



**PALMERSTON
GAME
FISHING
CLUB
Inc.**

CONSTITUTION

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1. NAME

The name of the Club shall be the Palmerston Game Fishing Club Inc. hereinafter referred to as 'the Club'.

2. AFFILIATIONS

The Club will affiliate from time to time with Peak Fishing Organisations which it believes further the best interests of recreational fishing and where the rules of such organisations do not conflict in principal with the rules of the Palmerston Game Fishing Club Inc.

3. OBJECTS

The objects of the club are to promote and encourage legal and ethical recreational and sports fishing practices to people of all ages and to liaise with other organisations holding similar interests through continued proactive participation and leadership in the community.

4. DEFINITIONS

In this Constitution, unless the contrary intention appears –

"Act" means the *Associations Act* and regulations made under that Act;

"Committee" means the office bearers of the Club referred to in section 10;

"financial institution" means an authorised deposit-taking institution within the meaning of section 5 of the *Banking Act 1959* of the Commonwealth;

"general meeting" means a general meeting of members convened in accordance with section 14 of the Constitution;

"member" means a financial member of the Club;

"register of members" means the register of the Club's members established and maintained under section 34 of the Act;

"special resolution" means a resolution notice of which is given under clause 14 (5) and passed in accordance with section 37 of the Act.

5. POWERS OF CLUB

(1) For achieving its objects the Club has the powers conferred by sections 11 and 13 of the Act.

(2) Subject to the Act, the Club may do all things necessary or convenient for carrying out its objects and in particular, may –

- (a) acquire, hold and dispose of real or personal property;
- (b) open and operate accounts with financial institutions;
- (c) invest its money in any security in which trust monies may lawfully be invested;
- (d) raise and borrow money on the terms and in the manner it considers appropriate;
- (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
- (f) appoint agents to transact business on its behalf; and
- (g) enter into any other contract it considers necessary or desirable.

6. FISHING RULES, RECORDS AND GAME FISH

Fishing rules, record procedures and recognised game fish shall be those as currently set down and from time to time recognised by the INTERNATIONAL GAME FISHING ASSOCIATION.

7. LOCAL RULES

Local rules shall be as determined by the Committee and notified to members at any general meeting of the Club. These local rules are subject to change at any time at the discretion of the Committee providing that no change will take effect until it has been notified to members at a general meeting of the Club.

8. ALTERING THE CONSTITUTION

- (1) The Club may alter this Constitution by special resolution but not otherwise.
- (2) If the Constitution is altered, the public officer must ensure compliance with section 23 of the Act.
- (3) A special resolution may be moved at any Special General Meeting of the Club.
- (4) The Secretary must give all members not less than 21 days notice of the meeting at which a special resolution is to be proposed.

- (5) The notice must include the resolution to be proposed and the intention to propose the resolution as a special resolution.

9. MEMBERSHIP

- (1) Application for membership

To apply to become a member of the Club a person must –

- (a) submit a written application for membership to the Committee –
 - (i) in a form approved by the Committee; and
 - (ii) signed by the person and both of the members referred to in paragraph (b) below; and
- (b) be proposed by one member and seconded by another member.

- (2) Annual membership fees

The annual membership fee is the amount determined from time to time by resolution at an annual general meeting.

- (3) Categories of membership

- (a) Life Member

Life membership may be bestowed on any ordinary member of the Club by resolution of an Annual General Meeting or Special General Meeting of the Club. Life membership will usually be in recognition of long time membership (not less than 10 years) or for the performance of outstanding service to the Club. Nominations of life membership may only be formally made by the Committee although any member may make recommendations for life membership to the Committee. Life members will have all the rights enjoyed by an ordinary member of the Club but will not be required to pay annual subscriptions.

(b) Ordinary Member:

Ordinary membership of the Club shall be bestowed on any person 18 years of age and over subject to payment of an annual subscription to be determined each year at the Annual General Meeting. The Committee shall have the right to refuse membership to any person without assigning any reason subject to the appeal rights in 9(6). Ordinary members will have the right to take part in all Club competitions, to full voting rights at any meeting of the Club and to hold any Club office.

(c) Family Member

Family membership of the Club shall be bestowed on any person being within the immediate family of ordinary members (spouse or child permanently residing with that member or being the married partner or direct offspring of that member under 18 years of age) after payment of an annual subscription to be determined each year at the Annual General Meeting such subscription covering as many members of the family of an ordinary member who meets the above criteria. Family members over 18 years of age shall have the right to vote and hold office in the Club.

