

Constitution of GREAT LAKES BRIDGE CLUB INCORPORATED

REVISED 16/09/15

NAME

The club shall be called "Great Lakes Bridge Club Incorporated" herein after referred to as "the Club".

The Club is incorporated under the Associations Incorporation Act 2009 and Association Incorporation Regulation 2010..

OBJECTIVES

The objectives of the Club shall be to promote the game of Contract Bridge, to organize bridge activities in the Great Lakes district, to provide and maintain such facilities and amenities as are necessary or desirable to enable the members of the Club to play bridge together and to affiliate with any body capable of assisting the above objectives or any of them.

RULES

1 DEFINITIONS AND INTERPRETATIONS

- 1.1 Whenever appearing the term "member" shall mean a "Financial Member".
- 1.2 In these Rules, unless inconsistent with the context, words importing the masculine gender shall include the feminine gender and words importing the singular shall include the plural and vice versa.
- 1.3 All questions which may from time to time arise regarding the interpretation of these Rules or any clause or clauses hereof shall be decided by the Committee provided that in the event of doubt or dissatisfaction with such interpretation any ten (10) members conjointly may requisition a special meeting in order to reconsider the interpretation in question. The decision of a three-quarters (3/4) majority of general members present and voting at the meeting shall be final.

2 MEMBERSHIP

- 2.1 Members of the Club shall be those persons who were members of the Club at the time of adoption of these Objectives and Rules and those persons subscribing to the objectives of the Club and paying the prescribed fees who are accepted as members by the Committee.
- 2.2 **Honorary Life Membership** – The members at any Special General Meeting of members may elect any member to Honorary Life Membership for outstanding services to the Club provided that the member has been so nominated and seconded and the Committee has approved of such nomination.
- 2.3 **New Members**
 - (a) Application for membership shall be made on the Club's "Application for Membership" form signed by the applicant, a nominator and a seconder and appropriate fees paid. Until acceptance they will be provisional members and may play in all club events, but cannot vote at General Meetings.
 - (b) Such application shall be handed to the Secretary and shall thereupon be displayed on the Club's notice board for seven (7) days. The Committee shall consider the application at the next monthly Committee meeting.
 - (c) The Committee shall have sole and absolute discretion as to the admission of applicants to membership. The Committee shall have the right to refuse membership to any person and the Committee shall not be required to give reasons for such refusal.
 - (d) The nominators shall be informed of the decisions of the Committee regarding applications for membership. Successful applicants for membership shall be notified of their acceptance as members and at that time be supplied with a copy of the Club's By-Laws, a programme for the current year and such other Club items as may be helpful to them as members.
- 2.4 **Associate members**
 - (a) Members of other ABF affiliated bridge clubs may apply for Associate membership. Associate members will pay a reduced annual fee.
 - (b) Associate members will enjoy all benefits of the Club and may participate in all Club events but will not have voting rights and will not be eligible to stand for election as an office bearer or member of the committee.
 - (c) Henceforth in this document all privileges and obligations applying to members shall also apply to associate members, excepting those relating to membership of the Club committee and to voting at any special or general meeting.

3 CESSATION OF MEMBERSHIP

- 3.1 A person ceases to be a member of the club if the person:
 - (a) Dies;
 - (b) Resigns that membership; or
 - (c) Is expelled from the Club.
 - (d) Has failed to pay all fees due by 31st March

4 MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

- 4.1 A right, privilege or obligation which a person has by reason of being a member of the Club:
 - (a) Is not capable of being transferred or transmitted to another person; and
 - (b) Terminates upon cessation of the person's membership.

4.2 Forfeiture of Rights

- (a) Any person on ceasing to be a member of the Club shall forfeit all rights and claims upon the Club and its property and funds which he may claim to have arisen from his membership.

5 RESIGNATION OF MEMBERSHIP

- 5.1 A member of the Club who has paid all amounts payable by the member to the Club in respect of the member's membership may resign from membership of the Club by giving notice of resignation in writing to the Secretary. Such resignation shall take effect seven (7) days after it is received by the Secretary.
- 5.2 The Secretary shall make an appropriate entry in the Register of Members recording the date on which the member ceased to be a member.

6 REGISTER OF MEMBERS

- 6.1 The Public Officer of the Club shall maintain a register of Members of the Club specifying the name and address of each person who is a member of the Club together with the date on which the person became a member.
- 6.2 The Register of Members shall be kept at the principal place of administration of the Club and shall be open for inspection, free of charge, by any member at any reasonable hour.

