



CONSTITUTION

West Ryde Rovers Sports and Social Club (Incorporated)
Amended at AGM 30th September 2014

PART 1 - PRELIMINARY

1. DEFINITIONS

1.1. In this Constitution unless the context requires otherwise:

Association - means an association registered under the *Associations Incorporation Act (2009)*, and in the case of this Constitution, the association is to be read as West Ryde Rovers Sports and Social Club (Incorporated).

assets – means any legal or equitable estate or interest (whether present or future, whether vested or contingent and whether personal or assignable) in real or personal property of any description (including money), and includes securities, choses in action and documents.

the Club – in relation to this Constitution, means the West Ryde Rovers Sports and Social Club (WRRSSC).

the Committee – in relation to the Club, means the governing body of the Club, known as the Executive Committee.

Executive Committee – in relation to the Club, means the members as nominated in subsection 13.1.

committee member – in relation to the Club, means a person who is elected or appointed under the associations Constitution and Club bylaws. In general terms this refers to all members of the Committee, as separated from the term office bearer of whom extra responsibilities are acknowledged elsewhere.

Constitution – in relation to an association or club, means the Constitution that is recorded in the Register of Incorporated Associations, as maintained by the Department of Fair Trading (NSW). In these bylaws, any reference to the Constitution is that of the Club.

Department – means the Department of Finance and Services

Director-General – means:

- a) the Commissioner for Fair Trading, Department of Finance and Services, or
- b) if there is no such position in the Department, the Director-General of the Department.

the Act – means the Associations Incorporation Act (2009).

the Regulation – means the Associations Incorporation Regulation 2010.

financial year – in relation to the Club, means:

- a) a period of 12 months, or such other period (whether longer or shorter than 12 months) not exceeding 18 months as the Club resolves, commencing on date of incorporation of the Club, and
- b) each period of 12 month, or such other period (whether longer or shorter than 12 months) not exceeding 18 months as the Club resolves, commencing at the expiration of the previous financial year of the Club.

member – a member of the WRRSSC as detailed at section 3.2.

Life Member – a member of the Club that has been nominated and voted for Lifetime Membership of the Club. The Life Members of the Club shall be listed in Schedule 1.

office bearers – the positions of President and Secretary are regarded as those of office bearers as detailed in this Constitution.

subordinate club – The subordinate clubs are those that are subordinate to the Club and those that act autonomously but within the constraints of this Constitution and their applicable bylaws. The subordinate clubs are as listed:

- West Ryde Rovers Cricket Club (WRRCC)
- West Ryde Rovers Football Club (WRRFC), and
- West Ryde Rovers Netball Club (WRRNC).

Public Officer – in relation to a club, means the person who is appointed as the club’s public officer, and, until he or she is replaced by a person so appointed, includes the person who is nominated as the Public Officer in the Club’s application for registration. For the purposes of the Club this position is held by the President, as detailed in subsection 2.2.

- 1.2. In this Constitution:
 - 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, if 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 this Constitution in the same manner as those provisions would so apply if this Constitution were an instrument made under the Act.

PART 2 - MEMBERSHIP

2. OFFICIAL NAME AND DETAILS

- 2.1. The name of the Club shall be “West Ryde Rovers Sports and Social Club (Incorporated)”.
- 2.2. The official address of the Club, and of the Public Officer shall be annotated as the residence of the President, or at such other place as the Committee may from time to time determine.
- 2.3. WRRSSC may be used as an abbreviation of the Clubs name.
- 2.4. The colours of the Club and all subordinate clubs shall be navy blue and white.

3. MEMBERSHIP GENERALLY

- 3.1. A person is eligible to be a member of the Club if:
 - a) the person is a natural person, and
 - b) the person has been nominated and approved for membership of the Club in accordance with subsection 3.2, or
 - c) the person has registered as a player, or as a parent/guardian of a registered player and has paid the sum payable by the appropriate subordinate clubs.
- 3.2. A person is taken to be a member of the Club if:
 - a) the person is a natural person, and
 - b) the person was a registered and fully paid member of one of the subordinate clubs, or
 - c) the person was nominated as a Life Member as pertained in Schedule 1, or
 - d) the person was appointed as an official of one of the subordinate clubs at a general AGM of said clubs.

