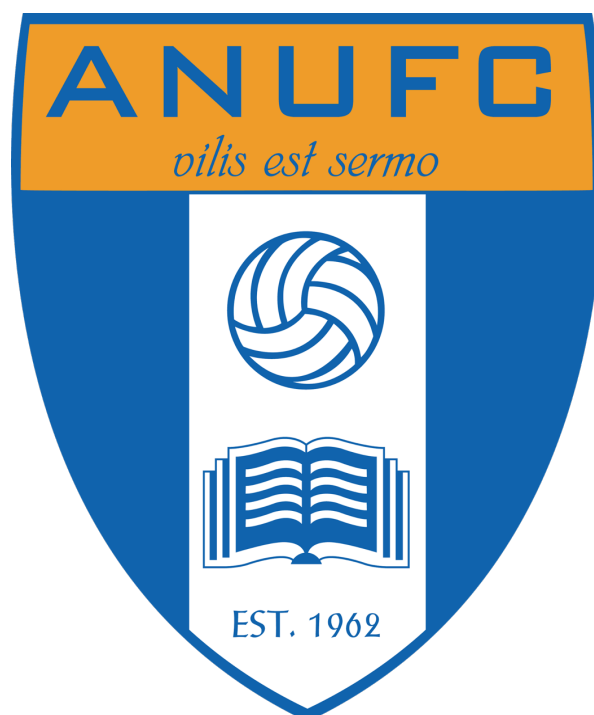


**CONSTITUTION OF THE
AUSTRALIAN NATIONAL UNIVERSITY FOOTBALL CLUB**



SEPTEMBER 2020

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Part 1 - Preliminary

1. NAME

The name of the Club shall be the 'Australian National University Football Club' hereinafter referred to as '**the Club**'.

2. AFFILIATION

The Club is an affiliated club under Part III Regulation 16 of the Australian National University Sport and Recreation Association Incorporated's ('**ANU Sport**') Constitution ('**the Regulations**').

3. OBJECTS

The objects of the Club are:

- (a) to encourage, foster, develop and extend the sport of Association Football or soccer for the benefit of the University community; and
- (b) to participate in activities as are deemed to be in the interests of the Club; and
- (c) to co-operate with other persons or organisations of similar interest.

4. CONSTITUTION

- (a) The Club shall be conducted in accordance with this Constitution.
- (b) This Constitution:
 - (i) has effect from the time at which it is approved by a special resolution in accordance with Clause 40; and
 - (ii) may only be amended by a special resolution in accordance with Clause 40.

Part 2 - Membership

5. MEMBERSHIP QUALIFICATIONS

A person is qualified to be a member of the Club if:

- (a) the person is a person who was, immediately before the date on which this Constitution was approved, a member, and has not ceased to be a member of the Club at any time thereafter; or
- (b) the person:
 - (i) is a member of ANU Sport, or otherwise approved for membership by ANU Sport; and
 - (ii) has been nominated for membership in accordance with Clause 9(a); and
 - (iii) has been approved for membership by the Club Committee in accordance with Clause 9(b); or

- (c) the person is a Life Member of the Club in accordance with Clause 7.

6. MEMBERSHIP CATEGORIES

- (a) The four categories of the Club membership are:
 - (i) Student Membership; and
 - (ii) Associate Membership; and
 - (iii) Non-playing Membership; and
 - (iv) Life Membership.
- (b) A person qualifies for Student Membership of the Club if the person is an ANU student.
- (c) A person qualifies for Associate Membership of the Club if the person is not an ANU student.
- (d) A person qualifies for Non-Playing Membership of the Club if the person does not play in any organised competition for the Club.
- (e) A person qualifies for Life Membership of the Club under Clause 7.
- (f) A person shall nominate for only one of the Club membership categories outlined in Clause 6(a).
- (g) A person is not eligible to simultaneously hold Club membership under more than one Club membership category.
- (h) Subject to Clause 6(b)-(d), a member may change their membership category.