7 FEES, SUBSCRIPTIONS, ETC

- 7.1 The amount of the Joining Fee payable by a new member, the amount of the Annual Subscription for members and associate members and the amount of the Bridge Session Table Fees shall be fixed at the Annual General Meeting, or at a Special General Meeting called for the purpose of changing the fees. Any change to be effective seven (7) days from the date of the resolution.
- 7.2 The Annual Subscription shall be payable on the 1st January each year and is to be paid by 1st February that year for members to be financial.
- 7.3 A member who has not paid his Annual Subscription will not be eligible to be nominated for any position on the Committee or to vote at the Annual General Meeting.
- 7.4 The membership of any member whose Annual Subscription has not been paid by the 31st March shall lapse.
- 7.5 The Committee may allow applicants who apply for membership after the 30th June a rebate of half the Annual Subscription.

8 MEMBERS' LIABILITIES

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

9 RESOLUTION OF INTERNAL DISPUTES

Disputes between members (in their capacity as members) of the Club and disputes between members and the Club are to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act 1983 or to an independent arbitrator as agreed to by the parties involved.

10 DISCIPLINING OF MEMBERS

- 10.1 Where the Committee is of the opinion that a member of the Club:
- (a) Has persistently refused or neglected to comply with a provision or provisions of these rules; or
 - (b) Has persistently and wilfully acted in a manner prejudicial to the interests of the Club or the harmony of the Club or to the enjoyment of a member or members of its Bridge Sessions, the Committee may, by resolution:
 - (i) Give a written warning or reprimand; or
 - (ii) Suspend the member from membership of the Club for a specified period; or
 - (iii) Expel the member from the Club.
- 10.2 A resolution of the Committee under Sub Clause (1) is of no effect unless the Committee, at a meeting held not earlier than fourteen (14) days and not later than twenty-eight (28) days after service on the member of a notice under Clause (3) confirms the resolution in accordance with this rule.
- 10.3 Where the Committee passes a resolution under Sub Clause (1) the Secretary shall, as soon as practicable, cause a notice in writing to be served on the member:
- (a) Setting out the resolution of the Committee and the grounds on which it is based;
 - (b) Stating that the member may address the Committee at a meeting to be held not earlier than fourteen (14) days and not later than twenty-eight (28) days after service of the notice;
 - (c) Stating the date, place and time of that meeting; and
 - (d) Informing the member that the member may do either or both of the following:
 - (i) Attend and speak at that meeting;
 - (ii) Submit to the Committee at or prior to the date of that meeting representations relating to the resolution.
- 10.4 At a meeting of the Committee held as referred to in Sub Clause (3) the Committee shall:
- (a) Give to the member an opportunity to make oral representations;
 - (b) Give due consideration to any written representations submitted to the Committee by the member at or prior to the meeting; and
 - (c) By resolution determine whether to confirm or revoke the resolution.
- 10.5 Where the Committee confirms a resolution under Sub Clause (4) the Secretary shall, within seven (7) days after the confirmation, by notice in writing, inform the member of the fact and of the member's right of appeal under Rule 11.
- 10.6 A resolution confirmed by the Committee under Sub Clause (4) does not take effect:
- (a) Until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
 - (b) Where within that period the member exercises the right of appeal, unless and until the Club confirms the resolution pursuant to Rule 11.4.

11 RIGHT OF APPEAL OF DISCIPLINED MEMBER

- 11.1 A member may appeal to the Club in general meeting against a resolution of the Committee which is confirmed under Rule 10.4 within seven (7) days notice of the resolution being served on the member by lodging with the Secretary a notice to that effect.
- 11.2 Upon receipt of a notice from a member under Sub Clause (1) the Secretary shall notify the Committee which shall convene a General Meeting of the Club to be held within twenty-one (21) days after the date on which the Secretary received the notice.
- 11.3 At a General Meeting of the Club convened under Sub Clause (2):
- (a) No business other than the question of the appeal shall be transacted;
 - (b) The Committee and the member shall be given the opportunity to state their respective cases orally or in writing or both; and
 - (c) The members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked and will be decided by a simple majority.
- 11.4 If at the General Meeting, the Club passes a resolution in favour of the confirmation of the resolution, the resolution is confirmed.

