meeting held at request of members**

- (1) The Committee must convene a special general meeting if a request to do so is made in accordance with subrule (2) by at least 10% of the total number of members.
- (2) A request for a special general meeting must—
  - (a) be in writing; and
  - (b) state the business to be considered at the meeting and any resolutions to be proposed; and
  - (c) include the names and signatures of the members requesting the meeting; and
  - (d) be given to the Secretary.
- (3) If the Committee does not convene a special general meeting within one month after the date on which the request is made, the members making the request (or any of them) may convene the special general meeting.
- (4) A special general meeting convened by members under subrule (3)—
  - (a) must be held within 3 months after the date on which the original request was made; and
  - (b) may only consider the business stated in that request.
- (5) The Club must reimburse all reasonable expenses incurred by the members convening a special general meeting under subrule (3).

---

<sup>4</sup> General business may be considered at the meeting if it is included as an item for consideration in the notice under rule 33 and the majority of members at the meeting agree.

### 33 Notice of general meetings

- (1) The Secretary (or, in the case of a special general meeting convened under rule 32(3), the members convening the meeting) must give to each member of the Club—
  - (a) at least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
  - (b) at least 14 days' notice of a general meeting in any other case.
- (2) The notice must—
  - (a) specify the date, time and place of the meeting; and
  - (b) indicate the general nature of each item of business to be considered at the meeting; and
  - (c) if a special resolution is to be proposed—
    - (i) state in full the proposed resolution; and
    - (ii) state the intention to propose the resolution as a special resolution; and
  - (d) comply with rule 34(5).
- (3) This rule does not apply to a disciplinary appeal meeting.<sup>5</sup>

### 34 Proxies

- (1) A member may appoint another member as his or her proxy to vote and speak on his or her behalf at a general meeting other than at a disciplinary appeal meeting.
- (2) The appointment of a proxy must be in writing and signed by the member making the appointment.
- (3) The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf, otherwise the proxy may vote on behalf of the member in any matter as he or she sees fit.
- (4) If the Committee has approved a form for the appointment of a proxy, the member may use any other form that clearly identifies the person appointed as the member's proxy and that has been signed by the member.
- (5) Notice of a general meeting given to a member under rule 33 must—
  - (a) state that the member may appoint another member as a proxy for the meeting; and
  - (b) include a copy of any form that the Committee has approved for the appointment of a proxy.
- (6) A form appointing a proxy must be given to the Chairperson of the meeting before or at the commencement of the meeting.
- (7) A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Club no later than 24 hours before the commencement of the meeting.

### 35 Use of technology

- (1) A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
- (2) For the purposes of this Part, a member participating in a general meeting as permitted under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

### 36 Quorum at general meetings

- (1) No business may be conducted at a general meeting unless a quorum of members is present.

---

<sup>5</sup> Rule 23(4) sets out the requirements for notice of a disciplinary appeal meeting.

- (2) The quorum for a general meeting is the presence (physically, by proxy or as allowed under rule 35) of 10% of the members entitled to vote.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a general meeting—
  - (a) in the case of a meeting convened by, or at the request of, members under rule 32— the meeting must be dissolved;

**Note**

If a meeting convened by, or at the request of, members is dissolved under this subrule, the business that was to have been considered at the meeting is taken to have been dealt with. If members wish to have the business reconsidered at another special meeting, the members must make a new request under rule 32.

- (b) in any other case—
  - (i) the meeting must be adjourned to a date not more than 21 days after the adjournment; and
  - (ii) notice of the date, time and place to which the meeting is adjourned must be given at the meeting and confirmed by written notice given to all members as soon as practicable after the meeting.
- (4) If a quorum is not present within 30 minutes after the time to which a general meeting has been adjourned under subrule (3)(b), the members present at the meeting (if not fewer than 3) may proceed with the business of the meeting as if a quorum were present.

### **37 Adjournment of general meeting**

- (1) The Chairperson of a general meeting at which a quorum is present may, with the consent of a majority of members present at the meeting, adjourn the meeting to another time at the same place or at another place.
  - (2) Without limiting subrule (1), a meeting may be adjourned—
    - (a) if there is insufficient time to deal with the business at hand; or
    - (b) to give the members more time to consider an item of business.
- (Example** The members may wish to have more time to examine the financial statements submitted by the Committee at an annual general meeting.)
- (3) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
  - (4) Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 33.