7. LIFE MEMBERSHIP OF THE CLUB

- (a) Life Membership of the Club may be awarded, from time to time, to a member of the Club who through their actions and conduct both on and off the field promote the objects of the Club as outlined in Clause 3 and services the Club community for an extended period.
- (b) A member is eligible for Life Membership of the Club if:
 - (i) the member has played a minimum of twelve seasons with the Club; and
 - (ii) the member has served the Club as a coach or as a Committee member, or a combination of both, for at least six years.
- (c) A nomination for Life Membership of the Club must:
 - (i) be proposed by another member of the Club; and
 - (ii) be seconded by at least one other member of the Club who is neither the nominee nor the proposer; and
 - (iii) be accompanied, in writing, with evidence of eligibility in accordance with Clause 7(b); and

- (iv) be received by the Committee no later than twenty-eight days before the annual general meeting in which the nomination for Life Membership of the Club will be conferred.
- (d) The Committee will meet no later than twenty-one days before the annual general meeting in which the nomination for Life Membership of the Club will be conferred.
- (e) The Committee, subject to Clause 29, shall approve or reject the nomination for Life Membership of the Club in question.
- (f) Subject to Clause 10(a)-10(c), Life Members of the Club shall be entitled to receive free membership of the Club in perpetuity.
- (g) Subject to Clause 10(a)-10(c), any membership fee due and payable by the Life Member to ANU Sport as required by the Regulations will instead be paid for by the Club.

8. MEMBERSHIP ENTITLEMENTS

A right, privilege or obligation that a person has because of being a member of the association:

- (a) cannot be transferred or transmitted to another person; and
- (b) terminates on cessation of the person's membership.

9. NOMINATION FOR MEMBERSHIP

- (a) A nomination of a person for membership of the Club shall:
 - (i) be made by providing the Secretary with such information and in such format as required by the Committee from time to time; and
 - (ii) be made under no more than one of the categories of Club membership outlined in Clause 6(a).
- (b) As soon as is practicable after receiving a nomination for membership, the Secretary shall refer the nomination to the Committee which shall determine whether to approve or to reject the nomination.
- (c) 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 fourteen days after receipt of the notification the Club membership fee corresponding to the Club membership category of the nomination.
- (d) The Secretary shall, on payment by the nominee of the amount referred to in Clause 9(c), enter the nominee's name in the register of members and, on the name being entered, the nominee shall become a member of the Club.

10. CESSATION OF MEMBERSHIP

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

- (a) dies; or
- (b) resigns from membership of the Club; or

- (c) is expelled from the Club; or
- (d) fails to pay any subsequent year's annual subscription by the due date.

11. RESIGNATION OF MEMBERSHIP

- (a) A member who has paid all amounts payable by the member to the Club may resign from membership of the Club by giving notice (being not less than seven days) in writing to the Secretary of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- (b) Where a person ceases to be a member, the Secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

12. MEMBERSHIP FEES

- (a) Each category of Club membership outlined in Clause 6(a) shall have an annual Club membership fee to be determined from year to year by resolution of the Committee.
- (b) Subject to Clause 12(a), each Club member and approved nominee shall pay the annual Club membership fee corresponding to the person's category of Club membership. The annual Club membership fee is payable:
 - (i) except as provided by Clause 12(b)(ii), before 1 January in each calendar year; or
 - (ii) where a person's nomination for Club membership is approved on or after 1 January in any calendar year, within fourteen days of the notification that person's membership approval by the Committee.
- (c) Any member who has not paid all monies due and payable to the Club will have all rights under this Constitution immediately suspended from the expiry of the time prescribed for payment of those monies. Such rights will be suspended until the monies are fully paid.
- (d) Any member who has not paid all monies due and payable to the Club by 31 March will be deemed to have failed to pay that year's annual subscription and in accordance with Clause 10(d), will cease to be a member of the Club.