12 POWERS OF THE COMMITTEE

- 12.1 The Committee subject to the Act and associated Regulations and these Rules and to any resolution passed by the Club in General Meeting:
- (a) Shall control and manage the affairs of the Club;
 - (b) May exercise all such functions as may be exercised by the Club other than those functions that are required by these Rules to be exercised by a General Meeting of members of the Club;
 - (c) Has power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Club;
 - (d) Shall ensure that all requirements of the Act and associated Regulations are observed;
 - (e) May make, amend or repeal such By-Laws as it may deem necessary or expedient for the proper conduct and management of the Club, provided that the members in General Meeting may revoke or disallow any such By-Law; and
 - (f) May appoint sub-committees to assist in the exercise of its functions.

13 CONSTITUTION AND MEMBERSHIP

- 13.1 Subject to Section 14 of the Act, the Committee shall consist of:
- (a) The office-bearers of the Club; and
 - (b) Five (5) ordinary members, each of whom shall be elected at the Annual General Meeting of the Club pursuant to Rule 14.
- 13.2 The office-bearers of the Club shall be:
- (a) The President;
 - (b) The Vice President;
 - (c) The Secretary;
 - (d) The Treasurer;
 - (e) The Assistant Treasurer
 - (f) The Tournament Director; and
 - (g) The Master-Point Secretary.
- 13.3 Each member of the Committee shall, subject to these rules, hold office until the conclusion of the Annual General Meeting following the date of the members' election and is eligible for re-election.
- 13.4 In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a member of the Club to fill the vacancy and the member so appointed shall hold office, subject to the rules, until the conclusion of the Annual General Meeting next following the date of the appointment.
- 13.5 No member of the Committee shall be entitled to receive any payment for his services in that capacity but shall be entitled to reimbursement of out of pocket expenses properly incurred by him in and about the business of the Club or unless they be a Bridge Director as set out in Rule 35.

14 ELECTION OF COMMITTEE

- 14.1 Nominations of candidates for election as office-bearers of the Club or as ordinary members of the Committee:
- (a) Shall be made in writing, signed by two (2) members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) Shall be accepted by the Secretary of the Club up to fourteen (14) days before the Annual General Meeting at which the election is to take place.
- 14.2 If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
- 14.3 If insufficient further nominations are received, any vacant positions remaining on the Committee shall be deemed to be casual vacancies.
- 14.4 If the number of nominations received is equal to the number of vacancies to be filled the persons nominated shall be deemed to be elected.
- 14.5 If the number of nominations received exceeds the number of vacancies to be filled a ballot shall be held.
- 14.6 The ballot for the election of office-bearers and ordinary members of the Committee shall be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct and will be decided by a simple majority.
- 14.7 Positions on the Committee shall be voted on in the following order:
President, Vice President, Secretary, Treasurer, Assistant Treasurer, Tournament Director, Master-Point Secretary, Five (5) ordinary members.
- 14.8 No person shall hold more than one (1) position on the Committee at one time.

15 SECRETARY

- 15.1 The Secretary of the Club shall, as soon as practicable after being appointed as Secretary, lodge notice with the Club of his address.
- 15.2 It is the duty of the Secretary to keep minutes of:
- (a) All appointments of office-bearers and members of the Committee;
 - (b) The names of members of the Committee present at a Committee Meeting or a General Meeting; and
 - (c) All proceedings at Committee Meetings and all meetings of members.

15.3 The Secretary shall receive all correspondence addressed to the Club, prepare agenda for the meeting and deal with nominations for membership and office-bearers and assist the Public Officer in his duties.

15.4 Minutes of proceedings at a meeting shall be signed by the Chairperson of the meeting or by the Chairperson of the next succeeding meeting.

16 DUTIES OF THE TREASURER AND ASSISTANT TREASURER

It is the duty of the Treasurer of the Club to ensure that:

- (a) All money due to the Club is collected and received and that all payments authorised by the Club are made;
- (b) Correct books and accounts are kept showing the financial affairs of the Club including full details of all receipts and expenditure connected with the activities of the Club; and
- (c) Present the Operation Statement and Financial Position for the year ended 30th June at the Annual General Meeting of the Club

It is the duty of the Assistant Treasurer to ensure that:

- (d) All daily table fees are collected and that the director of the day completes the necessary return.

17 DUTIES OF TOURNAMENT DIRECTOR

The Tournament Director will be responsible for the supervision of all Bridge Sessions, organising any Congress, advising members of any changes in Bridge Laws and Club By-Laws, arranging a Roster of Directors and may co-opt any other Director or Directors or Committee members to assist in these matters.

18 CASUAL VACANCIES

For the purposes of these rules, a casual vacancy in the office of a member of the Committee occurs if the member:

- (a) Dies;
- (b) Ceases to be a member of the Club;
- (c) Becomes an insolvent under administration within the meaning of Corporation Law;
- (d) Resigns office by notice in writing given to the Secretary;
- (e) Is removed from office under Rule 19;
- (f) Becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
- (g) Is absent without consent of the Committee from all meetings of the Committee held during a period of six (6) months.

