



Constitution Rules and By Laws

7th December 2011

NERANG RSL AND MEMORIAL CLUB INC
CONSTITUTION RULES AND BY-LAWS
INTERPRETATIONS AND DEFINITIONS

The "Annual General Meeting" means the General Meeting held each year as required by the rules.

"The By-Laws" means the By-Laws of the Club for the time being in force.

"The Management Committee" means the members for the time being constituted as provided for in these Rules and shall be referred to hereinafter as the Committee.

"Secretary" means the Principal Executive Officer, Secretary/Manager, General Manager or that person, by whatsoever title known, who is employed by the Association to be responsible for the day to day operation of the Association, unless otherwise specifically appointed.

"Principal Executive Officer" means the Secretary Manager, General Manager or that person, by whatsoever title known, who is employed by the Association to be responsible for the day to day operation of the Association, unless otherwise specifically appointed.

"Executive" means the President, Vice President and Treasurer together with the Principal Executive Officer, strictly in an advisory capacity.

"Notice Board" means the board or boards provided in the Club House on which notices for the information of Members are posted.

"Month" means calendar month.

"Regulation" or "Rule" means any advice, direction or instruction not being a By-Law, issued by the Management Committee under the provision of Rules or of the By-Laws, for the guidance of Members and others.

"Member" means a person who has been duly accepted as such by the Management Committee in accordance with these Rules and who has paid to the Club all current fees, subscriptions, charges and other fees.

"In writing" or "written" includes printing, lithography, and other modes of reproducing or representing words in visible form.

"RSL" means the Returned Services League of Australia.

Words importing the singular number only, include the plural and vice-versa.

Words importing the masculine gender only, include the feminine and vice-versa.

NAME

1. The name of the incorporated association shall be

"NERANG RSL AND MEMORIAL CLUB INCORPORATED"

in these rules hereinafter called the "Association".

OBJECTS

2. The objects for which the Association is established are:-

- (a) To provide for members and for members' guests, a social and sporting Club with all the usual facilities of a Club including residential and other accommodation, liquid and other refreshments , libraries and provision for sporting, musical and educational activities and other social amenities.
- (b) To maintain a fitting memorial to the valor and sacrifice of those who served the nation in the Great War of 1914-1918, the World War of 1938-1945 and subsequent conflicts and those who suffered the supreme sacrifice.
- (c) To promote all or any other objects of the Returned Services League of Australia (Queensland Branch).
- (d) To assist, support and promote the district of Nerang and to do or engage in any such things beneficial to the Club and the Community including the acquisition of property, its lease for the purpose of providing capital assets and where the Club considers appropriate revenue from these for the benefit of the Club.

POWERS

3. The powers of the Association are:-

- (a) To take over the funds and other assets and the previous liabilities of the unincorporated association known as the Nerang RSL and Memorial Club.
- (b) To subscribe to, become a member of and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association PROVIDED that the Association shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of Rule 27 (j).

- (c) In furtherance of the objects of the Association to buy, sell and deal in all kinds of articles commodities and provisions, both liquid and solid, for members of the Association or persons frequenting the Association's premises.
- (d) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements, or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association provided that in case the Association shall take or hold any property which may be subject to any trust the Association shall only deal with the same in such manner as is allowed by law giving regard to such trusts. To purchase shares in any proprietor company or be a beneficiary in any Trust which is set up by the Committee for the benefit of the Club.
- (e) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such Government or Authority and rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangement, rights, privileges and concessions.
- (f) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workman and other persons as may be necessary or convenient for the purposes of the Association.
- (g) To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated association, or in or about the incorporated association or promotion of the incorporated association or in furtherance of its objects.
- (h) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidize or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.
- (i) To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit.
- (j) To take, otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.

- (k) In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, to give security over Club assets and property to support any guarantee and indemnity it gives and otherwise to assist any person or body corporate
- (l) To borrow or raise money (including borrowing or raising moneys by way of bank overdraft, commercial bill or other facilities) either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by, bills of exchange notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated Association's property or assets present or future and to purchase, redeem or payoff any such securities.
- (m) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
- (n) In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association.
- (o) To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchasers and others.
- (p) To take any gift or property whether subject to any special trust or not, for any one or more of the objects of the Associations but subject always to the proviso in Sub-rule 3 (e).
- (q) To take such steps by personal or written appeal, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise.
- (r) To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects.