13. MEMBERSHIP PERIOD

The Club's annual membership period shall start on 1 January and end on 31 December in each calendar year.

14. MEMBERS' LIABILITIES

The liability of a member to contribute towards the payment of the debts and liabilities of the Club or the costs, 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 Clause 12.

15. DUTIES OF MEMBERS

Each member of the Club shall:

- (a) abide by the by-laws of the Club; and

- (b) recognise and adhere to Clause 3 of the Constitution.

16. DISCIPLINING OF MEMBERS

- (a) Where the Committee is of the opinion that a member:
 - (i) has persistently refused or neglected to comply with a provision of these rules; or
 - (ii) has persistently and wilfully acted in a manner prejudicial to the interests of the Club;the Committee may, by resolution:
 - (iii) suspend the member from such rights and privileges of membership of the Club as the Committee may determine for a specified period; or
 - (iv) expel the member from the Club.
- (b) A resolution of the Committee under Clause 16(a) is of no effect unless the Committee, at a meeting held not earlier than fourteen days and not later than twenty-eight days after service on the member of a notice under Clause 16(c), confirms the resolution in accordance with this rule.
- (c) Where the Committee passes a resolution under Clause 16(a), the Secretary shall, as soon as practicable, cause a notice in writing to be served on the member:
 - (i) setting out the resolution of the Committee and the grounds on which it is based; and
 - (ii) stating that the member may address the Committee at a meeting to be held not earlier than fourteen days and not later than twenty-eight days after service of the notice; and
 - (iii) stating the date, place and time of that meeting; and
 - (iv) informing the member that the member may attend and speak at that meeting and/or submit to the Committee at or prior to the date of that meeting written representations relating to the resolution.
- (d) Subject to Clause 16(e), at a meeting of the Committee mentioned in Clause 16(b), the Committee shall:
 - (i) give to the member mentioned in Clause 16(a) an opportunity to make oral representations; and
 - (ii) give due consideration to any written representations submitted to the Committee by that member at or prior to the meeting; and
 - (iii) by resolution, determine whether to confirm or to revoke the resolution of the Committee made under Clause 16(a).
- (e) Any decision made by the Committee is not taken to be valid unless, in any proceedings in relation to the dispute, the rules of natural justice have been complied with.

- (f) Where the Committee confirms a resolution under Clause 16(d), the Secretary shall, within seven days after that confirmation, by notice in writing inform the member of that confirmation and of the member's right of appeal under Clause 17.
- (g) A resolution confirmed by the Committee under Clause 16(d) does not take effect:
 - (i) 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
 - (ii) where within that period the member exercises the right of appeal, unless and until the Club confirms the resolution in accordance with Clause 17(d).

17. RIGHT OF APPEAL OF A DISCIPLINED MEMBER

- (a) A member may appeal to the Club in a general meeting against a resolution of the Committee which is confirmed under Clause 16(d), within seven days after notice of the resolution is served on the member, by lodging with the Secretary a notice to that effect.
- (b) On receipt of a notice under Clause 17(a), the Secretary shall notify the Committee which shall convene a general meeting of the Club to be held within twenty-one days after the date on which the Secretary received the notice or as soon as possible after that date.
- (c) Subject to Clause 17(e), at a general meeting of the Club convened under Clause 17(b):
 - (i) no business other than the question of the appeal shall be transacted; and
 - (ii) the Committee and the member shall be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - (iii) the members present shall vote by secret ballot on the question of whether the resolution made under Clause 16(d) should be confirmed or revoked.
- (d) If the meeting passes a special resolution in favour of the confirmation of the resolution made under Clause 16(d), that resolution is confirmed.
- (e) Any decision made by the Club is not taken to be valid unless, in any proceedings in relation to the dispute, the rules of natural justice have been complied with.