19 REMOVAL OF COMMITTEE MEMBER

19.1 The Club in a General Meeting may by resolution remove any member of the Committee from office before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.

19.2 Where a member of the Committee to whom a proposed resolution referred to in Sub Clause (1) relates makes representations in writing to the Secretary or President and requests that the representations be notified to the members of the Club, the Secretary or the President may send a copy of the representations to each member of the Club or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

20 MEETINGS OF AND QUORUM FOR COMMITTEE

20.1 The Committee shall meet as necessary and at least once in every month.

20.2 A Quorum for Committee Meetings shall be at least seven (7) persons.

20.3 The Committee shall manage the affairs of the Club on behalf of the members and shall carry out the objectives of the Club.

20.4 The Committee shall approve all accounts for payment.

20.5 At a meeting of the committee:

- (a) The President or, in the President's absence, the Vice President is to preside, or
- (b) If the President and the Vice President are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

21 ANNUAL GENERAL MEETINGS

21.1 The Annual General Meeting of the Club shall be held in the month of August at a time, date and place as determined by the Committee.

21.2 A Quorum shall be one-fifth (1/5) of the number of financial members or thirty (30) whichever is the greater.

21.3 The business to be transacted at that meeting shall be:

- (a) Confirmation of the Minutes of the previous Annual General Meeting and of any Special General Meeting or Meetings;
- (b) Apologies;
- (c) Presentation of reports from President and Treasurer who presents the Operation Statement of Income & Expense together with the Financial Position
- (d) Motions of which Notice has been duly given; and
- (e) Such other business as the Chairman may allow.
- (f) The election of office-bearers and ordinary members of Committee.

21.4 Notices

- (a) Except where provided otherwise in these Rules all notices which these Rules require to be given to a member will be displayed on the Clubhouse notice board.
- (b) Notices of all meetings of members shall be given at least twenty-one (21) days before the dates fixed for such meetings.
- (c) All notices of meetings to members shall state the business to be transacted at those meetings and shall state the text of motions of which notice has been given.

21.5 Absentee Votes

- (a) Any member who is entitled to vote at the election of office-bearers and Committee at an Annual General Meeting, but who will be unable to attend the meeting may apply to the Secretary for an absentee vote. The Secretary shall supply each such applicant with a ballot paper or voting paper and an envelope on which the only mark is 'Ballot Paper' or 'Voting Paper'.
- (b) After casting his vote the applicant will seal the ballot paper or voting paper in the envelope and deliver or mail it to the Secretary for transmission to the Returning Officer.
- (c) The envelope containing the ballot paper or voting paper will be opened by the Returning Officer at the ballot and the ballot paper or voting paper will be counted with others completed at the meeting. The Returning Officer will use every endeavour to ensure that the identities of absentee voters and the votes cast by them are kept secret.
- (d) The Secretary and office-bearers and the Committee will not be responsible for any delay in absentee votes being issued or for any absentee vote not being counted.
- (e) Where an absentee vote has been given for a candidate who was elected to another position earlier in the voting the vote will be ignored.

22 SPECIAL GENERAL MEETINGS

22.1 The Committee may, whenever it thinks fit, convene a Special General Meeting of the Club.

22.2 The Committee shall, on the request in writing of any ten (10) members, convene a Special General Meeting.

22.3 A requisition of members for a Special General Meeting shall:

- (a) State the purpose or purposes of the meeting;
- (b) Be signed by the members making the requisitions; and
- (c) Be lodged with the Secretary.

22.4 If the Committee fails to convene a Special General Meeting to be held within one (1) month after the date on which a requisition of members for the meeting is lodged with the Secretary any one or more of the members who made the requisition may convene a Special General Meeting to be held not later than three (3) months after that date.

22.5 A Special General Meeting convened by a member or members as referred to in Sub Clause (4) shall be convened as nearly as is practicable in the same manner as General Meetings are convened by the Committee.

22.6 No business other than that specified in the notice convening a Special General Meeting shall be transacted at the meeting.

22.7 **Quorum:** At Special General Meetings a quorum shall be one-fifth (1/5) of the financial members of the Club or thirty (30) whichever is greater.

22.8 **Voting:** At Special General Meetings any motion to be carried shall require a three-quarters (3/4) majority of members present and voting with each member having one vote only.