- (s) In furtherance of the objects of the Association to amalgamate with anyone or more incorporated associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of Rule 27 (j).
- (t) In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate.
- (u) In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate.
- (v) To make donations for patriotic charitable or community purposes.
- (w) To transact any lawful business in aid of the Commonwealth of Australian the prosecution of any way in which the Commonwealth of Australia is engaged.
- (x) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.
- (y) Delegate to a third party by way of Power of Attorney the Club's rights and discretions contained in this Constitution with the exception of this power of delegation to its officers and any other person who the Club considers necessary in furtherance of Club's objectives. A Power of Attorney so granted may also be to the officer of any bank or financial institution to sign on behalf of the club any commercial bills arising from any commercial bill or other facility and to sign any, mortgage or charge over any real property being offered as security with respect thereto.

MEMBERSHIP

4. CLASSIFICATION:

- (a) The membership of the Association shall consist of the following class of members:
 - (i) "Full Members" shall be those persons who are members of the Returned Services League of Australia (Queensland Branch) Nerang Sub Branch and who shall have made application for membership of the Association in accordance with the rules and have been duly admitted.

- (ii) "Social Members" shall be any person other than a member mentioned in paragraph (a) (i) who shall have made application for membership in accordance with the rules and have been duly admitted.
- (iii) "Life Member" shall be any member of the Association who has been a member of the old Club and/or the Association for a continuous period of not less than one financial year and who in the opinion of the Management Committee and members has rendered the Association distinguished and meritorious services. Such membership shall only be conferred by a resolution of an Annual General Meeting and on the recommendation of the Management Committee of the Association. Not more than three members shall be made a Life Member in any one financial year.

A Life Member shall be relieved of any obligation or liability with respect of payment of the annual subscription but in all other matters shall be subject to these rules.

(iv) "Temporary Members"

The following may be admitted to the Club as "Temporary Members":

- a) Overseas or Interstate Visitors, for a period of one day at a time only;
- b) A visitor to the club whose ordinary place of residence is in the State at least 15km from the club's premises;
- c) Members of other Clubs and their guests, provided that appropriate reciprocal rights are in force with those Clubs, for a period of one day at a time only;
- d) Persons who have made application for membership who have also paid the prescribed application fee, during the period they are awaiting a decision from the Management Committee, for a period not exceeding 30 days from the date of receipt of such application;
- e) Members of other Clubs who are either the managers or the members of a sporting team visiting the Club for the purpose of taking part in sporting competitions or social functions, for the days of the competitions or functions only.
- f) Visiting ex-serviceman or visiting members of the Defence Forces
- g) Any citizen visiting the Association for a special occasion or special function

Provided that before those persons are admitted as temporary members they provide to a person appointed by the Club, some adequate form of proof that they fall within at least one of the above categories.

After an acceptable form of proof is given, those persons may be admitted as "Temporary Members" and the application date, their names and addresses, names of their Clubs in the case of categories (c) and (e) above, the category of temporary membership and the expiry date of their Temporary Membership must be transcribed into the "Temporary Members Register".

The "Temporary Members' Register" must be in bound form and each entry separately numbered.

After those details are placed in the "Temporary Membership Register" those persons who have been granted Temporary Membership must be given a "Temporary Membership Card" transcribed with the entry number, category of Temporary Membership, issue date and expiry date.

All Temporary Members must show their "Temporary Membership Card" when purchasing liquor or when instructed to do so by a Club employee or a member of the Club's Management Committee.

(v) "Servants"

No servant of the Association may be a Member of the Association.

(b) **NUMBER OF MEMBERS**

The number of members in each class shall be unlimited.

(c) **FIRST MEMBERS**

Every person who at the date of incorporation of the Association was a member of the unincorporated Association shall be admitted by the Management Committee to the same class of membership of the Association as that member held in the unincorporated Association, and shall not be required to pay any further subscription until the next due date for payment of that subscription.

(d) **ADMISSION OF OTHER THAN FIRST MEMBER**

(i) Every applicant for any class of membership of the Association (other than members of the unincorporated Association referred to in Rule 4 (c)) shall be proposed by one member of the Association and seconded by another member. The application for membership shall be made in writing, signed by the applicant and his proposer and seconder and shall be in such form as the Management Committee from time to time prescribes. Such application shall state whether the candidate is a member of the R.S.L.

- (ii) The application for membership shall be accompanied by the amount of any entrance fee and subscription.
 - (iii) The election of members shall be by the Management Committee at a duly convened meeting. The Secretary of the Management Committee shall keep a record of the names of members elected.
 - (iv) The Management Committee may reject any application for membership without signing any reason for such rejection. The Secretary shall forthwith return to such rejected candidate the amount of the entrance fee and subscription lodged with the application.
 - (v) No application will be considered by the Management Committee unless the Applicant is of the age of 18 years or such age as may be prescribed by Government Legislation from time to time.
- (e) On election of a member the Secretary shall give to such member notice of his election.
 - (f) Every person elected to membership and informed of such election as directed by the foregoing Rules shall be deemed to agree to be bound by the Rules of the Association and by the Association's By-Laws from time to time in force and the payment of the said Entrance fee and/or the said Subscription shall be conclusive evidence of such agreement.