Part 3 – Committee

18. COMMITTEE MEMBERSHIP

- (a) The Committee consists of:
 - (i) the Office-Bearers of the Club; and
 - (ii) up to six ordinary Committee members.

- (b) The Office-Bearers shall consist of a President, Vice-President, Secretary and Treasurer.
- (c) The members of the Committee shall be elected at the annual general meeting of the Club, or as provided under Clause 25(b), and will hold office until the next annual general meeting, whereupon the office will be vacated.

19. ELECTION OF THE COMMITTEE

- (a) The Committee must appoint a Returning Officer no later than twenty-eight days before the date affixed for an annual general meeting.
- (b) Subject to Clause 25(a)(i), the Returning Officer shall:
 - (i) prepare the notice inviting nominations for all vacant positions; and
 - (ii) not nominate for a vacant position; and
 - (iii) ensure the notice inviting nominations for all vacant positions is published; and
 - (iv) receive nominations for all vacant positions; and
 - (v) subject Clause 19(c), accept or reject a nomination for a vacant position; and
 - (vi) subject to Clause 19(i), organise a ballot and provide the result to the Club at the annual general meeting; and
 - (vii) without recourse, vacate their position at the time of closure of the annual general meeting.
- (c) Nominations of candidates for election as the Office-Bearers of the Club or as ordinary Committee members shall:
 - (i) be made in writing, signed by two members of the Club and accompanied by the written consent of the candidate; and
 - (ii) include the full name and contact details of the candidate; and
 - (iii) include the position or positions for which the nomination is made; and
 - (iv) be delivered to the Returning Officer of the Club through electronic mail to the Club's electronic mail address or through post to the Club's mailing address not less than seven days before the date fixed for the annual general meeting at which the election is to take place.
- (d) A person may be nominated for the Committee in absentia provided that person has consented in writing.
- (e) Subject to Clause 19(f)-(k), and in accordance with Clause 19(b)(iv)-(b)(vi), the Returning Officer shall:
 - (i) first fill the vacancy of President; and then and only then
 - (ii) fill the vacancy of Vice-President; and then and only then

- (iii) fill the vacancy of Secretary; and then and only then
- (iv) fill the vacancy of Treasurer; and then and only then
- (v) fill the vacant positions of ordinary Committee members.
- (f) 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 from the floor of the annual general meeting for the remaining vacant positions.
- (g) If insufficient further nominations are received, any vacant positions remaining on the Committee shall be deemed to be vacancies.
- (h) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be taken to be elected.
- (i) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- (j) The ballot for the election of Office-Bearers and ordinary Committee members shall be conducted at the annual general meeting in such manner as the Committee may direct.
- (k) A person is not eligible to simultaneously hold more than one position on the Committee.

20. POWERS OF THE COMMITTEE

The Committee, subject to the Regulations, these rules and to any resolution passed by the Club in any general meeting, shall have the power to:

- (a) control and manage the affairs of the Club so as to carry out its objects as outlined in Clause 3; and
- (b) exercise all functions that may be exercised by the Club other than those functions that are required by these rules to be exercised by the Club in a general meeting; and
- (c) perform all acts and do all things that appear to the Committee to be necessary or desirable for the proper management of the affairs of the Club; and
- (d) direct the Treasurer to pay the charges and expenses incidental to the conduct and management of the Club; and
- (e) arrange the agenda for any general meeting of the Club; and
- (f) establish Subcommittees to deal with or report on such matters as may be referred to them by the Committee; and
- (g) interpret any question arising out of this Constitution; and
- (h) authorise the Secretary to apply to ANU Sport for an annual grant, or a special grant, in accordance with the Regulations; and
- (i) charge admission to any Club function; and

- (j) make, amend or repeal by-laws as they may deem necessary for the proper conduct of the Club, provided these laws do not contravene the objects of the Club as outlined in Clause 3 or any part of this Constitution. The Committee shall adopt such means as they think necessary to acquaint members with the making, amending or repeal of such by-laws; and
- (k) transact, or report on any business referred to it by any general meeting of the Club; and
- (l) set annual membership fees.