### **38 Voting at general meeting**

- (1) On any question arising at a general meeting—
  - (a) subject to subrule (3), each member who is entitled to vote has one vote; and
  - (b) members may vote personally or by proxy; and
  - (c) except in the case of a special resolution, the question must be decided on a majority of votes.
- (2) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- (3) If the question is whether or not to confirm the minutes of a previous meeting, only members who were present at that meeting may vote.
- (4) This rule does not apply to a vote at a disciplinary appeal meeting conducted under rule 24.

### **39 Special resolutions**

A special resolution is passed if not less than three quarters of the members voting at a general meeting (whether in person or by proxy) vote in favour of the resolution.

**(Note** In addition to certain matters specified in the Act, a special resolution is required—

- (a) to remove a committee member from office ;
- (b) to alter these Rules, including changing the name or any of the purposes of the Club.)

### **40 Determining whether resolution carried**

(1) Subject to subsection (2), the Chairperson of a general meeting may, on the basis of a show of hands, declare that a resolution has been—

- (a) carried; or
- (b) carried unanimously; or
- (c) carried by a particular majority; or
- (d) lost—

and an entry to that effect in the minutes of the meeting is conclusive proof of that fact.

(2) If a poll (where votes are cast in writing) is demanded by three or more members on any question—

- (a) the poll must be taken at the meeting in the manner determined by the Chairperson of the meeting; and
- (b) the Chairperson must declare the result of the resolution on the basis of the poll.

(3) A poll demanded on the election of the Chairperson or on a question of an adjournment must be taken immediately.

(4) A poll demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

### **41 Minutes of general meeting**

(1) The Committee must ensure that minutes are taken and kept of each general meeting.

(2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.

(3) In addition, the minutes of each annual general meeting must include—

- (a) the names of the members attending the meeting; and
- (b) proxy forms given to the Chairperson of the meeting under rule 34(6); and
- (c) the financial statements submitted to the members in accordance with rule 30(4)(b)(ii); and
- (d) the certificate signed by two committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Club; and
- (e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

## **PART 5—COMMITTEE**

### **Division 1—Powers of Committee**

#### **42 Role and powers**

(1) The business of the Club must be managed by or under the direction of a Committee.

(2) The Committee may exercise all the powers of the Club except those powers that these Rules or the Act require to be exercised by general meetings of the members of the Club.

- (3) The Committee may—
  - (a) appoint and remove staff;
  - (b) establish subcommittees consisting of members with terms of reference it considers appropriate.

### **43 Delegation**

- (1) The Committee may delegate to a member of the Committee, a subcommittee or staff, any of its powers and functions other than—
  - (a) this power of delegation; or
  - (b) a duty imposed on the Committee by the Act or any other law.
- (2) The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.
- (3) The Committee may, in writing, revoke a delegation wholly or in part.

## **Division 2—Composition of Committee and duties of members**

### **44 Composition of Committee**

The Committee consists of—

- (a) a President; and
- (b) a Secretary; and
- (c) a Treasurer; and
- (d) a Commodore; and
- (e) a Membership Secretary; and
- (f) ordinary members (if any) elected under rule 53.

The number of ordinary members on the Committee is to be reviewed every year at the AGM by a vote of all members. The number of ordinary members may range from zero to three.

### **45 General Duties**

- (1) As soon as practicable after being elected or appointed to the Committee, each committee member must become familiar with these Rules and the Act.
- (2) The Committee is collectively responsible for ensuring that the Club complies with the Act and that individual members of the Committee comply with these Rules.
- (3) Committee members must exercise their powers and discharge their duties with reasonable care and diligence.
- (4) Committee members must exercise their powers and discharge their duties—
  - (a) in good faith in the best interests of the Club; and
  - (b) for a proper purpose.
- (5) Committee members and former committee members must not make improper use of—
  - (a) their position; or
  - (b) information acquired by virtue of holding their position—so as to gain an advantage for themselves or any other person or to cause detriment to the Club.

#### **Note**

See also Division 3 of Part 6 of the Act which sets out the general duties of the office holders of an incorporated Club.



- (6) In addition to any duties imposed by these Rules, a committee member must perform any other duties imposed from time to time by resolution at a general meeting.
- (7) Produce and maintain By-Laws, documents and plans that are subordinate to these Club Rules, but essential to the legal, safety and affiliation requirements of national sporting associations, for example but not exclusive, a Working With Children Management Plan, and a Sport Safety Management Plan.