4. CESSATION OF MEMBERSHIP

- 4.1. A person ceases to be a member of the Club if the person:
 - a) dies, or
 - b) resigns membership, or
 - c) is expelled from the Club or subordinate clubs, or
 - d) fails to pay the appropriate registration fees to the appropriate subordinate sporting club within the due time period as defined in the subordinate club’s bylaws.

5. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

- 5.1. 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 on cessation of the person’s membership.

6. RESIGNATION OF MEMBERSHIP

- 6.1. A member of the Club may resign from membership of the Club by first giving to the President written notice of at least one calendar month (or such other period as the committee may determine) of the member’s intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- 6.2. If a member of the Club ceases to be a member under subsection 6.1, and in every other case where a member ceases to hold membership, the Club Secretary must 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 Public Officer of the Club must establish and maintain a register of committee members of the WRRSSC, and its sub-committees, specifying the name and postal or residential 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 must be kept in New South Wales:
 - a) at the main premises of the Club, or
 - b) if the Club has no premises, at the Club's official address.
- 7.3. The register of members must be open for inspection, free of charge, by any member of the Club at any reasonable hour.
- 7.4. A member of the association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
- 7.5. If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, then that information must not be made available for inspection.
- 7.6. A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
 - a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the Club or other material relating to the Club, or
 - b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

8. MEMBERS' LIABILITIES

- 8.1. The liability of a member of the Club 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 the bylaws of the appropriate subordinate club of the Club.

9. RESOLUTION OF DISPUTES

- 9.1. A dispute between a member and another member (in their capacity as members) of the Club, or a dispute between a member, or members, and the Club, are to be referred to the Committee for mediation.
- 9.2. If after a period of not less than 1 month, the mediation by the Committee is unable to resolve the dispute to the satisfaction of all parties, then they are to be referred to a community justice centre for mediation under the *Community Justice Centres Act 1983*.
- 9.3. If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.
- 9.4. The *Commercial Arbitration Act 1984* applies to any such dispute referred to arbitration.

10. GRIEVANCES AND DISCIPLINE OF MEMBERS

- 10.1. All members will be subject to, and submit unreservedly to, the jurisdiction, procedures, penalties and appeal mechanisms of the Club whether under Policies, bylaws, or under this Constitution.
- 10.2. The Committee may make a Policy or Policies:
 - a) for the hearing and determination of:
 - b) grievances by any member who feels aggrieved by a decision or action of the Club (or office bearer); and
 - c) disputes between members relating to the conduct of the administration of its sports clubs;

- d) for the discipline of members;
 - e) for the termination of members.
- 10.3. A complaint may be made to the Committee by any person that a member of the Club:
- a) has refused or neglected to comply with a provision or provisions of this Constitution, or
 - b) has refused or neglected to comply with a provision in a Clubs policy, subordinate club bylaw, or subordinate club policy, or
 - c) has wilfully acted in a manner prejudicial to the interests of the Club.
- 10.4. The Committee reserves the right where a complaint made under subsection 10.3(b) is made, then the Committee may refer the complaint to the subordinate club committee for action.
- 10.5. The Committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- 10.6. If the Committee decides to deal with the complaint, the Committee:
- a) must cause notice of the complaint to be served on the member concerned, and
 - b) must give the member at least 14 days from the time the notice is served within which to make submissions to the Committee in connection with the complaint, and
 - c) must take into consideration any submissions made by the member in connection with the complaint.
- 10.7. The Committee may, by resolution, expel the member from the Club or suspend the member from membership of the Club if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- 10.8. If the Committee expels or suspends a member, the Secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under section 11.
- 10.9. The expulsion or suspension does not take effect:
- a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - b) if within that period the member exercises the right of appeal, unless and until the Club confirms the resolution under section 11, whichever is the later.