21. DUTIES OF THE PRESIDENT

The President must:

- (a) chair Club and Committee meetings and preserve order thereat; and
- (b) convene or instruct the Secretary to convene all meetings of the Club in accordance with this Constitution; and
- (c) ensure elected Committee members perform their duties as required by this Constitution; and
- (d) sign all documents which require his or her signature as official head of the Club and sign all minutes of meetings of the Club after the same are duly confirmed; and
- (e) promote the objects of the Club as outlined in Clause 3.

22. DUTIES OF THE VICE-PRESIDENT

The Vice-President must:

- (a) act as deputy chair at Club and Committee meetings, or in the absence of the President, chair such meetings; and
- (b) ensure the Club's activities are carried out in accordance with this Constitution; and
- (c) assist the President by fulfilling duties in his or her absence and fulfilling other duties requested by the membership.

23. DUTIES OF THE SECRETARY

The Secretary must:

- (a) record and promptly deal with all correspondence and submit the same to the Committee; and
- (b) keep minutes of:
 - (i) all elections and appointments of Officer-Bearers and ordinary Committee members; and
 - (ii) the names of members of the Committee present at a Club or Committee meeting or a general meeting; and

- (iii) all proceedings at Club and Committee meetings; and
- (c) give all necessary notice of meetings in accordance with Clauses 27(c), 33 and 47; and
- (d) forward within fourteen days after the annual general meeting to the Executive Officer of ANU Sport:
 - (i) the minutes of the annual general meeting; and
 - (ii) the Club's annual report adopted at the annual general meeting; and
 - (iii) the names of the Club's Office-Bearers elected at that meeting; and
 - (iv) the names of the Club's ordinary Committee members elected at that meeting; and
 - (v) an audited statement of the Club's accounts adopted at that meeting; and
 - (vi) a copy of the auditor's report for those accounts; and
- (e) submit to ANU Sport an application for the annual grant, an additional grant, or for any special grant, as directed by the Committee or a general meeting; and
- (f) prepare an annual report for submission to the annual general meeting of the Club; and
- (g) carry out such other duties as the Committee or a general meeting shall direct.

24. DUTIES OF THE TREASURER

The Treasurer must:

- (a) keep a correct account of all monies received and expended; and
- (b) under no consideration pay, lend or otherwise appropriate any of the funds of the Club to any persons, purpose or cause whatsoever save when authorised by a general meeting of the Club or by the Committee; and
- (c) after authorisation of payments by a general meeting or the Committee, arrange for payments to be made from the Club's bank accounts and arrange for the payments to be approved by the President, Vice-President or Secretary; and
- (d) receive all monies on behalf of the Club, and as soon as possible after receipt, deposit such monies to the credit of the Clubs bank account; and have charge of the statements of accounts of the Club; and
- (e) present to the Committee in each quarter, a statement of the Club's finance and of the receipts and disbursement of the preceding quarter; and
- (f) prepare and have presented at the annual general meeting a Statement of Income, a Statement of Cash Flows, a Balance Sheet and a Financial Report for the preceding financial year, and all this shall be audited by a qualified accountant appointed by the Committee; and
- (g) prepare an application for

- (i) the ANU Sport club grant; or
 - (ii) an additional grant; or
 - (iii) for any special grant;
- as directed by the Committee or a general meeting.