5 CESSATION OF MEMBERSHIP

- (a) Membership of the Association shall be terminated on the death or resignation of a member or as otherwise determined by these rules.
- (b) Any member at any time by giving notice in writing to the Secretary may resign his membership of the Association but shall continue liable for any entrance or annual subscription and all arrears due and unpaid at the date of his resignation.
- (c) If any member refuses or neglects to comply with the provisions of the Rules, By-Laws Rules or Regulations of the Association or if any member shall in the opinion of the Management Committee be guilty of conduct deemed by the Management Committee to be unbecoming of a member or prejudicial to the interest of the Association such member may be suspended or expelled by resolution of the Management Committee and such resolution need not state the grounds, facts or opinions upon which it based PROVIDED.
 - (i) That at least (7) days before the meeting at which such resolution is moved the member concerned shall have been notified in writing and requested to be present at the meeting and that he shall at such meeting and before such resolution is moved have had an opportunity of giving in writing or orally any explanation or defence he may think fit.

- (ii) That the said Meeting shall be held within one (1) month of the date of the alleged offence or the date on which the complaint is laid and that seven (7) days written notice thereof shall be given to each member of the Management Committee.
 - (iii) That any resolution under this Rule requires for its passing the affirmative vote of not less than two thirds of the members of the Management Committee present at such meeting and the decision of the Management Committee shall be final.
 - (iv) Any member notified or any member proposed to be notified in accordance with Clause (i) above may immediately be suspended from all privileges of the Association until such time as the meeting is held.
- (d) Should any member incur any debt to the Association (which debt is not covered by the provisions of these rules) or to the Association's staff or servants or persons under contract to the Association and fail to discharge such debt upon request in writing by the Secretary he may by resolution of a meeting of the Management Committee be suspended or expelled from membership provided that before so resolving the Management Committee shall give such course but the provisions of Rule 5 (c) shall not apply.
- (e) Every person ceasing to be a member of the Association whether by retirement, expulsion, death, neglecting to pay the subscription or otherwise shall forfeit ipso facto all rights as a member of the Association.
- (f) Every member shall notify the Secretary in writing of any change of address. The address so given shall be deemed to be the member's registered address for the purpose of issue of notices.

6 REGISTER OF MEMBERS

- (a) The Secretary shall keep on the Association premises a Register of Members setting forth the name, occupation and address of each member and specifying the classification of membership together with the date of the last subscription payment and the date upon which such member was admitted to membership.

7 VOTES OF MEMBERS

- (a) Every financial member when eligible to vote shall have one vote either on a show of hands or on the taking of a ballot.
- (b) All members except Honorary and Temporary Members shall be entitled to vote for the election of the Management Committee of the Association and on all other matters and resolutions at any General Meeting of the Association.

- (c) No member, other than a Life Member, shall be entitled to be present or vote at the meeting of the Association or to be elected to any office unless he shall have paid all instalments of entrance fee and annual subscriptions and all other moneys due to the Association at the time of such meeting.

8 ENTRANCE FEE AND SUBSCRIPTION

- (a)
 - (i) The Entrance Fee, Annual Subscriptions and other annual fees or charges payable by any class of members the amount thereof and all other matters pertaining thereto not by these Rules specially provided for shall be such as shall from time to time be prescribed by the Management Committee.
 - (ii) All Annual Subscriptions shall be paid annually in advance.
- (b) The Annual Subscription shall fall due on the first day of January in each year. If any fee or subscription or any instalment thereof shall remain unpaid for a period of four months after it becomes due and if such subscription still remain unpaid by the last day in April of that year he shall cease to be a member.
- (c) The Management Committee may at any time or times suspend the payment of entrance fees and shall have a discretionary power to fix and determine the entrance fees or annual subscription chargeable to any member under any circumstances that may arise.
- (d) The Management Committee may, at it's discretion, fix a charge or charges for the use of property or services of the Association by its members and may at any time amend or remove such charge or charges.

MANAGEMENT

9. (a) MEMBERSHIP OF MANAGEMENT COMMITTEE

The Management Committee of the Association shall consist of a President, Vice President and Treasurer together with six (6) other Members, three (3) of whom may be Social Members. At the election of the Management Committee, the President, Vice President and Treasurer and at least three (3) others shall be elected from members who are full financial Members of the Association. If the necessary number of Full Members shall be not available, then the shortfall may be elected from Social Members of the Association so long as the number of Social Members of the Management Committee does not exceed the number of Full Members of the Management Committee.