(d) Sponsored Member

Sponsored membership is available to persons under 18 years of age who are not in the immediate family of an ordinary member. Each sponsored member must be sponsored by an ordinary member of the Club who will accept full responsibility for their conduct and fishing practice. Each ordinary member may only act as sponsor for one sponsored member. Acceptance of sponsored membership will be at the discretion of the Committee and an annual subscription to be determined each year at the Annual General Meeting will be payable. Sponsored members will have the same rights as family members.

(e) Honorary Members

The Committee shall have the power to authorise Honorary Membership for any person and it shall apply for a stated period.

- (4) Rejection of application for membership
 - (a) If an application is rejected, the applicant may appeal against the decision by giving notice to the Secretary within 14 days after being advised of the rejection.
 - (b) If an applicant gives notice of an appeal against the rejection of his or her application, the Committee must reconsider the application at the next Committee meeting after receipt of the notice of appeal.
 - (c) If after reconsidering an application the Committee reaffirms its decision to reject the application, the decision is final.

- (5) Suspension and expulsion of membership
 - (a) Members will be deemed to have suspended membership if they have not paid their annual subscriptions within 30 days of their subscription becoming due. It is the member's responsibility to ensure that the subscription is paid. No notification by the Committee is necessary but reminder notices may be issued.
 - (b) Any member who wilfully and knowingly does continually, after warning from the Committee, disrupt, upset, argue, divide and generally cause a nuisance to other members shall be obliged to give an explanation to the Committee if another member complains. Failure to provide a satisfactory explanation will at the discretion of the Committee result in immediate suspension of membership.
 - (c) Any member who wilfully breaks the rules of the Club, particularly those relating to the rules and ethics of fishing, or who gives an article to the media which is detrimental to the Club, or who indulges in conduct that is detrimental to the Club shall be required to provide a satisfactory explanation to the Committee.
 - (d) If the Committee considers that a member should be suspended or expelled because his or her conduct is detrimental to the interests of the Club, the Committee must give notice of the proposed suspension or expulsion to the member.

- (e) The notice must –
 - (i) be in writing and include –
 - (1) the time, date and place of the Committee meeting at which the question of that suspension or expulsion will be decided; and
 - (2) the particulars of the conduct; and
 - (ii) be given to the member not less than 30 days before the date of the Committee meeting referred to in paragraph (e) (i) (1) above.
 - (f) At the meeting, the Committee must afford the member a reasonable opportunity to be heard or to make representations in writing.
 - (g) The Committee may suspend or expel or decline to suspend or expel the member from the Club and must give written notice of the decision and the reason for it to the member.
 - (h) Subject to clause 9(6), the decision to suspend or expel a member takes effect 14 days after the day on which notice of the decision is given to the member.
- (6) Appeals against suspension or expulsion
- (a) A member who is suspended or expelled under clause 9(5) may appeal against that suspension or expulsion by giving notice to the Secretary within 14 days after receipt of the Committee's decision.
 - (b) The appeal must be considered at a general meeting of the Club and the member must be afforded a reasonable opportunity to be heard at the meeting or to make representations in writing prior to the meeting for circulation at the meeting.
 - (c) The members present at the general meeting must, by resolution, either confirm or set aside the decision of the Committee to suspend or expel the member.
 - (d) The member is not suspended or does not cease to be a member until the decision of the Committee to suspend or expel him or her is confirmed by a resolution of the members.

(7) Reinstatement of membership

Subject to appeal rights under clause 9(6) any person who has been expelled or suspended for any reason may apply directly to the Committee who will have sole discretion as to the reinstatement of membership.

Reinstatement will usually be granted where suspension resulted from failure to pay annual subscriptions, but only after receipt of all outstanding subscriptions.

10. ELECTION OF OFFICE BEARERS

(1) Office bearers shall be a minimum of the following:

President
Vice President
Secretary
Treasurer
4 x Committee Members
1 x Weigh master
2 x Representatives to Amateur Fishermen's Association Northern Territory.

(2) All office positions will be declared vacant at the Annual General Meeting. The retiring President will appoint an election officer to conduct the election of office bearers. The election officer must not be a member standing for the position of President. Nominations will be called, must be seconded and accepted by the nominee (only written acceptances, nominations, seconds and proxy votes will be recognised in the case of any person nominated and not actually in attendance). In the event that there is more than one nomination for any position an election on first past the post rules will be conducted.

