



LEICHHARDT ROWING CLUB INC.

CONSTITUTION

(JUNE 2010)

OBJECTS

The objects of the Association to be known as the Leichhardt Rowing Club Inc. shall be:

- (a) to promote and encourage the sport of amateur rowing and sculling; and
- (b) to be a voting member of the NSW Rowing Association Inc. and uphold its aims and objectives.

The colours of the Leichhardt Rowing Club Inc. (the club) shall be red, white and blue.

Part 1 Preliminary

1 Interpretation

1.1 In these rules, except in so far as the context or subject matter otherwise indicates or requires -

“**ordinary member**” means a member of the committee who is not an office-bearer of the club, as referred to in rule 14.2;

“**secretary**” means:

- (a) the person holding office under these rules as secretary of the club; or
- (b) where no such person holds that office - the public officer of the club;

“**special general meeting**” means a general meeting of the club other than annual general meeting;

“**the Act**” means the Associations Incorporation Act, 1984 - Regulation 1985, Clause 10.

1.2 In these rules:

- (a) a reference to a function includes a reference to a power, authority and duty; and
- (b) a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.

1.3 The provisions of the Interpretation Act, 1987, apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

Part 2 Membership

2 Membership Qualifications

2.1 A person is qualified to be a member of the club if, but only if:

2.1.1 the person is a person referred to in section 15(1)(a), (b) or (c) of the Act and has not ceased to be a member of the club at any time after incorporation of the club under the Act; or

2.1.2 the person is a natural person who:

- (a) has been nominated for membership of the club as provided by rule 3; and
- (b) has been approved for membership of the club by the committee of the club.

2.2 Members shall be classed as:

- (a) Life;
- (b) Active - Senior and Full Time Student;
- (c) Associate – Competitor (Masters), Non Competitor (Recreational) and Social;
- (d) Probationary.

2.2.1 Life Member

Election of a Life Member shall be at a General Meeting where such motion is on the agenda and shall be in recognition of services rendered. A Life Member shall have full rights but will not be required to pay membership fees.

2.2.2 Active Members - Senior and Full Time Student

- (a) Applicants must be amateurs as defined by the NSW Rowing Association Inc.
- (b) A member or ex-member of any other rowing club who is known to be unfinancial with such club, shall not be elected a member.
- (c) A Senior Active member has voting rights. Full Time students will not have voting rights – except where a Full Time Student is elected Junior Vice Captain where that person shall have voting rights.
- (d) Any Life or Active member may, with the consent of the Committee, keep a private boat, their bona-fide property in the club premises but the club will not be responsible for any damage or loss and any member must remove their private boat from the premises on being required so to do by the Committee.

2.2.3 Senior Active

- (a) To qualify for senior active membership a member must, in the previous 12 months, have competed for the Club in a minimum of 18 races (or such other number of races as the Committee shall determine) at either a novice, intermediate, senior, master or elite level, or other like category, in recognised NSWRA regattas.
- (b) An Active School Student member who has competed in a minimum of 28 junior age category events at recognised NSWRA regattas in the two years prior to reaching the age for Senior Active Membership, shall upon reaching that age be eligible to apply for Senior Active membership. All other students shall, upon reaching the required age, be awarded Probationary membership.

2.2.4 Associate Member – Competitor (Masters)

Any person interested in masters rowing and using club equipment, but will not have voting rights. The annual fee shall not be less than that paid by active senior members.

2.2.5 Probationary Membership

- (a) All persons other than those eligible for active school student, recreational or social membership, shall, upon joining the Club be awarded probationary membership. At the completion of 12 months as a Probationary Member and subject to 2.2.3(a) a person may apply to the Committee for Senior Active membership. A Probationary member does not have voting rights.
- (a) The Committee may upon application of a member extend the term of probationary membership for a period of 12 months, but no longer.

2.2.6 Associate Member – (i) Non Competitor (Recreational) and (ii) Social.

- (i) Any person interested in recreational rowing and using club equipment. The annual fee shall not be less than that paid by **competitor** members.
- (ii) A social member does not use club equipment but supports club activity. The annual fee shall be at the discretion of the committee.

Numbers in these categories shall be at the discretion of the Committee and there are no voting rights.

2.2.7 Associate Members

An Associate member may be elected to the Committee but there shall not be more than two as office-bearer and one as Ordinary Member.

2.3 Committee Discretion

The Committee shall have absolute discretion, subject to the constitution, to refuse or defer any application for membership to the Club.