#### **46 President**

- (1) Subject to subrule (2), the President is the Chairperson for any general meetings and for any committee meetings.
- (2) If the President is absent, or unable to preside, the Chairperson of the meeting must be—
  - (a) in the case of a general meeting—a member elected by the other members present; or
  - (b) in the case of a committee meeting—a committee member elected by the other committee members present.
- (3) The President is responsible for leading the activities of the Committee and shall preside at all meetings of the Club at which he or she is present. The President is empowered to inspect books, records and files of the Secretary and Treasurer and shall see that the duties of all officers are carried out effectively. The President shall be a member ex-officio of all Committees.

#### **47 Commodore**

The Commodore is responsible for managing the Club's canoeing activities, equipment and maintaining general order in the club house. He or she shall oversee and coordinate all Club regattas, races and events and shall make all such preliminary arrangements as are necessary for the satisfactory conduct of such gatherings. He or she shall take notice of the conduct of members and report to the Management Committee any breach of the Club's Constitution or By-Laws coming under his or her notice. The Commodore shall ensure the compliance with the Club's Constitution and By-Laws, in particular those concerning the use of Club equipment, and boat storage. He or she shall also be responsible for the allocation and management of the boat storage positions, and the overseeing of maintenance to Club owned equipment.

#### **48 Secretary**

- (1) The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated Club.

(**Example** Under the Act, the secretary of an incorporated Club is responsible for lodging documents of the Club with the Registrar.)
- (2) The Secretary must—
  - (a) maintain the register of members in accordance with rule 18; and
  - (b) keep custody of the common seal (if any) of the Club and, except for the financial records referred to in rule 74(3), all books, documents and securities of the Club in accordance with rules 82 and 85; and
  - (c) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings and other books and documents; and
  - (d) perform any other duty or function imposed on the Secretary by these Rules.
- (3) The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.
- (4) Where the position of the Secretary becomes vacant the Committee shall within 14 days appoint a person to fill the vacancy.

#### **49 Treasurer**

- (1) The Treasurer must—

- (a) receive all moneys paid to or received by the Club and issue receipts for those moneys in the name of the Club; and
  - (b) ensure that all moneys received are paid into the account of the Club within 5 working days after receipt; and
  - (c) make any payments authorised by the Committee or by a general meeting of the Club from the Club's funds; and
  - (d) ensure cheques (or Electronic Funds Transfers) are signed (or authorised) by at least 2 committee members.
- (2) The Treasurer must—
- (a) ensure that the financial records of the Club are kept in accordance with the Act; and
  - (b) coordinate the preparation of the financial statements of the Club and their certification by the Committee prior to their submission to the annual general meeting of the Club.
- (3) The Treasurer must ensure that at least one other committee member has access to the accounts and financial records of the Club.
- (4) The Treasurer is responsible for managing the club's finances. He or she shall receive all monies due to the Club from all resources and shall pay same into the Club's account with a recognised bank. The Treasurer shall keep proper records of all financial transactions, prepare and present regular accounts and balance records for the Committee and prepare and present an Annual Report and Balance Sheet.

## **50 Membership Secretary**

The Membership Secretary is responsible for managing all aspects of memberships. He or she shall ensure membership forms are processed correctly, including arranging correct payment with the Treasurer. The Membership Secretary shall also assist the Secretary to maintain the Register of Members as required by Rule 18.

## **51 Ordinary Members of the Committee.**

The ordinary members of the Committee shall assist the Officers of the Club in the management and conduct of the Club.

## **52 Sub-Committees**

- (1) The Committee may appoint, or the members in general meeting may elect, sub-committees for the purpose of selecting representative racing crews, or for any other special purpose and shall define the duties and power of the sub-committees.
- (2) Meetings of Sub-committees shall be managed as close as possible to that of Committee meetings.

## **Division 3—Election of Committee members and tenure of office**

### **53 Who is eligible to be a Committee member**

A member is eligible to be elected or appointed as a committee member if the member—

- (a) is 18 years or over; and
- (b) is entitled to vote at a general meeting.

### **54 Positions to be declared vacant**

- (1) This rule applies to—
  - (a) the first annual general meeting of the Club after its incorporation; or
  - (b) any subsequent annual general meeting of the Club, after the annual report and financial statements of the Club have been received.
- (2) The Chairperson of the meeting must declare all positions on the Committee vacant and hold elections for those positions in accordance with rules 55 to 58.