In the event that a Club office position becomes vacant during the year (a 'casual vacancy') nominations for the position will be called and an election conducted at the next appropriate general meeting except in the case of the position of President where there shall be 14 days notice to all ordinary members that an election is to take place.

11. DUTIES OF OFFICE BEARERS

(1) President

- (a) To ensure the successful functioning of the Club and attainment of its objectives.
- (b) To uphold the Club's constitution, standing orders and rules.
- (c) To act as Chairperson at all General and Committee meetings and run them in an orderly manner.
- (d) To strive to improve the Club's policies, activities and administration.
- (e) To represent the Club as its senior officer outside the Club.
- (f) To sign a copy of each meeting's minutes after confirmation at the next meeting.

(2) Vice President

- (a) To act for the President in his or her absence.
- (b) To perform the duties of a member of the Committee.
- (c) To Chair the Barra Nationals Sub-Committee. As Chair duties include -
 - (i) Attend and minute the Nationals Sub-Committee meetings and provide copies to the Committee;
 - (ii) Report to the Committee on general progress;
 - (iii) Seek approval of the budget prepared by the Nationals Coordinator from the Committee;
 - (iv) Seek approval of any deviations in excess of 10% of the approved budget items from the Executive Committee;
 - (v) Submit proposals from the Nationals Sub-Committee for any sponsorship or contract arrangements exceeding the current year to the Committee for approval; and
 - (vi) Submit to the Committee any proposals to exceed 45 boats participating in the Nationals for its approval.

(3) Secretary

- (a) To prepare agenda for and to keep true and accurate records of all General and Committee meetings.
- (b) To manage the correspondence of the Club.
- (c) To arrange meetings.
- (d) To ensure that members are informed of the activities and business of the Club.
- (e) To ensure the effective operation of Club business.
- (f) To ensure that accurate Club records such as membership, competition results, etc, are maintained.
- (g) To keep and maintain a register of all assets obtained with Government grants.
- (h) To ensure the Chairman signs a copy of the last meeting's minutes after confirmation at the next meeting.

(4) Treasurer

- (a) To keep the financial affairs of the Club in order and to keep accurate accounting records for this purpose.
- (b) To present brief written financial reports at all Club meetings.
- (c) To present a full annual finance report to each Annual General Meeting.
- (d) To arrange for the auditing of Club finances.
- (e) To manage the payment of claims, invoicing, debt collecting and issuing of receipts for payment of Club membership.
- (f) To manage the financial status of Club membership.
- (g) To ensure that the management of Club finances is in accord with the financial rules shown below.
- (h) Maintain a register of members including the date of joining and the date he or she ceased to be a member.
- (i) To ensure that accounting records are retained for at least 7 years after the transactions for which they relate are completed.

(5) Committee Members

- (a) To make themselves available for all Committee meetings wherever possible.
- (b) To assist wherever possible in the efficient running of the Club and all its activities.
- (c) To act for other office bearers in their absence.

(6) Weigh Master

- (a) To ensure that all Club competitions are run in accordance with the fishing rules.
- (b) To ensure all fish are presented in an edible condition.
- (c) To provide the Secretary with accurate records of captures for all Club competitions.
- (d) To ensure that any record claims made by members are on the appropriate form and that they are forwarded to the appropriate record authority.
- (e) To be the final referee in any dispute concerning Club competition or the legality of any capture by a Club member.
- (f) To bring to the attention of the Committee any matter related to the fishing practice of a member which is not in accordance with the principles, ethics or rules of game fishing.

(7) Representative of Amateur Fisherman's Association of the Northern Territory (AFANT)

- (a) To attend all meetings of the Amateur Fisherman's Association of the Northern Territory (AFANT).
- (b) To report to each Club meeting on the activities of AFANT.
- (c) To canvas the views of the Club and represent these views to AFANT.
- (d) To assist AFANT in achieving its objectives and in its activities except where such assistance would be contrary to the wishes of a majority of members of the Club.

11A. PUBLIC OFFICER

- (1) The Committee of the Club must appoint one member of the Committee to be the public officer from time to time.
- (2) The public officer must ensure that documents are filed with the Commissioner of Business Affairs in accordance with sections 23, 28 and 45 of the *Associations Act* (or as amended).
- (3) The public officer must keep a current copy of the Constitution of the Club.