11. RIGHT OF APPEAL OF DISCIPLINED MEMBER

- 11.1. A member may appeal to the Club in general meeting against a resolution of the Committee under section 10, 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. The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- 11.3. On receipt of a notice from a member under subsection 12.1, the Club Secretary must notify the Committee which is to convene a general meeting of the Club to be held within 28 days after the date on which the Club Secretary received the notice.
- 11.4. At a general meeting of the Club convened under subsection 12.3:
- a) no business other than the question of the appeal is to be transacted, and
 - b) the Committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and

- c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

11.5. The appeal is to be determined by a simple majority of votes cast by members of the Club.

PART 3 - THE COMMITTEE

12. POWERS OF THE COMMITTEE

- 12.1. Subject to the Act, the Regulation and this Constitution and to any resolution passed by the Club in general meeting, the Committee:
 - a) is to control and manage the affairs of the Club, and
 - b) may exercise all such functions as may be exercised by the Club, other than those functions that are required by this Constitution 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.
- 12.2. The Committee shall have the power to make any emergency decisions necessary, whereby these decisions will be ratified by a special general meeting to be called by the President and/or committee members, to be convened as soon as is practicable thereafter.
- 12.3. The Committee shall also be empowered to hear and decide on any disciplinary matters referred by the sub-committees, on any matter that may affect the running of the Club as a whole.
- 12.4. The President or Vice President shall be the chairperson of all meetings of the Club, and as such in the event of any equality of votes, the chairperson presiding may exercise a second or casting vote.

13. COMPOSITION AND MEMBERSHIP OF COMMITTEE

- 13.1. The Committee is to consist of:
 - a) President,
 - b) Secretary of the Cricket Club committee,
 - c) Secretary of the Football Club committee,
 - d) Secretary of the Netball Club committee,
 - e) Treasurer of the Cricket Club committee,
 - f) Treasurer of the Football Club committee,
 - g) Treasurer of the Netball Club committee, and
 - h) Executive Life Member.
- 13.2. The total number of Committee members is to be 8. The Committee positions will comprise the elected members of the subordinate clubs to the positions of Secretary and Treasurer.
- 13.3. The Committee will by manner of election, as detailed in section 14, elect two of its members to the roles of Vice-President and Club Secretary.
- 13.4. The Committee's assigned roles succeeding the election at subsection 13.3 will be as follows:
 - a) President,
 - b) Vice-President,
 - c) Club Secretary,
 - d) Committee Member,
 - e) Committee Member,
 - f) Committee Member,
 - g) Committee Member, and

h) Executive Life Member.

13.5. The office-bearers of the Club are as follows:

- a) the President,
- b) the Vice-President, and
- c) the Club Secretary.

13.6. A committee member may hold 1 office only.

13.7. Each member of the Committee is, subject to this Constitution, to hold office until the conclusion of the annual general meeting of the appropriate subordinate club, following the date of the member's election, but is eligible for re-election.

14. ELECTION OF COMMITTEE MEMBERS

14.1. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

14.2. If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.

President

14.3. Nominations for the position of President:

- a) must be made in writing (using the Nomination form at Appendix A), signed by 2 members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
- b) must be delivered to the Club Secretary at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.

14.4. The position of President may not be left vacant. If the position of President is vacated under the terms of subsection 18.1, then the Vice-President or any Committee member is to, via Special Resolution, perform an election for the role of President, within 28 days.

14.5. The ballot for the election of President is to be conducted at the AGM in such usual and proper manner as the Committee may direct.

Vice-President, Club Secretary and Executive Life Member

14.6. The position of Vice-President and Secretary shall be decided upon by a vote of the Committee, and shall be elected upon a vote of members of the Committee. The election of the Vice-President and Secretary is to be taken no later than 21 days from the conclusion of the AGM.

14.7. At such a time from the commencement of the AGM to a period not to exceed that detailed in subsection 14.6, the Committee shall elect from within the Committee members to the position of Vice-President and Club Secretary.

14.8. The Executive Life Member shall be a Life Member of the Club as per Schedule 1, who does not hold one of the positions as prescribed in Section 13.1, and who is duly elected at the WRRSSC AGM.

15. PRESIDENT

15.1. The President must advise the Department of Fair Trading of a change in the position holder of Public Officer (if applicable) within the nominated time as detailed in the Act.

15.2. Duties and roles of the President are detailed in Schedule 2.

16. VICE PRESIDENT

- 16.1. The Vice-President's role is to assist the President in the conduct of their duties. The Vice-President is to perform the role whereby the President is unavailable or unable to do so within the limitations of this Constitution and the Act.
- 16.2. Duties and roles of the Vice-President are detailed in Schedule 2.