25. VACANCIES

- (a) For these rules, a vacancy in the office of a member of the Committee happens if the member:
 - (i) completes their term in office in accordance with Clause 18(c); or
 - (ii) dies; or
 - (iii) ceases to be a member of the Club; or
 - (iv) resigns the office; or
 - (v) is removed from office under Clause 26; or
 - (vi) becomes bankrupt or personally insolvent; or
 - (vii) suffers from mental or physical incapacity that prevents the person from performing their required duties; or
 - (viii) is convicted, whether in or outside the ACT, of an indictable offence in relation to the promotion, formation or management of a body corporate; or an offence involving fraud or dishonesty punishable by imprisonment for a period of three months or more; or
 - (ix) is absent without consent of the Committee from all meetings of the Committee held during a period of six months.
- (b) If any position on the Committee becomes vacant for any reason the Committee may elect any member of the Club to fill such vacancy until the next annual general meeting.

26. REMOVAL OF COMMITTEE MEMBERS

The Club in a general meeting may by special resolution remove any member of the Committee from the office of member of the Committee before the expiration of the member's term of office.

27. COMMITTEE MEETINGS

- (a) The Committee shall meet at least three times in each calendar year at such place and time as the Committee may determine.
- (b) Additional meetings of the Committee may be convened by any member of the Committee.
- (c) Oral or written notice of a meeting of the Committee shall be given by the Secretary to each member of the Committee at least forty-eight hours before the time appointed for the holding of the meeting.

- (d) Notice of a meeting given under Clause 27(c) 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.
- (e) The quorum at a meeting of the Committee shall be five members.
- (f) No business shall be transacted by the Committee unless a quorum is present and, if within half an hour after 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.
- (g) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting shall be dissolved.
- (h) At meetings of the Committee:
 - (i) the President shall chair; or
 - (ii) in the absence of the President, the Vice-President shall chair; or
 - (iii) in the absence of the President and the Vice-President, one of the remaining members of the Committee may be chosen by the members present to chair.
- (i) A meeting of the Committee may be held in person or using any technology consented to by all the Committee members before or during the relevant meeting.

28. DELEGATION BY COMMITTEE TO SUBCOMMITTEE

- (a) The Committee may, in writing, delegate to one or more Subcommittees (consisting of the member or members of the Club that the Committee members consider appropriate) the exercise of the functions of the Committee that are specified in the instrument other than:
 - (i) the power of delegation; and
 - (ii) a function that is a function imposed on the Committee by the Regulations, any Territory law, or by resolution of the Club in a general meeting.
- (b) A function, the exercise of which has been delegated to a Subcommittee under this section may, while the delegation remains unrevoked, be exercised from time to time by the Subcommittee in accordance with the terms of the delegation.
- (c) A delegation under this section may be made subject to any conditions or limitations about the exercise of any function, or about time or circumstances, that may be specified in the instrument of delegation.
- (d) Despite any delegation under this section, the Committee may continue to exercise any function delegated.
- (e) Any act or thing done or suffered by a Subcommittee acting in the exercise of a delegation under this section has the same force and effect as it would have if it had been done or suffered by the Committee.

- (f) The Committee may, in writing, revoke wholly or in part any delegation under this section.
- (g) A Subcommittee may meet and adjourn as it considers appropriate.
- (h) A Subcommittee must consist of:
 - (i) an Office-Bearer; and
 - (ii) an ordinary Committee member; and
 - (iii) in addition to an Office-bearer and an ordinary Committee member, at least two members of the Club.

29. VOTING AND DECISIONS

- (a) Questions arising at a meeting of the Committee or of any Subcommittee appointed by the Committee shall be determined by a majority of the votes of members of the Committee or Subcommittee present at the meeting.
- (b) Each member present at a meeting of the Committee or of any Subcommittee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (c) Subject to Clause 27(e), the Committee may act notwithstanding any vacancy on the Committee.
- (d) Subject to this Constitution, any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a Subcommittee 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 Subcommittee.
- (e) Any member of the Club is entitled to observe the proceedings of any Committee meeting, unless a majority of the Committee decides to exclude that member and provides reasons for this decision.