- (4) The public officer shall hold that position in accordance with, and fulfil the duties required under, the provisions of the *Associations Act*.

12. EXECUTIVE COMMITTEE

- (1) The business of the Club must be managed by or under the direction of the Committee.
- (2) The Committee may exercise all the powers of the Club except those matters that the Act or this Constitution requires the Club to determine through a general meeting of members.
- (3) The Committee may appoint and remove staff.
- (4) The President, the Vice-President, the Treasurer, and the Secretary constitute an executive Committee, which may issue instructions to the public officer and the servants of the Club in matters of urgency connected with the management of the affairs of the Club during the intervals between meetings of the Committee, and where any such instructions are issued shall report thereon to the next meeting of the Club.

13. SUB-COMMITTEES

- (1) At any Committee meeting the members present may appoint a Sub-committee from the Committee as it may think fit and shall prescribe the powers and functions thereon.
- (2) The Sub-committee may co-opt as members such persons as it thinks fit, whether or not those persons are members of the Club but a person so co-opted is not entitled to vote.
- (3) Written or verbal notice of each Sub-committee meeting shall be served on each member of the Sub-committee.

14. MEETINGS

- (1) Committee Meetings
 - (a) The Committee will be made up of all office bearers of the Club. The Committee will meet as required. A Committee meeting may be called by agreement between any three members of the Committee and each member will make every effort to attend. Any Committee member failing to provide a satisfactory explanation to a quorum of the Committee may be expelled from office and their position filled as a casual vacancy.

A quorum of the Committee shall be any four office bearers.

(b) Agenda for Committee meetings shall be as determined by members present except that it will include any matter raised by ordinary members of the Club for consideration by the Committee.

(c) Voting and decision making

(i) Each committee member present at a meeting has a deliberative vote.

(ii) A question arising at a committee meeting may be decided on the basis of consensus or by a majority of votes.

(iii) If there is no majority, the person presiding at the meeting has a casting vote in addition to a deliberative vote.

(2) General Meetings

General meetings of the Club will be held for the purpose of increasing members' knowledge of fishing and Club events. These meetings will be held each month on a day decided from time to time by the Committee.

(3) Annual General Meetings

(a) The Club shall, in each year, hold an Annual General Meeting.

(b) The Annual General Meeting shall be held within 5 months after the end of the Club's financial year.

(c) The Annual General Meeting shall be in addition to any other general meetings that may be held in the same year.

(d) The Secretary must give to all members not less than 21 days notice of an Annual General Meeting.

(e) The Annual General Meeting shall be specified as such in the notice convening it.

(f) The ordinary business of the Annual General Meeting shall be to -

(i) confirm the minutes of the last proceeding Annual General Meeting and of any Special general meeting held since that meeting;

(ii) elect the officers of the Club and Committee members; and

(iii) appoint the auditor and determining their remuneration.

(g) The Annual General Meeting may transact special business of which notice is given in accordance with these rules.

- (h) At each Annual General Meeting of the Club, the Committee must present the following documents for the consideration of the meeting -
 - (i) the audited statement of the Club's accounts in relation to the last financial year;
 - (ii) a copy of the auditor's report to the Club in relation to the accounts for that financial year;
 - (iii) a report signed by two members of the Committee stating –
 - (1) the name of each member of the Committee of the Club during the last financial year and, if different, at the date of the report;
 - (2) the principal activities of the Club during the last financial year and any significant change in the nature of those activities that occurred during that financial year; and
 - (3) the net profit or loss of the Club for the last financial year.
- (i) The Committee of the Club must ensure the prescribed number of copies required under the Act of the documents referred to in subsection (h) (i) and (ii) above are available for perusal by members of the Club at least two weeks prior to and during the Annual General Meeting.

(4) Special General Meetings

- (a) The Committee –
 - (i) may at any time convene a special general meeting;
 - (ii) must, within 30 days after the Secretary receives a notice under clause 9(6), convene a special general meeting to deal with the appeal to which the notice relates; and
 - (iii) must, within 30 days after it receives a request under clause 14 (4) (b) below convene a special general meeting for the purpose specified in that request.
- (b) A minimum of 10 members of the Club may make a written request to the Committee for a special general meeting. The request must –
 - (i) state the purpose of the special general meeting; and
 - (ii) be signed by the members making the request.