## 55 Nominations

- (1) Prior to the election of each position, the Chairperson of the meeting must call for nominations to fill that position.
- (2) An eligible member of the Club may—
  - (a) nominate himself or herself; or
  - (b) with the member's consent, be nominated by another member.
- (3) A member who is nominated for a position and fails to be elected to that position may be nominated for any other position for which an election is yet to be held.

## 56 Election of President etc.

- (1) At the annual general meeting, separate elections must be held for each of the following positions—
  - (a) President;
  - (b) Secretary;
  - (c) Treasurer;
  - (d) Commodore;
  - (e) Membership Secretary;
  - (f) Ordinary members.
- (2) If only one member is nominated for the position, the Chairperson of the meeting must declare the member elected to the position.
- (3) If more than one member is nominated, a ballot must be held in accordance with rule 58.
- (4) On his or her election, the new President may take over as Chairperson of the meeting.

## 57 Election of ordinary members

- (1) The annual general meeting must by resolution decide the number of ordinary members of the Committee (if any) it wishes to hold office for the next year. Up to three ordinary members can be elected to the Committee.
- (2) A single election may be held to fill all of those positions.
- (3) If the number of members nominated for the position of ordinary committee member is less than or equal to the number to be elected, the Chairperson of the meeting must declare each of those members to be elected to the position.
- (4) If the number of members nominated exceeds the number to be elected, a ballot must be held in accordance with rule 58.

## 58 Ballot

- (1) If a ballot is required for the election for a position, the Chairperson of the meeting must appoint a member to act as returning officer to conduct the ballot.
- (2) The returning officer must not be a member nominated for the position.
- (3) Before the ballot is taken, each candidate may make a short speech in support of his or her election.
- (4) The election must be by secret ballot.
- (5) The returning officer must give a blank piece of paper to—
  - (a) each member present in person; and
  - (b) each proxy appointed by a member.

**(Example** If a member has been appointed the proxy of 5 other members, the member must be given 6 ballot papers—one for the member and one each for the other members.)

- (6) If the ballot is for a single position, the voter must write on the ballot paper the name of the candidate for whom they wish to vote.
- (7) If the ballot is for more than one position—
  - (a) the voter must write on the ballot paper the name of each candidate for whom they wish to vote;
  - (b) the voter must not write the names of more candidates than the number to be elected.
- (8) Ballot papers that do not comply with subrule (7)(b) are not to be counted.
- (9) Each ballot paper on which the name of a candidate has been written counts as one vote for that candidate.
- (10) The returning officer must declare elected the candidate or, in the case of an election for more than one position, the candidates who received the most votes.
- (11) If the returning officer is unable to declare the result of an election under subrule (10) because 2 or more candidates received the same number of votes, the returning officer must—
  - (a) conduct a further election for the position in accordance with subrules (4) to (10) to decide which of those candidates is to be elected; or
  - (b) with the agreement of those candidates, decide by lot which of them is to be elected.

**(Examples** The choice of candidate may be decided by the toss of a coin, drawing straws or drawing a name out of a hat.)

## 59 Term of office

- (1) Subject to subrule (3) and rule 60, a committee member holds office until the positions of the Committee are declared vacant at the next annual general meeting.
- (2) A committee member may be re-elected.
- (3) A general meeting of the Club may—
  - (a) by special resolution remove a committee member from office; and
  - (b) elect an eligible member of the Club to fill the vacant position in accordance with this Division.
- (4) A member who is the subject of a proposed special resolution under subrule (3)(a) may make representations in writing to the Secretary or President of the Club (not exceeding a reasonable length) and may request that the representations be provided to the members of the Club.
- (5) The Secretary or the President may give a copy of the representations to each member of the Club or, if they are not so given, the member may require that they be read out at the meeting at which the special resolution is to be proposed.

## 60 Vacation of office

- (1) A committee member may resign from the Committee by written notice addressed to the Committee. Members on the Committee are required to give one month's notice in writing to the Secretary of their intention to resign so that duties and responsibilities can be passed on to another member in an effective manner.
- (2) A person ceases to be a committee member if he or she—
  - (a) ceases to be a member of the Club; or
  - (b) fails to attend 3 consecutive committee meetings (other than special or urgent committee meetings) without leave of absence under rule 71; or
  - (c) otherwise ceases to be a committee member by operation of section 78 of the Act.
  - (d) fails to renew their membership within three months of the AGM (rule 16(2)).