(b) At the Annual General Meeting of the Association, required members of the Management Committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.

(c) The election of officers and other members of the Management Committee shall take place in the following manner:-

(i) Any two Full Members of the Association shall be at liberty to nominate any other member to serve as an officer or other member of the Management Committee.

(ii) The nomination, which shall be in writing and signed by the member and his proposer and seconder, and accompanied by a resume, shall be lodged with the Principal Executive Officer at least fourteen (14) days before the Annual General Meeting takes place;

(iii) A list of candidates' names in order of draw, with the proposers' and seconds' names, shall be posted in a conspicuous place in the office or usual place of meeting of the Association for at least fourteen (14) days immediately preceding the Annual General Meeting.

(1) Position(s) of President, Vice President and Treasurer

The position(s) of President, Vice President and Treasurer of the Committee be filled by a person(s) who has served on the Committee for the previous 12 months.

First general meeting under triennial rule

(1) The members elected to the governing body of the first general meeting at which the triennial rule applies shall be divided into 3 groups

(2)

- (2) The groups –
 - (a) shall be determined by drawing lots; and
 - (b) shall be equal in number; and
 - (c) shall be designated as group 1, group 2 and group 3.

- (3) Unless otherwise disqualified, the members of the governing body –
 - (a) in group 1 shall hold office for 1 year; and
 - (b) in group 2 shall hold office for 2 years; and
 - (c) in group 3 shall hold office for 3 years.

Subsequent general meetings

At each general meeting held while the triennial rule is in force (other than the first such meeting) the number of the members required to fill vacancies on the governing body shall be elected and shall, unless otherwise disqualified, hold office for 3 years.

Casual vacancies

- (1) A person who fills a casual vacancy in the office of a member of the governing body elected in accordance with this Schedule shall, unless otherwise disqualified, hold office until the next succeeding general meeting.

- (2) The vacancy caused at a general meeting by a person ceasing to hold office under subclause (1) shall be filled by election at the general meeting and the person elected shall, unless otherwise disqualified, hold office for the residue of the term of office of the person who caused the casual vacancy initially filled by the person who ceased to hold office at the general meeting

Re-election

A person whose term of office as a member of the governing body under the triennial rule expires is not for that reason ineligible for election for a further term.

Revocation of triennial rule

If the triennial rule is revoked –

- (a) at a general meeting – all the members of the governing body cease to hold office; or

- (b) at a meeting other than a general meeting – all the members of the governing body cease to hold office at the next succeeding general meeting,

and an election shall be held at the meeting to elect the members of the governing body.

- (d) Balloting lists shall be prepared (if necessary) containing the names of the candidates in order of draw and each member present at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;
- (e) Should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.

10. Any member of the Management Committee may resign from Membership of the Management Committee at any time by giving notice in writing to the Principal Executive Officer but such resignation shall take effect at the time such notice is received by the Principal Executive Officer unless a later date is specified in the notice when it shall take effect on that later date or such member may be removed from office at a General Meeting of the Association when that member shall be given the opportunity to fully present his case. The question of removal shall be determined by the vote of the members present at such a General Meeting.

11. The immediate past President for a period of twelve (12) months be admitted to the Management Committee in an advisory capacity.

12. VACANCIES ON THE MANAGEMENT COMMITTEE

- (a) The Management Committee shall have power at any time to appoint any member of the Association to fill any casual vacancy on the Management Committee until the next Annual General Meeting.
- (b) The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Management Committee, the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number or of summoning a General Meeting of Association, but for no other purpose.

13. FUNCTIONS OF THE MANAGEMENT COMMITTEE

- (a) Except as otherwise provided by these Rules and subject to resolutions of the members of the Association carried at any General Meeting the Management Committee:-

- (i) Shall have the general control and Management of the administration of the affairs, property and funds of the Association; and
 - (ii) Shall have authority to interpret the meaning of these Rules and any matter relating to the Association on which the Rules are silent.
- (b) The Management Committee may exercise all the powers of the Association:-
- (i) to borrow, raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the issue of debentures, perpetual or otherwise, charge upon all or any of the Association's property, both present and future, and to purchase, redeem or pay off any such securities; and
 - (ii) to borrow money from members at a rate of interest at the rate for the time being charged by the associations current bankers for overdrawn accounts on money lent, whether the term of the loan be short or long to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association, and to provide and pay off any such securities; and
 - (iii) to invest in such manner as the members of the Association may from time to time determine.