3 Nomination for Membership

3.1 A nomination of a person for membership of the club:

- (a) shall be made by a member of the association in writing in the form set out in Appendix 1 to these rules; and
- (b) shall be lodged with the secretary of the club.

- 3.2 As soon as practicable after receiving a nomination for membership, the secretary shall refer the nomination to the committee that shall determine whether to approve or to reject the nomination.
- 3.3 Where the committee determines to approve a nomination for membership, the secretary shall, as soon as practicable after that determination, notify the nominee of that approval and request the nominee to pay within the period of 28 days after receipt by the nominee of the notification the sum payable under these rules by a member as entrance fee and annual subscription.
- 3.4 The secretary shall, on payment by the nominee of the amounts referred to in clause 3.3 within the period referred to in that clause, enter the nominee's name in the register of members and, upon the name being so entered, the nominee becomes a member of the club.

4 Cessation of Membership

- 4.1 A person ceases to be a member of the association if the person:
- (a) dies;
 - (b) resigns that membership; or
 - (c) is expelled from the club.
- 4.2 A member, who has not paid their membership within three months of the due date, shall receive notification from the club of their omission. If, within three months, the club has not received a response to the notification, that member will be deemed to have resigned their Club membership.

5 Membership Entitlements Not Transferable

A right, privilege or obligation which a person has by reason of being a member of the club:

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates upon cessation of the person's membership.

6 Resignation of Membership

- 6.1 A member of the club is not entitled to resign that membership except in accordance with this rule.
- 6.2 A member of the club who has paid all amounts payable by the member to the club in respect of the member's membership may resign from membership of the club by first giving notice (being not less than 1 month or not less than such other period as the committee may determine) in writing to the secretary of the member's intention to resign and upon the expiration of the period of notice, the member ceases to be a member.
- 6.3 Where a member of the club ceases to be a member pursuant to clause 6.2, and in every other case where a member ceases to hold membership, the secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

7 Register of Members

- 7.1 The secretary of the club shall establish and maintain a register of members of the club specifying the name and address of each person who is a member of the club together with the date on which the person became a member.
- 7.2 The register of members shall be kept at the principal place of administration of the club and shall be open for inspection, free of charge, by any member of the club at any reasonable hour.

8 Fees, Subscriptions etc

- 8.1 A member of the club shall, upon admission to membership pay to the club a fee or fees as determined by the committee.
- 8.2 In addition to any amount payable by the member under clause 8.1, a member of the club, other than Life Members, shall pay to the club an annual membership fee, as determined by the committee.
- (a) except as provided by paragraph (b), before 1 July in each calendar year; or
 - (b) where the member becomes a member on or after 1 July in any calendar year - upon becoming a member and before 1 July in each succeeding calendar year.

9 Member's Liabilities

The liability of a member of the club to contribute towards the payment of the debts and liabilities of the club or the cost, charges and expenses of the winding up of the club is limited to the amount, if any, unpaid by the member in respect of membership of the club as required by rule 8.

9A Resolution of Internal Disputes

Disputes between members (in their capacity as members) of the club, and disputes between members and the club, are to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act, 1983.

10 Disciplining of Members

10.1 Where the committee is of the opinion that a member of the club:

- (a) has persistently refused or neglected to comply with a provision or provisions of these rules; or
- (b) has persistently and wilfully acted in a manner prejudicial to the interests of the club,

the committee may, by resolution:

- (c) expel the member from the club; or
- (d) suspend the member from membership of the club for a specified period.

10.2 A resolution of the committee under clause (1) is of no effect unless the committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under clause (3), confirms the resolution in accordance with this rule.

10.3 Where the committee passes a resolution under clause (1), the secretary shall, as soon as practicable, cause a notice in writing to be served on the member:

- (a) setting out the resolution of the committee and the grounds on which it is based;
- (b) stating that the member may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
- (c) stating the date, place and time of that meeting; and
- (d) informing the member that the member may do either or both of the following:
 - (e) attend and speak at that meeting;
 - (f) submit to the committee at or prior to the date of that meeting written representations relating to the resolution.

10.4 At a meeting of the committee held as referred to in clause (3), the committee shall:

- (a) give to the member an opportunity to make oral representations;
- (b) give due consideration to any written representations submitted to the committee by the member at or prior to the meeting; and
- (c) by resolution determine whether to confirm or to revoke the resolution.

10.5 Where the committee confirms a resolution under clause (4), the secretary shall, within 7 days after that confirmation, by notice in writing inform the member of the fact and of the member's right of appeal under rule 11.