17. CLUB SECRETARY

- 17.1. It is the duty of the Club Secretary to:
- a) maintain the Register of Members for all appointments of office-bearers and members of the Committee, and
 - b) record the names of members of the Committee present at a Committee meeting or a general meeting, and
 - c) minute all proceedings at Committee meetings and general meetings.
- 17.2. Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
- 17.3. The Club Secretary is responsible for ensuring that the Register of Members is updated with all the names of members of the Executive Committee, and to also ensure that the Secretaries of the subordinate clubs maintain their Committee member's names and amendments to the same register.

18. CASUAL VACANCIES

- 18.1. A casual vacancy in the office of a member of the Committee occurs if the member:
- a) dies, or
 - b) ceases to be a member of the Club and/or subordinate club, or
 - c) becomes an insolvent under administration within the meaning of the Corporations Act 2001 of the Commonwealth, or
 - d) resigns office by notice in writing given to the Club Secretary, or
 - e) is removed from office under section 19, or
 - f) becomes a mentally incapacitated person, or
 - g) is absent without the consent of the Committee from 3 consecutive meetings of the Committee, or
 - h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
 - i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the Corporations Act 2001 of the Commonwealth.
- 18.2. In the event of a casual vacancy occurring in the membership of the Committee, the following applies:
- a) for any position other than the President, the sub-committee will, in accordance with their bylaws, appoint or elect a member of the Club to fill the vacancy and the member so appointed is to hold office, subject to this Constitution and the subordinate clubs bylaws, until the conclusion of the AGM next following the date of the appointment, or
 - b) in the event that the casual vacancy is the position of president, the Committee are to convene a special general meeting in accordance with section 26. This special general meeting is to be held within 7 days of the vacancy occurring. Within 28 days after taking office, the appointed person must notify the Director-General, in the approved form under Part 4, Division 2, Section 34(6) of the Act.

- 18.3. In the event that a casual vacancy is for the position of Vice President or Club Secretary, then within 21 days of the appropriate sub-committee completing its election of a member to fill the vacancy, the Committee shall meet at a time advised by the President, to elect a new Vice President and/or Secretary in accordance with Section 14.6 above.

19. REMOVAL OF COMMITTEE MEMBERS

- 19.1. The Club in 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.
- 19.2. If a member of the Committee to whom a proposed resolution referred to in subsection 19.1 relates makes representations in writing to the Club Secretary or President (not exceeding a reasonable length) and requests that the representations be notified to the members of the Club, the Club 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.

20. CONFLICT OF INTEREST

- 20.1. Any member that has any inherent or implied pecuniary interest in any matter before the Committee, must advise the Committee immediately upon this being known.
- 20.2. After a member discloses the nature of interest in any matter, the member must not:
- a) be present during any deliberation of the Committee with respect to the matter, or
 - b) take part in any decision of the Committee with respect to the matter.

21. COMMITTEE MEETINGS AND QUORUM

- 21.1. The Committee must meet at least 3 times in each period of 12 months at such place and time as the Committee may determine.
- 21.2. Additional meetings of the Committee may be convened by the President or Vice-President of the Club.
- 21.3. Oral or written notice of a meeting of the Committee must be given by the Secretary to each member of the Committee at least 48 hours before the time appointed for the holding of the meeting.
- 21.4. Notice of a meeting given under subsection 21.3 must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the Committee members present at the meeting unanimously agree to treat as urgent business.
- 21.5. Any five members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- 21.6. No business is to 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 is to stand adjourned to the same place and at the same hour of the same day in the following week.
- 21.7. If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- 21.8. At a meeting of the Committee the President or Vice President must be present.

22. DELEGATION BY COMMITTEE TO SUB-COMMITTEE

- 22.1. 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.
- 22.2. A function the exercise of which has been delegated to a sub-committee under this section may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- 22.3. A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- 22.4. Despite any delegation under this section, the Committee may continue to exercise any function delegated.
- 22.5. Any act or thing done or suffered by a sub-committee 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.
- 22.6. The Committee may, by instrument in writing, revoke wholly or in part any delegation under this section.
- 22.7. A sub-committee may meet and adjourn as it thinks proper.
- 22.8. The Committee has delegated the following sub-committees to administer their appropriate sports and members in accordance with this Constitution and the subcommittee's bylaws:
- a) West Ryde Rovers Cricket Club Sub-Committee,
 - b) West Ryde Rovers Football Club Sub-Committee, and
 - c) West Ryde Rovers Netball Club Sub-Committee.