- (c) If the Committee fails to convene a special general meeting within the time allowed –
 - (i) for clause 14 (4) (a) (ii) above – the appeal against the decision of the Committee is upheld; and
 - (ii) for clause 14 (4) (b) above – the members who made the request may convene a special general meeting as if they were the Committee.
- (d) If a special general meeting is convened under subclause 14 (4) (a) (ii) the Club must meet any reasonable expenses of convening and holding the special general meeting.
- (e) The Secretary must give to all members not less than 21 days notice of a special general meeting. The notice must specify –
 - (i) when and where the meeting is to be held; and
 - (ii) the particulars of and the order in which business is to be transacted.

(5) Special resolutions

- (a) The Secretary must give all members not less than 21 days notice of the meeting at which a special resolution is to be proposed unless otherwise provided in the Schedule.
- (b) The notice must include the resolution to be proposed and the intention to propose the resolution as a special resolution.

(6) Quorum at Annual General Meetings

The quorum of an Annual General Meeting shall be 20 of financial members over 18 years of age present.

(7) Lack of quorum

- (a) If within 30 minutes after the time specified in the notice for the holding of a general meeting a quorum is not present –
 - (i) for an annual general meeting convened under clause 14(3) – the meeting stands adjourned to the same time on the same day in the following week and to the same place;

- (ii) for a meeting convened under clause 14 (4) (a) (ii) - the members who are present in person or by proxy may proceed with hearing the appeal for which the meeting is convened; or
 - (iii) for a meeting convened under clause 14 (4) (b) – the meeting lapses.
- (b) If within 30 minutes after the time appointed by subclause (7)(a) for the resumption of an adjourned Annual General Meeting a quorum is not present, the members who are present in person or by proxy may proceed with the business of that Annual General Meeting as if a quorum were present.
- (c) The Chairperson may, with the consent of an Annual General Meeting at which a quorum is present, and must, if directed by the members at the meeting, adjourn that Annual General Meeting from time to time and from place to place.
- (d) There must not be transacted at an adjourned Annual General Meeting any business other than business left unfinished or on the agenda at the time when the Annual General Meeting was adjourned.
- (e) If an Annual General Meeting is adjourned for a period of 30 days or more, the Secretary must give notice of the adjourned Annual General Meeting as if that Annual general meeting were a fresh Annual General Meeting.

(8) Proxies

A member may appoint in writing another member to be the proxy of the appointing member to attend and vote on behalf of the appointing member at any Annual General Meeting or Special General Meeting.

(9) Standing Orders

Standing Orders for the conduct of Club meetings are contained in Appendix 1.

15. INCOME AND PROPERTY OF CLUB

- (1) The income and property of the Club, however derived, shall be applied solely towards the promotion of the objects and purposes of the Club and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise to any member of the Club.

The Club shall not –

- (a) appoint a person who is a member of the Committee to any office to the holder of which there is payable any remuneration by way of salary, fees, or allowances; or
 - (b) pay to any such person any remuneration or other benefit in money or money's worth (other than the repayment of out-of-pocket expenses).
- (2) Nothing in the foregoing provisions of this rule prevents the payment in good faith to a servant or member of the Club of -
- (a) remuneration in return for services actually rendered to the Club by the servant or member or for goods supplied to the Club by the servant or member in the ordinary course of business;
 - (b) interest at current bank overdraft rate on money lent; or
 - (c) a reasonable and proper sum by way of rent for premises let to the Club by the servant or member.

16. DISCLOSURE OF INTEREST IN CONTRACTS, ETC

- (1) A member of the Committee who is interested in any contract or arrangement made or proposed to be made with the Club shall disclose their interest at the first meeting of the Committee at which the contract or arrangement is first taken into consideration, if their interest then exists, or, in any other case, at the first meeting of the Committee after the acquisition of their interest.
- (2) If a member of the Committee becomes interested in a contract or arrangement after it is made or entered into they shall disclose their interest at the first meeting of the Committee after they becomes so interested.
- (3) No member of the Committee shall vote as a member of the Committee in respect of any contract or arrangement in which they are interested and if they do so vote their vote shall not be counted.

17. FINANCIAL RULES

- (1) The financial year of the Club is the period beginning on July 1 in each year and ending on the 30 June next following.
- (2) The Treasurer shall have general responsibility for conducting the financial affairs of the Club. Accurate accounts of Club finances will be kept, audited at least once per year and reported to members.