10.6 A resolution confirmed by the committee under clause (4) does not take effect:

- (a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
- (b) where within that period the member exercises the right of appeal, unless and until the association confirms the resolution pursuant to rule 11(4).

11 Right of Appeal of Disciplined Members

11.1 A member may appeal to the club in general meeting against a resolution of the committee which is confirmed under rule 10(4), within 7 days after notice of the resolution is served on the member by lodging with the secretary a notice to that effect.

- 11.2 Upon receipt of a notice from a member under clause (1), the secretary shall notify the committee which shall convene a general meeting of the club to be held within 21 days after the date on which the secretary received the notice.
- 11.3 At a general meeting of the club convened under clause (2):
- (a) no business other than the question of the appeal shall be transacted;
 - (b) the committee and the member shall be given the opportunity to state their respective cases orally or in writing, or both; and
 - (c) the members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 11.4 If at the general meeting the club passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

Part 3

The Committee

12 Powers, etc of Committee

The committee shall be called the committee of management of the club and, subject to the Act, the Regulation and these rules and to any resolution passed by the club in a general meeting:

- (a) shall control and manage the affairs of the club;
- (b) may exercise all such functions as may be exercised by the club other than those functions that are required by these rules to be exercised by a general meeting of members of the club; and
- (c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the club.

13 Constitution and Membership

- 13.1 Subject in the case of the first members of the committee to section 21 of the Act, the committee shall consist of:
- (a) the office-bearers of the club; and
 - (b) 7 ordinary members, one of whom shall be the Junior Vice Captain, shall be elected at the annual general meeting of the club pursuant to rule 14.
- 13.2 The office-bearers of the club shall be:
- (a) the Patron;
 - (b) the President;
 - (c) the Vice-Presidents;
 - (d) the Captain;
 - (e) the Two Vice-Captains (one female and one male);
 - (f) the Secretary;
 - (g) the Assistant Secretary;
 - (h) the Treasurer;
 - (i) the Assistant Treasurer;
 - (j) the Property Master;
- 13.3 Each member of the committee shall, subject to these rules, hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.
- 13.4 In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the club to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.

- 13.5 The position of Public Officer and Honorary Medical Officer shall be appointed by the Committee at the first general meeting after the Annual General Meeting and hold that position until the conclusion of the succeeding annual general meeting.
- 13.6 The Auditor who is not an officer of the club shall be appointed at the Annual General Meeting.
- 13.7 The auditor, shall be a person who is a member of the Institute of Chartered Accountants in Australia, the National Institute of Accountants or the Australian Society of Certified Practising Accounts.
- 13.8 The Junior Vice Captain shall be an Active Member who is less than 22 years old at the time of election.

14 Election of Members

- 14.1 Nominations of candidates for election as office-bearers of the club or as ordinary members of the committee:
- (a) shall be made in writing, signed by 2 members of the club entitled to vote and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) shall be delivered to the secretary of the club not less than 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- 14.2 If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
- 14.3 If insufficient further nominations are received, any vacant positions remaining on the committee shall be deemed to be casual vacancies.
- 14.4 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- 14.5 If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- 14.6 The ballot for the election of office-bearers and ordinary members of the committee shall be conducted at the annual general meeting in such usual and proper manner as the committee shall direct.
- 14.7 The nomination of a candidate for election under this clause is not valid if that candidate has been nominated for election to another office at the same election.

15 Secretary

- 15.1 The secretary of the club shall, as soon as practicable after being appointed as secretary, lodge notice with the club of his or her address.
- 15.2 It is the duty of the secretary to keep minutes of:
- (a) all appointments of office-bearers and members of the committee;
 - (b) the names of the members of the committee present at a committee meeting or a general meeting; and
 - (c) all proceedings at committee meetings and general meetings.
- 15.3 Minutes of proceedings at a meeting shall be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

16 Treasurer

- 16.1 It is the duty of the treasurer of the club to ensure that:
- (a) all money due to the club is collected and received and that all payments authorised by the club are made; and
 - (b) correct books and accounts are kept showing the financial affairs of the club including full details of all receipts and expenditure connected with the activities of the club.
- 16.2 The end of the financial year shall be 30 June.

17 Casual Vacancies

- 17.1 For the purpose of these rules, a casual vacancy in the office of a member of the committee occurs if the members:
- (a) dies;

- (b) ceases to be a member of the club;
- (c) becomes an insolvent under administration within the meaning of Corporations Law;
- (d) resigns office by notice in writing given to the secretary;
- (e) is removed from office under rule 18;
- (f) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
- (g) is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.