Part 4 General Meetings

30. ANNUAL GENERAL MEETINGS

- (a) The Club shall, at least once in each calendar year and within the period of five months after the expiration of each financial year of the Club, convene an annual general meeting of its members.
- (b) The annual general meeting of the Club shall be convened on such date and at such place and time as the Committee considers appropriate.
- (c) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting must be:
 - (i) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting; and
 - (ii) to receive from the Committee reports on the activities of the Club during the last preceding financial year; and

- (iii) to elect members of the Committee, including Office-Bearers; and
- (iv) to receive and consider the reports that are required to be submitted to members under Clause 32.
- (d) An annual general meeting shall be specified as such in the notice convening it in accordance with Clause 33.
- (e) An annual general meeting shall be conducted in accordance with Clauses 32, 33, 34, 35, 36, 37, 38 and 39.

31. GENERAL MEETINGS

- (a) The Committee may, whenever it considers appropriate, convene a general meeting of the Club.
- (b) The Committee shall, on the requisition in writing of not less than five per cent of the total number of members, convene a general meeting of the Club.
- (c) A requisition of members for a general meeting:
 - (i) must state the purpose or purposes of the meeting; and
 - (ii) must be signed by the members making the requisition; and
 - (iii) must be lodged with the Secretary; and
 - (iv) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (d) If the Committee fails to convene a general meeting within one 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 general meeting to be held not later than three months after that date.
- (e) A general meeting convened by a member or members referred to in Clause 31(d) 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 for any reasonable expense so incurred.
- (f) A general meeting shall be conducted in accordance with Clauses 33, 34, 35, 36, 37, 38, 39 and 40.

32. PRESENTATION OF STATEMENTS TO MEMBERS

At each annual general meeting of the Club, the following documents must be presented by the Committee for the consideration of the meeting:

- (a) the required statement of the Club's accounts for the most recently ended financial year of the Club; and
- (b) a copy of the reviewer's or auditor's report to the Club in relation to the Club's accounts for that financial year; and
- (c) a report signed by two members of the Committee stating:

- (i) the name of each member of the Committee of the Club during the most recently ended financial year of the Club and, if different, at the date of the report; and
- (ii) the principal activities of the Club during the most recently ended financial year and any significant change in the nature of those activities that occurred during that financial year; and
- (iii) the net profit or loss of the Club for the most recently ended financial year.

33. NOTICE

- (a) 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 fourteen days before the date fixed for the holding of the general meeting provide each member with a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (b) 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 twenty-one days before the date fixed for the holding of the general meeting, cause notice to be sent to each member specifying, in addition to the matter required under Clause 33, the intention to propose the resolution as a special resolution.
- (c) 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 under Clause 30(c).
- (d) 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.

34. PROCEDURE AND QUORUM

- (a) 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.
- (b) One third of current members being members present and entitled under these rules to vote at a general meeting constitutes a quorum for the transaction of the business of a general meeting.
- (c) If within thirty minutes after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened on 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 same time and (unless another place is specified at the time of 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.
- (d) If at the adjourned meeting a quorum is not present within thirty minutes after the time appointed for the commencement of the meeting, the members present (being not less than fifteen) shall constitute a quorum.

35. PRESIDING MEMBER

- (a) The President, or in the absence of the President, the Vice-President, shall chair each general meeting of the Club.
- (b) If the President and the Vice-President are absent from a general meeting, the members present shall elect one of their number to chair the meeting.

36. ADJOURNMENT

- (a) The person presiding at 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.
- (b) Where a general meeting is adjourned for fourteen days or more, the Secretary shall give written 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. This notice shall be in addition to any notification published in a Club publication.
- (c) Except as provided in Clauses 36(a)-(b), 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.