- (3) Records of Club finances including bank statements and deposit books shall be available for examination by any ordinary member after 14 days written notice to the treasurer.
- (4) Payment of any accounts in excess of \$50.00 must be authorised by at least two members of the Committee.
- (5) All continuing members must pay subscriptions to and obtain a receipt from the treasurer within 30 days of their subscription becoming due.
- (6) No member of the Committee shall receive payment for services rendered to the Club unless the contracting of such services has previously been agreed at a general meeting.
- (7) If the Club should cease to operate any residual monies after settlement of outstanding debts shall be donated to charity and shall not be subject to claim by any member.

18. AUDITOR

- (1) At each Annual General Meeting of the Club, the members present shall appoint a person who is not a member or the public officer of the Club as the auditor of the Club.
- (2) A person so appointed shall hold office until the Annual General Meeting next after that at which they were appointed, and is eligible for re-appointment.
- (3) The first auditor of the Club may be appointed by the Committee before the first Annual General Meeting, and, if so appointed, shall hold office until the first Annual General Meeting, unless previously removed by a resolution of the members at a general meeting, in which case the members at that meeting may appoint an auditor to act until the first Annual General Meeting.
- (4) If an appointment is not made at an Annual General Meeting the Executive Committee shall appoint an auditor of the Club for the then current financial year of the Club.
- (5) If a casual vacancy occurs in the office of auditor during the course of a financial year of the Club, the Executive Committee may appoint a person as the auditor and the person so appointed shall hold office until the next succeeding Annual General Meeting.

19. AUDIT OF ACCOUNTS

- (1) Once at least in each financial year of the Club, the accounts of the Club shall be examined by the auditor.
- (2) The auditor shall certify as to the correctness of the accounts of the Club and shall report thereon to the members present at the Annual General Meeting.
- (3) In their report, and in certifying to the accounts, the auditor shall state –
 - (a) whether they have obtained the information required by them;
 - (b) whether, in their opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Club according to the information at their disposal and the explanations given to them and as shown by the books of the Club; and
 - (c) whether the rules relating to the administration of the funds of the Club have been observed.
- (4) The public officer of the Club shall cause to be delivered to the auditor a list of all the accounts, books and records of the Club.
- (5) The auditor-
 - (a) has a right of access to the accounts, books, records, vouchers and documents of the Club;
 - (b) may require from the servants of the Club such information and explanations as may be necessary for the performance of their duties as auditor;
 - (c) may employ persons to assist them in investigating the accounts of the Club; and
 - (d) may, in relation to the accounts of the Club, examine any member of the Committee or any servant of the Club.

19. GRIEVANCE AND DISPUTES PROCEDURES

- (1) This clause applies to disputes between –
 - (a) a member and another member; or
 - (b) a member and the Committee.
- (2) Within 14 days after the dispute comes to the attention of the parties to the dispute, they must meet and discuss the matter in dispute, and, if possible, resolve the dispute.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days after the meeting, hold another meeting in the presence of a mediator.
- (4) The mediator must be –
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement –
 - (i) for a dispute between a member and another member – a person appointed by the Committee; or
 - (ii) for a dispute between a member and the Committee – a person who is a mediator appointed or employed by the department administering the *Act*.
- (5) A member of the Club can be a mediator.
- (6) The mediator cannot be a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must –
 - (a) give the parties to the mediation process every opportunity to be heard;
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the *Act* or otherwise at law.

20. DISTRIBUTION OF SURPLUS ASSETS ON WINDING UP

- (1) If on the winding up or dissolution of the Club, and after satisfaction of all its debts and liabilities, there remain any assets, the assets must not be distributed to the members or former members.
- (2) The surplus assets must be given or transferred to another association incorporated under the Act that –
 - (a) has similar objects or purposes;
 - (b) is not carried on for profit or gain to its individual members;
and
 - (c) is determined by resolution of the members.

APPENDIX 1 - STANDING ORDERS

The following standing orders are those which may be enforced at any meeting of the Club.