**(Note** A Committee member may not hold the office of secretary if they do not reside in Australia.)

**61 Filling casual vacancies**

- (1) The Committee may appoint an eligible member of the Club to fill a position on the Committee that—
  - (a) has become vacant under rule 60; or
  - (b) was not filled by election at the last annual general meeting.
- (2) If the position of Secretary becomes vacant, the Committee must appoint a member to the position within 14 days after the vacancy arises.
- (3) Rule 59 applies to any committee member appointed by the Committee under subrule (1) or (2).
- (4) The Committee may continue to act despite any vacancy in its membership.

**Division 4—Meetings of Committee****62 Meetings of Committee**

- (1) The Committee must meet at least once every two months in each year at the dates, times and places determined by the Committee.
- (2) The date, time and place of the first committee meeting must be determined by the members of the Committee as soon as practicable after the annual general meeting of the Club at which the members of the Committee were elected.
- (3) Special committee meetings may be convened by the President or by any 4 members of the Committee.

**63 Notice of meetings**

- (1) Notice of each committee meeting must be given to each committee member no later than 2 business days before the date of the meeting.
- (2) Notice may be given of more than one committee meeting at the same time.
- (3) The notice must state the date, time and place of the meeting.
- (4) If a special committee meeting is convened, the notice must include the general nature of the business to be conducted.
- (5) The only business that may be conducted at the meeting is the business for which the meeting is convened.

**64 Urgent meetings**

- (1) In cases of urgency, a meeting can be held without notice being given in accordance with rule 63 provided that as much notice as practicable is given to each committee member by the quickest means practicable.
- (2) Any resolution made at the meeting must be passed by an absolute majority of the Committee.
- (3) The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

**65 Procedure and order of business**

- (1) The procedure to be followed at a meeting of a Committee must be determined from time to time by the Committee.
- (2) The order of business may be determined by the members present at the meeting.

**66 Use of technology**

- (1) A committee member who is not physically present at a committee meeting may participate in the meeting by the use of technology that allows that committee member and the committee members present at the meeting to clearly and simultaneously communicate with each other.

- (2) For the purposes of this Part, a committee member participating in a committee meeting as permitted under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

## 67 Quorum

- (1) No business may be conducted at a Committee meeting unless a quorum is present.
- (2) The quorum for a committee meeting is the presence (in person or as allowed under rule 62) of a majority of the committee members holding office.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting—
  - (a) in the case of a special meeting—the meeting lapses;
  - (b) in any other case—the meeting must be adjourned to a date no later than 14 days after the adjournment and notice of the time, date and place to which the meeting is adjourned must be given in accordance with rule 63.

## 68 Voting

- (1) On any question arising at a committee meeting, each committee member present at the meeting has one vote.
- (2) A motion is carried if a majority of committee members present at the meeting vote in favour of the motion.
- (3) Subrule (2) does not apply to any motion or question which is required by these Rules to be passed by an absolute majority of the Committee.
- (4) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- (5) Voting by proxy is not permitted.

## 69 Conflict of interest

- (1) A committee member who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the Committee.
- (2) The member—
  - (a) must not be present while the matter is being considered at the meeting; and
  - (b) must not vote on the matter.

**(Note** Under section 81(3) of the Act, if there are insufficient committee members to form a quorum because a member who has a material personal interest is disqualified from voting on a matter, a general meeting may be called to deal with the matter.)
- (3) This rule does not apply to a material personal interest—
  - (a) that exists only because the member belongs to a class of persons for whose benefit the Club is established; or
  - (b) that the member has in common with all, or a substantial proportion of, the members of the Club.

## 70 Minutes of meeting

- (1) The Committee must ensure that minutes are taken and kept of each committee meeting.
- (2) The minutes must record the following—
  - (a) the names of the members in attendance at the meeting;
  - (b) the business considered at the meeting;
  - (c) any resolution on which a vote is taken and the result of the vote;
  - (d) any material personal interest disclosed under rule 69.

**71 Leave of absence**

- (1) The Committee may grant a committee member leave of absence from committee meetings for a period not exceeding 3 months.
- (2) The Committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the committee member to seek the leave in advance.

**PART 6—FINANCIAL MATTERS****72 Source of funds**

The funds of the Club may be derived from joining fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the Committee.