18 Removal of Member

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

19 Meetings and Quorum

- 19.1 The committee shall meet at least 3 times in each period of 12 months at such place and time as the committee may determine.
- 19.2 Additional meetings of the committee may be convened by the president or by any member of the committee.
- 19.3 Oral or written notice of a meeting of the committee shall be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the committee) before the time appointed for the holding of the meeting.
- 19.4 Notice of a meeting given under clause (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- 19.5 Any 6 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- 19.6 No business shall be transacted by the committee unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and at the same hour of the same day in the following week.
- 19.7 If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- 19.8 At a meeting of the committee:
- (a) the president or, in the president's absence, a vice-president, shall preside; or
 - (b) if the president and a vice-president are absent or unwilling to act such one of the remaining members of the committee as may be chosen by the members present at the meeting shall preside.

20 Delegation by Committee to Sub-Committee

- 20.1 The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the club as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:
- (a) this power of delegation; and
 - (b) a function which is a duty imposed on the committee by the Act or by any other law.
- 20.2 A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.

- 20.3 A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- 20.4 Notwithstanding any delegation under this rule, the committee may continue to exercise any function delegated.
- 20.5 Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.
- 20.6 The committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- 20.7 A sub-committee may meet and adjourn as it thinks proper.

21 Voting and Decisions

- 21.1 Questions arising at a meeting of the committee or of any sub-committee appointed by the committee shall be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- 21.2 Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any matter, the person presiding may exercise a second or casting vote.
- 21.3 Subject to rule 19.5, the committee may act notwithstanding any vacancy on the committee.
- 21.4 Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

Part 4 General Meetings

22 Annual General Meetings - Holding Of

- 22.1 With the exception of the first annual general meeting of the club, the club shall, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the association, convene an annual general meeting of its members.
- 22.2 The club shall hold its first annual general meeting:
 - (a) within the period of 18 months after its incorporation under the Act; and
 - (b) within the period of 6 months after the expiration of the first financial year of the club.
- 22.3 Clauses (1) and (2) have effect subject to any extension or permission granted by the Commission under section 26(3) of the Act.

23 Annual General Meeting - Calling Of and Business At

- 23.1 The annual general meeting of the club shall, subject to the Act and to rule 22, be convened on such date and at such place and time as the committee thinks fit.
- 23.4 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be:
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;
 - (b) to receive from the committee reports upon the activities of the club during the last preceding financial year;
 - (c) to elect office-bearers of the club and ordinary members of the committee; and
 - (d) to receive and consider the statement which is required to be submitted to members pursuant to section 29(6) of the Act.
- 23.5 An annual general meeting shall be specified as such in the notice convening it.

24 Special General Meeting - Calling Of

- 24.1 The committee may, whenever it thinks fit, convene a special general meeting of the club.
- 24.2 The committee shall, on the requisition in writing of not less than 5 percent of the total number of members, convene a special general meeting of the club.
- 24.3 A requisition of members for a special general meeting:
- (a) shall state the purpose or purposes of the meeting;
 - (b) shall be signed by the members making the requisitions;
 - (c) shall be lodged with the secretary; and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- 24.4 If the committee fails to convene a special general meeting to be held within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- 24.5 A special general meeting convened by a member or members as referred to in clause 24.4 shall be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who thereby incurs expense is entitled to be reimbursed by the club any expense so incurred.

25 Notice

- 25.1 Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the club, the secretary shall, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by pre-paid post to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 25.2 Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the club, the secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member in the manner provided in clause (1), specifying, in addition to the matter required under clause (1), the intention to propose the resolution as a special resolution.
- 25.3 No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to rule 23.2.
- 25.4 A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary, who shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.

26 Procedure

- 26.1 No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- 26.2 Six members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 26.3 If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- 26.4 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 3) shall constitute a quorum.

27 Presiding Member

- 27.1 The president or, in the president's absence, a vice-president, shall preside as chairperson at each general meeting of the club.

- 27.2 If the president and the vice-presidents are absent from a general meeting or unwilling to act, the members present shall elect one of their number to preside as a chairperson at the meeting.