- (1) These standing orders shall be applicable to all general meetings and Committee meetings, and shall be subject to the constitution.
- (2) Meetings shall be subject to the presence of a quorum, start at a time set out by the Secretary and shall be, subject to the discretion of the meeting, continue until all business on the agenda is disposed of.
- (3) If no quorum is present within thirty (30) minutes of the starting time set out by the Secretary, the meeting shall lapse and, subject to any resolution previously passed, the Chairperson shall fix the time of the next meeting. All business on the agenda of the lapsed meeting shall be included on the agenda of the next meeting and shall take precedence over any new business.
- (4) Any member desiring to speak at general meetings or in the Committee meeting shall rise in their place and when called upon by the Chairperson, shall address the Chair. If two or more members rise simultaneously, the Chairperson shall call upon the member who first caught their eye.
- (5) When the Chairperson rises to speak, any member on their feet shall resume their seat.
- (6) Except in Committee, no member other than the proposer of the motion or amendment shall speak to it until it has been seconded. A motion or amendment lapsing for the want of a seconder shall not be recorded in the minutes.
- (7) A motion or amendment before the Chair shall not be withdrawn except by its mover and by the leave of the meeting. No motion shall be withdrawn while any amendment is under discussion or after any amendment has been adopted.
- (8) If required to do so by the Chair, the proposer of any motion or amendment shall submit it in writing.
- (9) A motion or amendment before the Chair may be reworded by the mover subject to the leave of the meeting.

- (10) Except in Committee, no member shall speak more than once to any question, except that the mover of a motion (but not an amendment) shall have the right to reply, which shall close the debate. An amendment shall constitute a separate question from the original motion and from any other amendment.
- (11) A member moving a motion or amendment shall be deemed to have spoken to it. A member seconding a motion or amendment without speaking to it reserves their right to speak to it subsequently.
- (12) When an amendment is before the Chair, discussion shall be confined to that amendment. No further amendment shall be proposed until the amendment before the Chair has been disposed of.
- (13) The Chairperson shall, as far as practicable, call on speakers for and against a motion or amendment alternatively, subject to the right of the seconder to speak immediately after the mover. If two consecutive speakers argue for or against a motion or an amendment and there is no member wishing to argue the opposite view or, in the case of a motion, to move, an amendment shall (subject, in the case of a motion, to the mover's right to reply) be put without further debate.
- (14) Any member may raise a point of order, which shall take precedence over all other business and which shall be open to discussion. The point must be raised at the time the alleged irregularity occurred. An explanation or contradiction shall not constitute a point of order.
- (15) Any member disagreeing with the Chairperson's ruling on a point of order may move dissent. The Chairperson shall then vacate the Chair and such a motion shall be put forthwith without debate.
- (16) The Chairperson of any General or Committee meeting shall not have a deliberative vote but will only vote in the event of a tied vote.
- (17) A member who has not already participated in the debate may, at any time, whether another speaker has the floor or not, move "that the question be now put", which motion, if accepted by the Chair, shall be put without amendment to accept or refuse a motion. The Chairperson may also, of their own volition, put the question if they feel that adequate discussion has taken place. In either case, the mover of the motion shall retain the right of reply. If an amendment is before the Chair, the closure motion shall be deemed to close the debate on the amendment only.

- (18) A member may at any time, move "that the speaker no longer be heard" or that the speaker be heard for a further limited time only". Such motions shall be put without amendment or debate. No other motion, except the closure motion or a motion dealing with the speaker's time, shall be moved while a speaker has the floor.
- (19) During the discussion of a motion (but not of an amendment), a member who has not already participated in the debate on the motion may move "that the question be now put". This motion may be opened to debate and shall be debated together with the original motion. If carried, the original motion shall not be dealt with further. If lost, the original motion shall be put forthwith, subject to the movers right of reply, the motion may be foreshadowed while the amendment is before the Chair, but in no case shall it be put until all amendments have been disposed of.
- (20) A member may move "that the debate (or meeting) be now adjourned. Discussion shall be in order, but only amendments as to the time and/or place shall be permitted. The motion shall take precedence over other business before the Chair, except points of order.
- (21) Consumption of alcohol during any meeting of the Club shall be at the Chairperson's discretion.
- (22) Standing orders 1 to 21 or any of them may be suspended by a majority of those present. A motion to this effect shall be open to debate.
- (23) No member shall reflect on a vote of a meeting except on a motion for a rescission of any resolution previously adopted. No member shall reflect on a section of the constitution or standing order except on a motion (of which due notice was given) to amend or repeal such section or order.
- (24) Notwithstanding anything herein before contained, any decision made by a validly constituted meeting shall not be void by any reason only of a departure from these standing orders which had not been detected until after the decision had been made.
- (25) Alterations to the standing orders shall only be made after fourteen (14) days notice in writing has been given by the Secretary.
- (26) Any matter not dealt with in these standing orders shall be governed by the customary procedure at meetings.