23 PRESIDING MEMBER

23.1 The President or, in the President's absence, the Vice President shall preside as Chairperson at each meeting of members of the Club.

23.2 If the President and the Vice President are absent from a meeting of members or are unwilling to act the members present shall elect one of their number to preside as Chairperson at the meeting.

24 ADJOURNMENT

The Chairperson of a General Meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

25 MAKING OF DECISIONS AT A GENERAL MEETING

25.1 A question arising at a General Meeting shall be determined on a show of hands or by poll if the Chairperson considers that a poll is desirable or if a poll is requested by not less than five (5) voting members present.

25.2 All votes on motions in accordance with Sub Clauses 21.4b and 21.4c shall be given personally. A member has one vote only.

25.3 In the case of an equality of votes on a question at a General Meeting the Chairperson of the meeting is entitled to exercise a second or casting vote.

26 INSURANCE

26.1 The Club shall effect and maintain insurance pursuant to Section 44 of the Act.

26.2 In addition to the insurance required under Sub Clause (1) the Club may effect and maintain other insurance.

27 SOURCE OF FUNDS

27.1 The funds of the Club shall be derived from Joining Fees, Annual Subscriptions, Table Fees and Visitors Fees for bridge playing sessions, Donations, Interest from investments and staging of Bridge Congresses as approved by the Australian Bridge Federation and, subject to any resolution passed by the Club in General Meeting, such other sources as the Committee determines.

27.2 All money received by the Club shall be deposited as soon as practicable and without deduction to the credit of the Club's bank account.

27.3 The Club shall, as soon as practicable after receiving any money, issue an appropriate receipt, excluding daily table fees.

28 MANAGEMENT OF FUNDS

28.1 Subject to any resolution passed by the Club in General Meeting the funds of the Club shall be used in pursuance of the objects of the Club in such manner as the Committee determines.

28.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two (2) of the agreed signatories on the Committee.

29 ALTERATION OF CONSTITUTION

This statement of Constitution may be altered, rescinded or added to only at an Annual or Special General Meeting of the Club called specifically to consider such matters. Adoption of any resolution that the Constitution be amended shall require the affirmative vote of not less than three-quarters (3/4) of the members present and voting.

30 PUBLIC OFFICER

30.1 The Public Officer may hold any other office of the Club.

30.2 A Public Officer shall be appointed by the Committee.

30.3 The duties of the Public Officer shall include:

- (a) Notification to the NSW Department of Consumer Affairs of the resignation, appointment or change of address of the Public Officer within fourteen (14) days thereof;
- (b) Notification to the Department of alterations to the Objectives and Rules of the Club; and
- (c) Lodgement of the required documents in respect of the Annual General Meeting and of such other documents as are required by the Department.

30.4 The Public Officer shall maintain or ensure that the Secretary maintains a register of members of the Club specifying the name and address of each person who is a member of the Club and date on which the person became a member, the telephone number, ABF number, the amounts of the nomination (entrance) fee paid and subscription paid.

30.5 The Public Officer shall establish and maintain or ensure that the Secretary establishes and maintains a register of the members of the Committee in accordance with the Act.

31 CUSTODY OF BOOKS

Except as otherwise provided by these rules the Public Officer shall keep in his custody or under his control all records, books and other documents relating to the Club but may delegate any of these duties to the Secretary or other officers.

32 INSPECTION OF BOOKS

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

33 SURPLUS PROPERTY

In the event of the winding up or dissolution of the Club as approved at a Special General Meeting of the Club any surplus assets of the Club will be distributed to another Bridge Club or Bridge Clubs whose objectives are similar to this Club or as may be decided at the meeting provided such resolution conforms to the Associations Incorporation Act as amended.

34 PAYMENT OF OFFICE BEARERS, MEMBERS AND BRIDGE DIRECTORS

A member of the Club or a Committee member shall not be appointed to any salaried office of the Club but may be reimbursed for out of pocket expenses. The Committee may approve a benefit in money or value to a Committee member or a member of the Club who is currently a Bridge Director as approved by the Australian Bridge Federation.

35 FINANCIAL REPORTING

35.1 One week prior to the Annual General Meeting the Treasurer shall make available to members the income and expenditure report for the financial year. The Report shall be co-signed by the Treasurer and an independent person of good standing in the community who is not a member of the Committee

36 HEADQUARTERS

The headquarters of the Club shall be in Forster/Tuncurry, New South Wales.

37 NOTICE BOARD

The Club shall have a notice board which shall be displayed in a conspicuous position at all meetings of members and at all Duplicate Bridge sessions of the Club where practicable.