23. VOTING AND DECISIONS

- 23.1. Questions arising at a meeting of the Committee or of any subcommittee appointed by the Committee are to be determined by a majority of the votes of members of the Committee or subcommittee present at the meeting, as per this Constitution and/or the subordinate clubs bylaws.
- 23.2. 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.
- 23.3. Subject to subsection 21.5, the Committee may act despite any vacancy on the Committee.
- 23.4. 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 despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or subcommittee.

PART 4 - GENERAL MEETINGS

24. ANNUAL GENERAL MEETINGS - HOLDING OF

24.1. The Club must hold its annual general meetings:

- a) within 6 months after the close of the Club's financial year, or
- b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.

24.2. The Club will hold its AGM in the month of September of each calendar year.

25. ANNUAL GENERAL MEETINGS - CALLING OF AND BUSINESS AT

25.1. The AGM of the Club is, subject to the Act and to section 24, to be convened on such date and at such place and time as the Committee thinks fit.

25.2. In addition to any other business which may be transacted at an AGM, the business of an AGM is to include the following:

- a) to confirm the minutes of the last preceding AGM and of any special general meeting held since that meeting,
- b) to receive from the Committee reports on the activities of the association during the last preceding financial year,
- c) to receive from the sub-committee Secretary's reports on the activities of the sub-committees during the last preceding financial year,
- d) to elect President,
- e) to elect Vice-President and Club Secretary as detailed in section 14 if the Committee chooses to conduct election notwithstanding subsection 14.6.
- f) to receive and consider amendments to the Constitution,
- g) to receive and consider any financial statement or report required to be submitted to members under the Act,
- h) to receive and consider financial reports required to be submitted to the Director-General in accordance with the Act.

25.3. An AGM must be specified as such in the notice convening it.

25.4. Fifteen (15) members of the Club constitutes a quorum under this Constitution for an Annual General Meeting.

26. SPECIAL GENERAL MEETINGS - CALLING OF

26.1. The Committee may, whenever it thinks fit, convene a special general meeting of the Club.

26.2. The Committee must, on the requisition in writing of at least 5 per cent of the total number of members, convene a special general meeting of the Club.

26.3. A requisition of members for a special general meeting:

- a) must state the purpose or purposes of the meeting, and
- b) must be signed by the members making the requisition, and
- c) must 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.

- 26.4. If the Committee fails to convene a special general meeting to be held within 1 month after that 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.
- 26.5. A special general meeting convened by a member or members as referred to in subsection 26.4 must be convened as nearly as is practicable in the same manner as general meetings are convened by the Committee.

27. NOTICE

- 27.1. Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the Secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 27.2. If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the Secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under subsection 27.1, the intention to propose the resolution as a special resolution.
- 27.3. No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an AGM, business which may be transacted under subsection 25.2.
- 27.4. A member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

28. QUORUM FOR GENERAL MEETINGS

- 28.1. No item of business is to be transacted at a general meeting unless a quorum of members entitled under this Constitution to vote is present during the time the meeting is considering that item.
- 28.2. Fifteen (15) members present (being members entitled under this Constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 28.3. If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
- a) if convened on the requisition of members, is to be dissolved, and
 - b) in any other case, is to stand adjourned to the same day in the following week at the same 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.
- 28.4. 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 at least 3) are to constitute a quorum.

29. PRESIDING MEMBER

- 29.1. The President or, in the President's absence, the Vice-President, is to preside as chairperson at each general meeting of the Club.
- 29.2. If the President or Vice-President is absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

30. ADJOURNMENT

- 30.1. 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 is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

- 30.2. If a general meeting is adjourned for 14 days or more, the Club Secretary must 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.
- 30.3. Except as provided in subsections 30.1 and 30.2, 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.