**73 Management of funds**

- (1) The Club must open an account with a financial institution from which all expenditure of the Club is made and into which all of the Club's revenue is deposited.
- (2) Subject to any restrictions imposed by a general meeting of the Club, the Committee may approve expenditure on behalf of the Club.
- (3) The Committee may authorise the Treasurer to expend funds on behalf of the Club (including by electronic funds transfer) up to a specified limit without requiring approval from the Committee for each item on which the funds are expended.
- (4) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 committee members.
- (5) All funds of the Club must be deposited into the financial account of the Club no later than 5 working days after receipt.
- (6) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

**74 Financial records**

- (1) The Club must keep financial records that—
  - (a) correctly record and explain its transactions, financial position and performance; and
  - (b) enable financial statements to be prepared as required by the Act.
- (2) The Club must retain the financial records for 7 years after the transactions covered by the records are completed.
- (3) The Treasurer must keep in his or her custody, or under his or her control—
  - (a) the financial records for the current financial year; and
  - (b) any other financial records as authorised by the Committee.

**75 Financial statements**

- (1) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Club are met.
- (2) Without limiting subrule (1), those requirements include—
  - (a) the preparation of the financial statements;
  - (b) if required, the review or auditing of the financial statements;
  - (c) the certification of the financial statements by the Committee;
  - (d) the submission of the financial statements to the annual general meeting of the Club;
  - (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

## **76 Membership Fees**

Annual membership fees are to be set by the Club by resolution at the AGM each year. Annual membership fees are to be separate from boat storage fees. Annual membership fees are due on a pro rate basis starting from the date of the AGM and they must be paid within three months of the AGM for a continuation in membership to be granted. Any fees levied by external parties that are calculated on a per member basis, and are not directly associated with Club management costs and expenses, shall be passed directly onto members, eg. Australian Canoeing Inc paddler registration fees.

## **77 Canoe Storage and Associated Fees**

Only current financial members are eligible to store private canoes or associated equipment in the Club house, and only then after they have paid the applicable storage fee and allocated a storage space by the Commodore. Club members cannot change their canoe storage position without the permission of the Club Commodore. Storage fees are to be set by the Club by resolution at the AGM each year.

## **78 Other Fees and Levies**

The Club by resolution in general meeting may set or impose other fees or levies on members for whatever reasons deemed appropriate.

## **79 Income**

- (1) Club income is to be derived from annual fees and levies as set out at the AGM or EGM, and from any other fundraising event passed by the Committee.
- (2) Any person who collects money for any purpose will be responsible for the full amount until it is handed over to the Treasurer, or his or her nominated assistant. No person other than the Officers of the Club may collect subscriptions or other monies in the normal course of Club affairs, unless authorised to do so by the Committee.

## **80 Membership Arrears or Debt**

Any member becoming in arrears or in debt to the Club places himself in the position of ceasing to be a member and his canoe and/or equipment can be removed or alternatively sold to reimburse the Club for such debt plus expenses involved.

## **81 Management of Club Finances**

- (1) Payments of all accounts must be passed by resolution by the Committee.
- (2) Operations on the Club's bank accounts are to be on the bank's form, bearing the signatures (or authorisations) of at least two Officers of the Club. No individual other than Officers of the Club may be signatories to the Club's bank accounts.

### **PART 7—GENERAL MATTERS**

## **82 Common seal**

- (1) The Club may have a common seal.
- (2) If the Club has a common seal—
  - (a) the name of the Club must appear in legible characters on the common seal;
  - (b) a document may only be sealed with the common seal by the authority of the Committee and the sealing must be witnessed by the signatures of two committee members;
  - (c) the common seal must be kept in the custody of the Secretary.

## **83 Registered address**

The registered address of the Club is—

- (a) the address determined from time to time by resolution of the Committee; or



- (b) if the Committee has not determined an address to be the registered address—the postal address of the Secretary.

#### 84 Notice requirements

- (1) Any notice required to be given to a member or a committee member under these Rules may be given—
  - (a) by handing the notice to the member personally; or
  - (b) by sending it by post to the member at the address recorded for the member on the register of members; or
  - (c) by email or facsimile transmission.
- (2) Subrule (1) does not apply to notice given under rule 64.
- (3) Any notice required to be given to the Club or the Committee may be given—
  - (a) by handing the notice to a member of the Committee; or
  - (b) by sending the notice by post to the registered address; or
  - (c) by leaving the notice at the registered address; or
  - (d) if the Committee determines that it is appropriate in the circumstances—
    - (i) by email to the email address of the Club or the Secretary; or
    - (ii) by facsimile transmission to the facsimile number of the Club.