14. MEETINGS OF MANAGEMENT COMMITTEE

- (a) The Management Committee shall meet at least once every calendar month to exercise its functions.
- (b) At every meeting of the Management Committee a simple majority of a number equal to the number of members elected and/or appointed to the Management Committee as at the close of the last General Meeting of the members, shall constitute a quorum.
- (c) A special meeting of the Management committee shall be convened by the Secretary on the requisition in writing signed by not less than one-third of the members of the Management Committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted there at.

- (d) Subject as previously provided in this rule, the Management Committee may meet together and regulate its proceedings as it thinks fit: Provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the Chairman shall have a second or casting vote.
- (e) A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association in which he is interested, or any matter arising thereout, and if he does so vote his vote shall not be counted.
- (f) Not less than fourteen days notice shall be given by the Secretary to members of the Management Committee of any Special Meeting of the Management Committee. Such notice shall clearly state the nature of the business discussed thereat.
- (g) The President shall preside as Chairman at every meeting of the Management committee, or if there is no President, or if at any meeting he is not present within ten minutes after the time appointed for holding the meeting, the Vice-President shall be Chairman or if the Vice-President is not present at the meeting then the members may choose one of their number to be Chairman of the meeting.
- (h) If within half an hour from the time appointed for the commencement of a Management Committee Meeting a quorum is not present, the meeting if convened upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

15.

- a) The Management Committee may delegate any of its powers to a Sub-Committee consisting of such members of the Association as the Management Committee thinks fit. Any Sub-Committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee.
- (b) A Sub-Committee may elect a Chairman of its meetings if no such Chairman is elected, or if at any meeting the Chairman is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their number to be the Chairman of the meeting.
- (c) A Sub-Committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.

16. All acts done by any meeting of the Management Committee or of a Sub-Committee or by any person acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person has been duly appointed and was qualified to be a member of the Management Committee.
17. A resolution in writing signed by all the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed as a meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

ANNUAL GENERAL OR GENERAL MEETING

18. The first General Meeting shall be held at such time, not being less than one month nor more than three months after the incorporation of the Association, and at such place as the Management Committee may determine.
19.
 - (a) The Annual General Meeting shall be held within three months of the close of the financial year.
 - (b) The business to be transacted at every Annual General Meeting shall be:-
 - (i) the receiving of the Management Committee's report and the Statement of Income and Expenditure, Assets and Liabilities and Mortgages, Charges and Securities affecting the property of the Association for the preceding financial year;
 - (ii) the receiving of the Auditor's Report upon the books and accounts for the proceeding financial year;
 - (iii) the election of members of the Management Committee;
 - (iv) the appointment of an Auditor; and
 - (v) the receiving of Notices of Motion which have been received by the Secretary, in writing, at least 14 days prior to the Meeting.

- 20.** The Secretary shall convene a Special General Meeting:-
- (i) when directed to do so by the Management Committee; or
 - (ii) on the requisition in writing signed by not less than one-third of the members presently on the Management Committee or not less than the number of ordinary members of the Association who are signatories to the requisition which equal double the number of the members presently on the Management Committee plus one. Such requisition shall clearly state the reasons why such Special General Meeting is being convened and the nature of the business to be transacted thereat.
- 21.**
- (a) At any General Meeting the number of members required to constitute a quorum shall be double the number of members presently on the Management Committee plus one.
 - (b) No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business.
 - (c) If within half an hour from the time appointed for the commencement of a General Meeting a quorum is not present, the Meeting, if convened upon the requisition of members of the Management Committee or the Association shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or such other day and at such other time and place as the Management Committee may determine, and if at the adjourned Meeting a quorum is not present within half an hour from the time appointed for the Meeting, the members present shall be a quorum.
 - (d) The Chairman may with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.
- Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
- 22.**
- (a) The Secretary shall convene all General Meetings of the Association by giving not less than 14 days notice of any such meeting to the members of the Association.
 - (b) The manner by which such notice shall be given shall be determined by the Management Committee: Notice of a General Meeting shall clearly state the nature of the business to be discussed thereat.

- 23.** Unless otherwise provided by these Rules, at every General Meeting:-
- (a) the President shall preside as Chairman, or if there is no President, or if he is not present within fifteen minutes after the time appointed for the holding of the Meeting or is unwilling to act, the Vice President shall be the Chairman or if the Vice President is not present or is unwilling to act then the members present shall elect one of their number to be chairman of the Meeting;
 - (b) the Chairman shall maintain order and conduct the Meeting in a proper and orderly manner;
 - (c) every question, matter or resolution shall be decided by a majority of votes of the members present;
 - (d) every member present shall be entitled to one vote and in the case of an equality of votes the Chairman shall have a second and casting vote PROVIDED that no member shall be entitled to vote at any General Meeting if his or her annual subscription is delinquent as at the date of such meeting;
 - (e) voting shall be by show of hands or a division of members, unless not less than one-fifth of the members present demand a ballot. The Chairman shall appoint two members to conduct the secret ballot in such manner as he shall determine and the result of the ballot as declared by the Chairman shall be deemed to be the resolution of the Meeting at which the ballot was demanded;
 - (f) the Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee Meeting and General Meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee Meeting shall be signed by the Chairman of that Meeting or the Chairman of the next succeeding Management Committee Meeting verifying their accuracy. Similarly, the minutes of every General Meeting shall be signed by the Chairman of that Meeting or the Chairman of the next succeeding General Meeting or Annual General Meeting.