31. MAKING OF DECISIONS

- 31.1. A question arising at a general meeting of the Club is to be determined by either:
 - a) a show of hands, or
 - b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot—a written ballot.
- 31.2. If the question is to be determined by a show of hands, 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 association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- 31.3. If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

32. SPECIAL RESOLUTIONS

- 32.1. A special resolution is passed by the Club in accordance with section 39 of the Act:
 - a) at a meeting of the Club of which notice has been given to its members no later than 21 days before the date on which the meeting is held, or
 - b) in such a other manner as the Director-General may direct.if it is supported by at least three-quarters of the votes cast by members of the Club who, under section 33 of this Constitution, are entitled to vote on the proposed resolution.
- 32.2. A notice referred to in subsection 32.1(a) must include the terms of the resolution and a statement to the effect that the resolution is intended to be passed as a special resolution.
- 32.3. A direction under subsection 32.1(b) may not be given unless the Director-General is satisfied that, in the circumstances, it is impracticable to require votes to be cast in the manner provided by subsection 32.1(a).

33. VOTING

- 33.1. On any vote arising at any meeting, an eligible member is deemed as detailed in section 3
- 33.2. On any question arising at a general meeting of the Club a member has one vote only.
- 33.3. In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- 33.4. A member is not entitled to vote at any general meeting of the Club unless all money due and payable by the member to the association has been paid.
- 33.5. A member is not entitled to vote at any general meeting of the Club if the member is under 18 years of age.

34. PROXY VOTES NOT PERMITTED

- 34.1. Proxy voting must not be undertaken at or in respect of a general meeting.

35. POSTAL BALLOTS

35.1. Postal ballots must not be undertaken at or in respect of a general meeting.

PART 5 - MISCELLANEOUS

36. INSURANCE

36.1. The Club may effect and maintain insurance.

37. FUNDS

Source

37.1. The funds of the Club are to be derived from entrance fees and registration fees of members, donations and, subject to any resolution passed by the Club in general meeting, such other sources as the Committee determines.

37.2. All money received by the Club must be deposited as soon as practicable and without deduction to the credit of the Club bank or other authorised deposit-taking institution account.

37.3. The Club must, as soon as practicable after receiving any money, issue an appropriate receipt.

Management

37.4. Subject to any resolution passed by the Club in general meeting, the funds of the Club are to be used in pursuance of the objects of the Club in such manner as the Committee determines.

37.5. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the Committee or employees of the association, being members or employees authorised to do so by the Committee.

38. CHANGE OF NAME, OBJECTS AND CONSTITUTION

38.1. An application to the Director-General for registration of a change in the Club name, objects or Constitution in accordance with section 10 of the Act is to be made by the Public Officer or a Committee member.

39. CUSTODY OF BOOKS ETC

39.1. Except as otherwise provided by this Constitution, the Public Officer must keep in his or her custody or under his or her control all records, books and other documents relating to the Club.

40. INSPECTION OF BOOKS ETC

40.1. The following documents must be open to inspection, free of charge, by a member of the Club at any reasonable hour:

- a) records, books and other financial documents of the Club,
- b) this Constitution,
- c) minutes of all Committee meetings and general meetings of the Club.

40.2. A member of the Club may obtain a copy of any of the documents referred to in subsection 40.1 on payment of a fee of not more than \$1 for each page copied.

41. SERVICE OF NOTICES

41.1. For the purpose of this Constitution, a notice may be served on or given to a person:

- a) by delivering it to the person personally, or
- b) by sending it by pre-paid post to the address of the person, or
- c) by sending it by facsimile transmission, electronic mail, or some other form of electronic transmission to an address specified by the person for giving or serving the notice.

41.2. For the purpose of this Constitution, a notice is taken, unless the contrary is proved, to have been given or served:

- a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
- b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
- c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

42. FINANCIAL YEAR

42.1. The financial year of the Club is:

- a) the period of time commencing on the date of incorporation of the Club and ending on the following 30 June, and
- b) each period of 12 months after the expiration of the previous financial year of the Club, commencing on 1 July and ending on the following 30 June.

43. POLICIES

Making and Amending Policies

43.1. The Committee may from time to time make policies:

- a) That are required to be made under this Constitution, and
- b) Which in their opinion are necessary or desirable for the control, administration and management of the Club's affairs and may amend, repeal and replace those policies.

43.2. The Committee in general meeting may amend, repeal or replace any policy made by the Club without affecting the validity of acts or decisions made by the Committee or anyone authorised to act pursuant to that policy.

43.3. The Policies referred to in subsections 10.2 and 43.1 take effect 7 days after the acceptance of the Policy by Committee vote of approval, and shall be of force and effect on that date.