#### 85 Custody and inspection of books and records

- (1) Members may on request inspect free of charge—
  - (a) the register of members;
  - (b) the minutes of general meetings;
  - (c) subject to subrule (2), the financial records, books, securities and any other relevant document of the Club, including minutes of Committee meetings.
- (2) The Committee may refuse to permit a member to inspect records of the Club that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Club.
- (3) The Committee must on request make copies of these rules available to members and applicants for membership free of charge.
- (4) Subject to subrule (2), a member may make a copy of any of the other records of the Club referred to in this rule and the Club may charge a reasonable fee for provision of a copy of such a record.
- (5) For purposes of this rule—

**relevant documents** means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Club and includes the following—

  - (a) its membership records;
  - (b) its financial statements;
  - (c) its financial records;
  - (d) records and documents relating to transactions, dealings, business or property of the Club.
- (6) Any Club member who comes into possession of another members' personal details is not to forward those details onto anyone else, unless the recipient is on the Committee or has been delegated responsibility of a task requiring the use of members' details for the purposes of administering the club.

## 86 Winding up and cancellation

- (1) The Club may be wound up voluntarily by special resolution. The members of the Club at a general meeting convened for the purpose of Club disbandment, may (provided that all liabilities of the Club have been duly discharged) resolve that the Club be wound up as from a date to be named.
- (2) In the event of the winding up or the cancellation of the incorporation of the Club, the surplus assets of the Club must not be distributed to any members or former members of the Club.
- (3) Subject to the Act and any court order made under section 133 of the Act, the surplus equipment must be given to a body or bodies with similar purposes to the Club and which are not carried on for the profit or gain of its individual members. All monies are to be donated to a charity to be named.
- (4) The body or bodies to which the surplus equipment and monies are to be given must be decided by special resolution.

## 87 Paddling and Racing

### (1) Colours

The Club colours shall be red, white and royal blue. The committee shall approve the design of Club racing shirts/vests, hats and other Club promotional items.

### (2) Life Jackets

Life jackets are to be worn in accordance with the FCC By-Laws.

### (3) Racing Partners

No member is compelled to paddle with another Club member.

## 88 Facilities and Equipment

### (1) Locks

Each year the lock (or lock combination) to the boat storage area will be changed on the day of the AGM and new keys will be supplied to members on payment of Club fees.

### (2) Club Equipment

- (a) Only financial Club members and potential new members may use Club equipment. Any person using Club boats and/or equipment must accept full responsibility for any damage done to such boats and/or equipment and pay for repairs if damage is determined by the Committee to have been caused by negligence.
- (b) If Club boats and/or Club equipment are removed from the Club environs, permission to do so must be obtained in accordance with the FCC By-Laws.

## 89 Alteration of Club Rules

These Club Rules may only be altered by special resolution of a general meeting of the Club.

**(Note** An alteration of the Club Rules does not take effect unless or until it is approved by the Registrar. If these Rules (other than rule 1, 2 or 3) are altered, the Club is taken to have adopted its own rules, not the model rules. The Club may create its own rules as long as they address every item listed in Schedule 1 of the Associations Incorporation Reform Act 2012.)

## 90 By-laws and plans

### (1) Club By-Laws

The Committee shall make such By-Laws as are necessary for the management and control of the Club and the members thereof. These By-Laws shall not contravene any part of the Constitution, even though they are not part of the Club Rules. Furthermore, these By-Laws shall be formally recorded and maintained by the Committee. Every member of the Club shall be entitled to peruse a copy of the By-Laws for the time being in force, and every member of the Club shall be bound to comply with these By-Laws.

### (2) Plans

The Committee shall raise and maintain management and safety plans as required by relevant State and National Sporting Associations, the Law or for the effective management of the Club or Club activities.

**(3) Copies of the Club Rules, Club By-Laws and Plans**

A copy of the current Club Rules, Club By-Laws and Plans shall be displayed in the Club house by the Committee. Copies shall be made available to members on request and recovery of any production costs involved.

**91 Victorian Canoe Association Inc. requirements**

As an affiliate of the Victorian Canoe Association Inc., the Club will comply with the requirements for Affiliated Clubs as specified in the Victorian Canoe Association Inc. Constitution 19/9/2005 and any subsequent amendments. This compliance will be subject to any prohibition or inconsistency in the Act and any other consideration as determined by the Club.