BY-LAWS

- 24.** The Management Committee may from time to time make, amend or repeal By-Laws, not inconsistent with these Rules, for the internal management of the Association and any By-Law may be set aside by a General Meeting of Members.

ALTERATION OF RULES

- 25.** Subject to the provisions of the Associations Incorporation Act 1981, these Rules may be amended, rescinded or added to from time to time by a Special resolution carried at any General Meeting.

However no such amendment, rescission or addition shall be valid unless the same shall have previously submitted to and approved by the Chief Executive of the Department administering the Act.

COMMON SEAL

- 26.** The Management Committee shall provide for a Common Seal and of its safe custody. The Common Seal shall only be used by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a member of the Management Committee and shall be counter signed by the Secretary or by a second member appointed by the Management Committee for the purpose.

FUNDS AND ACCOUNTS

- 27.**
- (a) The funds of the Association shall be deposited in the name of the Association in such Bank or Permanent Building Society the Management Committee may from time to time direct.
 - (b) Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Association and the particulars usually shown in books of a like nature.
 - (c) All moneys shall be deposited as soon as practicable after receipt thereof.
 - (d) All payments where practical shall be paid by either electronic Funds Transfer (EFT) or by cheque. If EFT is used an itemised list of deposits is to be compiled and presented as payment. If a cheque is used as payment, two signatures are required, one of which may be either the President, Treasurer Vice President or other member authorised from time to time by the Management Committee. The other signature may be an employee of the Association authorised from time to time by the Management Committee.
 - (e) Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupment which may be open.
 - (f) The Management Committee shall determine the amount of petty cash which shall be kept in the imprest system.
 - (g) All expenditure shall be approved or ratified at a Management Committee Meeting.

- (h) As soon as practicable after the end of each financial year the Treasurer shall cause to be prepared a statement containing particulars of:-
 - (i) the Income and Expenditure for the financial year just ended; and
 - (ii) the Assets and Liabilities of all mortgage charges and securities affecting the property of the Association at the close of that year.
- (i) All such statements shall be examined by the Auditor who shall present his report upon such audit to the Secretary prior to the holding of the Annual General Meeting next following the financial year in respect which such audit was made.
- (j) The income and property of the Association whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Association provided that nothing herein contained shall prevent the payment in good faith of the interest to any such member in respect of moneys advanced by him to the Association or other person in return for any services actually rendered to the Association provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable and proper rent for premises demised or let to the Association.

DOCUMENTS

- 28.** The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

FINANCIAL YEAR

- 29.** The financial year of the Association shall close on 31st December of each year.

DISTRIBUTION OF SURPLUS ASSETS

- 30.** If the Association shall be wound up in accordance with the provisions of the Associations Incorporation Act 1981-1988, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of rule 26 (j), such institution or institutions to be determined by the Members of the Association.

NERANG RSL AND MEMORIAL CLUB INC

BY-LAWS

1. CLUB HOURS

The Club premises shall be open to members at the times set down by the Management Committee and in accordance with the provisions of the Liquor Act 1992 and its subsequent amendments.

2. GAMBLING

No illegal gambling shall be allowed in the Club.

3. CLUB PROPERTY

No member of the Club shall take away from the premises or deface, tear or injure any newspapers, pamphlets, books or other article of property of the Club. Members injuring, removing or causing the loss or damage of any article of property shall pay such sum for the restoration or repair thereof as the Management Committee shall decide.

4. DOGS AND ANIMALS

No member shall bring a dog or other animal or reptile into the Club premises. Exception: Seeing-Eye Dog accompanying blind master.

5. REPRIMAND CLUB SERVANTS - COMPLAINTS

No member shall reprimand any servant of the Club but shall address any complaint in writing to the President or Secretary/Manager.

6. CLUB NOT TO BE USED FOR BUSINESS

No member shall give the address of the Club in any advertisement or use the Club for business purposes.

7. OPEN DISCUSSION

Party politics and religious questions of every kind shall be absolutely excluded from open discussion in the Club.