28 Adjournment

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

29 Making of Decisions

- 29.1 A question arising at a general meeting of the club shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- 29.2 At a general meeting of the club, a poll may be demanded by the chairperson or by not less than 3 members present in person or by proxy at the meeting.
- 29.3 Where a poll is demanded at a general meeting, the poll shall be taken:
- (a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment; or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

30 Special Resolution

- 30.1 A resolution of the club is a special resolution if:
- (a) it is passed by a majority which comprises not less than three-quarters of such members of the club as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which not less than 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules; or
 - (b) where it is made to appear to the Commission that it is not possible or practicable for the resolution to be passed in the manner specified in paragraph (a) - the resolution is passed in a manner specified by the Commission.

31 Voting

- 31.1 Upon any matter arising at a general meeting of the club, a member has one vote only.
- 31.2 All votes shall be given personally or by proxy but no member may hold more than 5 proxies.
- 31.3 In the case of an equality of votes on a matter at a general meeting the President or person acting as presiding officer in accord with Clause 27 (2) is entitled to exercise a second or casting vote.
- 31.4 A member or proxy is not entitled to vote at any general meeting of the club unless all money due and payable by the member or proxy to the club has been paid, other than the amount of the annual subscription payable in respect of the then current year.

32 Appointment of Proxies

- 32.1 Each member shall be entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- 32.2 The notice appointing the proxy shall be in the form set out in Appendix 2 to these rules.

Part 5 Miscellaneous

33 Insurance

- 33.1 The club shall effect and maintain insurance pursuant to section 44 of the Act.
- 33.2 In addition to the insurance required under clause (1), the club may effect and maintain other insurance.

34 Funds - Source

- 34.1 The funds of the club shall be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the club in general meeting, such other sources as the committee determines.
- 34.2 All money received by the club shall be deposited as soon as practicable and without deduction to the credit of the club's bank account.
- 34.3 The club shall, as soon as practicable after receiving any money, issue an appropriate receipt.

35 Funds Management

- 35.1 Subject to any resolution passed by the club in general meeting, the funds of the club shall be used in pursuance of the objects of the club in such manner as the committee determines.
- 35.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the committee or employees of the club, being members or employees authorised to do so by the committee.

36 Alteration of Objects and Rules

The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the club.

37 Common Seal

- 37.1 The common seal of the club shall be kept in the custody of the secretary.
- 37.2 The common seal shall not be affixed to any instrument except by the authority of the committee and the affixing of the common seal shall be attested by the signatures either of 2 members of the committee or of 1 member of the committee and of the public officer or secretary.

38 Custody of Books etc

Except as otherwise provided by these rules, the public officer shall keep in his or her custody or under his or her control all records, books and other documents relating to the club.

39 Inspection of Books etc

The records, books and other documents of the club shall be open to inspection, free of charge, by a member of the club at any reasonable hour.

40 Service of Notices

- 40.1 For the purpose of these rules, a notice may be served by or on behalf of the club upon any member either personally or by sending it by post to the member at the member's address shown in the register of members.
- 40.2 Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on that person at the time at which the letter would have been delivered in the ordinary course of post.

41 Surplus Property

- 41.1 In the event of dissolution of the club, after the discharge of all liabilities the remainder of the club funds shall be vested in the NSW Rowing Association Inc. to be held in trust by them for a period of ten years and if the club activities are not resumed, such assets be donated to the NSW Rowing Association Inc. for the benefit of amateur rowing.

**APPENDIX 1
(Rule 3(1))**

**APPLICATION FOR MEMBERSHIP OF
LEICHHARDT ROWING CLUB INCORPORATED**
(incorporated under the Associations Incorporation Act, 1984)

I,
(full name of applicant)

of
(address)

..... hereby apply to become a
(occupation)

member of the abovementioned incorporated association. In the event of my admission as a member, I agree to be bound by the rules of the Club for the time being in force.

Phone Numbers:

.....
Signature of applicant

(H)

(W)

Date

I,, a member of the club,
(full name)

nominate the applicant, who is personally known to me, for membership of the association.

.....
Signature of proposer

Date

I,, a member of the club,
(full name)

second the nomination of the applicant, who is personally known to me, for membership of the club.

.....
. Signature of seconder

Date

**APPENDIX 2
(Rule 32(2))**

FORM OF APPOINTMENT OF PROXY

I,
(full name)

of
(address)

being a member of
(name of incorporated association)

hereby appoint
(full name of proxy)

of
(address)

being a member of that incorporated association, as my proxy to vote for me on my behalf at the general meeting of the association (annual general meeting or special general meeting, as the case may be) to be

held on theday of19 and at any adjournment of that meeting.

* My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution (insert details).

* *To be inserted if desired.*

Signature of member appointing proxy

Date

NOTE: A proxy vote may not be given to a person who is not a member of the association.

END