37. MAKING OF DECISIONS

- (a) 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 person presiding 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 has been recorded 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.
- (b) At a general meeting of the Club, a poll may be demanded by the person presiding or by not less than three members present in person or by proxy at the meeting.
- (c) Where the poll is demanded at a general meeting, the poll shall be taken:
 - (i) immediately in the case of a poll which relates to the election of the person to preside at the meeting or to the question of an adjournment; or
 - (ii) in any other case, in such manner and at such time before the close of the meeting as the person presiding directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

38. VOTING

- (a) Subject to Clause 38(c), on any question arising at a general meeting of the Club a member has one vote only.
- (b) All votes shall be given personally or by proxy, but no member may hold more than five proxies.

- (c) In the case of an equality of votes on a question at a general meeting, the person presiding is entitled to exercise a second or casting vote.
- (d) 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.

39. APPOINTMENT OF PROXIES

- (a) Each member shall be entitled to appoint another member as proxy by notice given to the Secretary no later than twenty-four hours before the time of the meeting in respect of which the proxy is appointed.
- (b) The notice appointing the proxy must include:
 - (i) the full name of the voting member; and
 - (ii) the full name of the proxy member who must be a member of the Club; and
 - (iii) an authorisation for the proxy to vote in favour or against the resolution in question; and
 - (iv) the signature of the voting member; and
 - (v) the date of the notice.

40. SPECIAL RESOLUTION

A resolution of the Club is taken to be a special resolution if:

- (a) it is passed at a general meeting of the Club, being a meeting of which at least 21 days' notice, accompanied by notice of intention to propose the resolution as a special resolution, has been given to the members of the Club; and
- (b) it is passed by at least three-quarters of the votes of those members of the club who, being entitled to vote, vote in person or, subject to Clause 39, vote by proxy at the meeting.

Part 5 - Miscellaneous

41. SOURCE OF FUNDS

- (a) The funds of the Club shall be derived from entrance fees and annual subscriptions of members, donations, grants and, subject to any resolution passed by the Club in a general meeting and in accordance with these rules, such other sources as the Committee determines.
- (b) The Club must not invite a person other than a member or approved nominee to invest money with the Club nor receive money from such a person for investment with the Club.
- (c) The Club may invite a member or approved nominee to deposit money with or lend money to the Club and may receive money from a member or approved nominee.

- (d) 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.
- (e) The Club shall, as soon as practicable after receiving any money, issue an appropriate receipt.

42. FUNDS MANAGEMENT

- (a) Subject to Clause 20, the funds of the Club shall be used for the objects of the Club as outlined in Clause 3 in such manner as the Committee determines.
- (b) All payments (by cheque, electronic funds transfer or otherwise) made on behalf of the Club, shall be authorised by the Treasurer and one other Office-Bearer.

43. FINANCIAL YEAR

The Club's financial year will end each year on 30 June.

44. CUSTODY OF BOOKS

The Secretary shall keep in his or her custody or under his or her control all records, books, and other documents relating to the Club.

45. INSPECTION OF BOOKS

The records, books and other documents of the Club, including but not limited to minutes of Committee meetings, shall be open to inspection at a place in the ACT, free of charge, by a member of the Club at any reasonable hour.

46. DISSOLUTION

- (a) The Club may be dissolved only by a special resolution.
- (b) At the first general meeting of the Club, the Club will pass a special resolution nominating:
 - (i) another association; or
 - (ii) a fund, authority or institution;
in which it is to vest its surplus property in the event of dissolution or winding up of the Club.
- (c) An association under Clause 46(b) must:
 - (i) have objects substantially the same as the objects of the former Club as outlined in Clause 3 of this constitution; and
 - (ii) not be carried on for the object of securing a pecuniary gain for its members; and
 - (iii) have a provision in its rules requiring any surplus property of the association to be passed, on the dissolution or winding-up of the association, to another association that satisfies Clause 46(c).

47. SERVICE OF NOTICE

A notice required under this Constitution to be given to a member of the Club, unless specified otherwise, may be given in any form of electronic communication.

48. COPIES OF THE CONSTITUTION

Copies of this Constitution shall be available on demand from the Secretary.