Effect of Policies

43.4. A Policy:

- a) is subject to this Constitution;
- b) must be consistent with this Constitution;
- c) when in force is binding on all members and has the same effect as a provision in this Constitution; and
- d) may be overruled if a resolution to that effect is passed by the members at a general meeting.

SCHEDULE 1 – LIFE MEMBERS

LIFE MEMBERS

The following persons have been nominated (and accepted) the positions of Life Member of the West Ryde Rovers Sports and Social Club (Incorporated) for their dedication and support to the Club.

Lester Harry Waud	Club Founder	
Mavis Waud	Football and Netball	
John Muir	Football	
Bob Montgomery	Football	
Allan Waud	Football	
Karen Waud	Club President (Daughter of LH Waud)	
Marjory Warton	Netball	
Bill Plaskett	Football	
Alan Harrison	Cricket	
Fiona Harrison	Cricket	
Alan Anderson	Football	
Robert Goldsworthy	Football	
Andrew Lang	Football	
Col Harrison	Football	
Donna Clinch	Netball	
Robyn Casey	Netball	
Elaine Farley	Netball	
Matt Hanchard	Football	
Craig Eldred	Football	
Nable Rahme	Football	
Paul Basha	Football	
Paul Borg	Football	
Andrew Harrison	Football	
Michelle Lang	Football and Netball	
Richard Goggin	Cricket	
Harold Brooks	Netball	
Karen Harrison	Football	
Michael Weber	Football	
Sue Martin	Netball	
Leanne Roberts	Netball	
Doug Steel	Cricket	
Ruth Ross	Netball	
Michelle Downs	Netball (Granddaughter of LH Waud)	2013

SCHEDULE 2 – ROLE DESCRIPTION

PRESIDENT

Objectives

- To provide strong, efficient and effective leadership for the Club.
- To ensure the Club promotes the participation and achievement of all its sporting teams at the highest level and that all junior members are given the highest level of coaching and competition to promote their development to senior ranks within the Club
- Ensure the Club is run efficiently administratively, financially and socially to support the on field activities.
- To provide support to the Executive and Committee members of the Club and its subordinate clubs to ensure the efficient operation of the Club.
- To provide a safe and enjoyable recreational environment for all club members and ensure all sporting activities are played in a competitive and fair spirit.

Responsibilities

- Ensure sub committees and committee members fulfil their responsibilities to the Club.
- Preside at all meetings of the Club Committee.
- Report activities of the portfolio to the membership at the Annual General Meeting.
- Assist other Committee members in their duties as required.
- Undertake tasks as required and at the request of the Committee.

Relationships

- Reports to the members and subordinate club committees of the Club
- Acts as or ensure his/her delegate acts in the best interest of the Club at stakeholder or Delegates meetings.
- Supports all committee members, coaches, managers and players.

Accountability

- The President is accountable to the members and the Committee.
- Seek ratification from the appropriate Committee, or subcommittee prior to committing the Club to any financial expenditure or action

SCHEDULE 2 – ROLE DESCRIPTION

VICE PRESIDENT

Objectives

- To provide support to the President of the Club.
- To provide support to the Committee and sub committee members to ensure the efficient operation of the Club.

Responsibilities

- Preside over meetings in the absence of the President.
- Assist other Committee members in their duties as required.
- Undertake tasks as required and at the request of the President or Committee.

Relationships

- Reports to the President and subordinate club committees of the Club
- Supports all committee members, coaches, managers and players.

Accountability

- The Vice-President is accountable to the President, members and the Committee.
- Provide a report on portfolio operations at each Committee meeting.
- Seek ratification from the appropriate Committee, or subcommittee prior to committing the Club to any financial expenditure or action

APPENDIX A -PRESIDENT NOMINATION FORM

WEST RYDE ROVERS SPORTS AND SOCIAL CLUB

Nominee:	Post Held:
Position Nomination: PRESIDENT	
Address:	Telephone No:
Date of Birth:	
Brief Summary of Current Responsibilities & Background Career Details:	
Interest in the work of the West Ryde Rovers Football Committee:	
Other Trustee Memberships/Directorships etc:	
Nominated by:	Telephone No:
Organisation:	
Consented by:	
Signed:	Date:

Please return to WRRSSC Committee member, at least 7 days prior to the scheduled AGM.