8. TICKETS, SUBSCRIPTIONS, LISTS, RAFFLES

No ticket for an entertainment or otherwise shall be sold and no article exposed for sale and no subscription list or raffle shall be canvassed or permitted in the Club without the sanction of the Management Committee.

9. MEMBERS NOT TO ENTER CERTAIN PLACES

Members may not enter any storage area, coolroom, kitchen, bar services area or office without specific permission.

10. CONDUCT OF MEMBERS

Club Members (and Visitors) shall at all times while in the precincts of the Club premises conduct themselves in an orderly and gentlemanly manner and shall not interfere with the peaceable enjoyment of members and shall abide by the directions of the Secretary/Manager or his designate or the Senior Steward on duty at the time.

Insobriety, blasphemy or obscenity will not be tolerated. Offenders may be dealt with under Clause 5 (c) of the Constitution.

11. PROBATIONARY PERIOD MEMBERSHIP

At the termination of the suspension of a Member that person is subject to an automatic probationary period to be determined by the Management Committee. Any offence committed within such probationary period will result in an automatic cancellation of Membership for a period not less than five (5) years or such additional period as decided by the Management Committee.

12. DRESS

The Management Committee shall have power to set the standard for dress for all or any part of the Club which standard for the being shall be:-

Members are expected to be clean and tidy at all times and suitably attired.

WOMEN

- No Thongs
- No Masseurs
- Neat Serviceable Attire
- No torn jeans
- No Bike pants
- No gym wear
- No offensive wording/logos
- Dress singlets only
- No casual cap type hats
- Ladies open shoe permissible with heel or platform sole of any height after 1800 hrs

MEN

- Footwear to be enclosed at the back as a minimum
- Neat, Tidy, Serviceable Attire
- No torn jeans
- No football shorts
- No swimming shorts
- No Singlets
- No sleeveless shirts
- No offensive logos/wording
- No hats

Take note that thongs and scuff type casual footwear may be worn by any member or guest from opening of the club until 1800 hours (6.00pm), in all parts of the clubhouse. From 1800 hours onwards standard dress regulations apply (excluding children 12 years and under).

The CLUB reserves the right to refuse admission to any member who is considered to be improperly attired.

13. LENDING OR BORROWING

No member shall lend money or borrow from a servant of the Club.

14. THEFT OR DAMAGE

The Club shall not be responsible for the loss of, or theft or damage of any article left in the Club.

15. NON-MEMBERS

Non-Members, visitors and guests shall not be permitted to enter the Club except as under the Rules and Regulations of the Liquor Act 1992 and its subsequent amendments.

Members signing in visitors or guests are responsible for the conduct and debts of such visitor or guest.

Children

Minors are permitted in all areas of the Clubhouse other than the gaming area between the time period 8.00am to 9.30pm provided that the minor is in the care of a responsible adult at all times during the designated period.

The Club reserves the right to refuse admittance to any Non-Member without assigning any reason.

16. CHEQUES

Members personal cheques may be cashed on the authority of the Secretary/Manager who may at his discretion limit the amount of any cheque cashed.

Members tendering a cheque which is subsequently dishonoured shall have twenty-one days to redeem such cheque, together with any charges, for cash, upon being advised of the dishonouring of the cheque. Failure to do so may result in the member having his/her membership suspended or terminated and legal proceedings may be instituted for recovery of the money by the Club.

17. SPORTING EQUIPMENT

The Secretary/Manager or Steward in Charge may at his discretion refuse the use of any amenity of the Club to any member.

18. DRINK TRAYS - GLASSES

Members are requested to return all glasses and/or drink trays to the bar.

19. CONSUMPTION OF LIQUOR

Alcoholic liquor shall not be sold or supplied to any person under eighteen (18) years of age (or of such lesser age as the Liquor Acts shall provide or determine) or to any person in a state of intoxication.

20. PAYMENT OF CHARGES INCURRED

Every member shall pay all charges incurred by him on his own account or for any visitor leaving the Club and NO member shall be entitled to credit for goods or refreshments supplied or to games played by him or any visitors introduced by him.

21. EMPLOYMENT

Wherever possible in relation to work required to be done or in the matter of employment, preference shall be given (all things being equal) to ex-servicemen, ex-servicewoman, or sons or daughters of the same.

22. OUTSIDE INTERESTS

Any official of the Club who has an interest in any firm tendering for works or goods supplied, must notify the Management Committee and is thus excluded from discussion and voting on acceptance of such tender.

23. SPORTING AND SOCIAL CLUBS WITHIN THE ASSOCIATION

All Sporting and Social Clubs formed within the Association shall at all times be bound by the Rules of the Association and their officers will be held responsible at all times to uphold the good order and prestige of the Association, and the Rules formed to govern such bodies shall be approved by the Management Committee.

All such Clubs shall submit audited financial statements to the Management Committee, prepared in accordance with standard procedures, within one month of the holding of that Club's Annual General Meeting and at such other times as the Committee may see fit.

Children of financial members may participate in an Intra Sport Meeting that the Nerang RSL and Memorial Club Inc. supports. Authorisation for such participation must be approved by the Intra Sporting Executive Committee.

24. CLUB RULES RELATED TO THE PLAYING OF GAMING MACHINES

- 1 A person under the age of 18 years must not play a gaming machine.*
- 2 A gaming employee may determine that 1 gaming machine only may be played by a person at the same time.*
- 3 A gaming machine may be reserved by a person without play for a maximum period of 3 minutes.*
- 4 No person, other than a person permitted under the Act, is to touch an internal part of a gaming machine.*
- 5 A gaming employee must refuse to pay a cancelled credit or jackpot payout if he or she believes on reasonable grounds that —*
 - (a) the gaming machine credits were not accumulated, or the winning combination was not obtained, during permitted hours of gaming under section 235 of the Act; or*
 - (b) the person claiming the cancelled credit or jackpot payout is not the person entitled to the payment or a person acting on behalf of that person; or*
 - (c) the Act has been contravened by the person claiming the cancelled credit or jackpot payout.*
- 6 If, under section 5, a gaming employee refuses to make a payment, the gaming employee must as soon as practicable submit a report to the chief executive.*
- 7 (1) For section 242(2)(b) of the Act, a licensee required to make a payment to a player for a cancelled credit or jackpot payout of more than \$1000 must make the payment in 1 of the following ways-*
 - (a) \$1000 of the payment in Australian currency and the balance of the payment by cheque;*
 - (b) if requested by the player —*
 - (i) an amount less than \$1000 of the payment in Australian currency and the balance of the payment by cheque; or*
 - (ii) the entire payment by cheque.*
- (2) For making a payment under subsection (1) —*
 - (a) if part of the payment is in Australian currency — the licensee must pay the Australian currency when the player claims payment; and*
 - (b) the licensee must give a cheque to the player or post it to the player's address, within 24 hours after the player claims payment.*

25. PRIVILEGES AND RESTRICTIONS

- (a) All complaints shall be made to the Secretary/Manager in writing and shall be signed by the member lodging such complaint.
- (b) The conduct of a servant shall not be a matter of personal reprimand by a member.
- (c) Members shall not in any way interfere with the staff in the carrying out of their duties.
- (d) Notwithstanding anything else contained herein, should any person create a disturbance on the Association premises or interfere with the peaceable enjoyment of members, such person may be ordered to quit the premises and should he or she fail to do so, he or she may be summarily ejected.
- (e) Behaviour mentioned in paragraph (d) may result in the suspension or termination of such persons membership and may also result in Criminal and/or Civil action being taken against him or her.

26. REQUIREMENT OF ENTRY

As a requirement of entry to the Clubhouse, Members are to present their Membership Card upon entry.

27 LOST OR FORGOTTEN CARDS

- (a) If the member enters the club stating that they have genuinely lost their card, upon showing appropriate ID they will be issued with a replacement card at their next visit.
- (b)
 - (i) If the member enters the club stating they have “forgotten” their card, upon showing appropriate ID they will be given a hand written cardboard card with their member details with the marking F/C for forgotten card. The date and membership number is recorded in a register and noted whether it is a forgotten or lost card.
 - (ii) Should the patron return later the same day requesting a reprint they will be declined and asked politely to check at home for their card.
 - (iii) If at their next visit they declare that their card is genuinely lost a replacement card will then be issued.
- (c) If an excessive number of replacement cards (greater than 4) have been issued to a member during the year, a charge of \$5.00 will be charged to the member for the cost of a replacement membership card.

28 WEARING OF SEATBELTS IN COURTESY BUS

It is a condition of travel in all Courtesy Buses that seatbelts must be worn at all times. Failure to wear a seat belt will result with the patron being asked to leave the vehicle.

29 OVERSIZED BAGS

It is a condition of entry that no bag larger than a standard ladies handbag, i.e. back pack, carry bag etc. is permitted past reception.

30 MEMBERS DRAWS & PROMOTIONS INELIGIBILITY

A member who is a contractor or employed by a contractor and who is actively providing services on the premises at the time of any Members Draw or any promotions is ineligible to participate in said Members Draw or Promotions for the period of the contract requirements.

31 The By-Laws may be altered at any time by the Management Committee or by a special resolution of the Association.