

# COTTESLOE RUGBY UNION FOOTBALL CLUB INC

(Incorporated on the 21 October 1965 - A0650049C)

## CONSTITUTION

(Amended Constitution adopted at a  
General Meeting of Members on 16 October 2016)

# Table of Contents

<b>1</b>	<b>RULES OF THE INCORPORATED ASSOCIATION .....</b>	<b>1</b>
1.1	NAME .....	1
1.2	THE CLUB.....	1
1.3	JURISDICTION .....	1
1.4	OBJECTS AND PURPOSES .....	1
1.5	POWERS OF THE CLUB .....	1
<b>2</b>	<b>MEANING AND DEFINITION OF TERMS.....</b>	<b>3</b>
<b>3</b>	<b>MEMBERSHIP .....</b>	<b>5</b>
3.1	DEFINITION OF MEMBERSHIP CLASSES.....	5
3.2	ORDINARY MEMBERS.....	5
3.3	JUNIOR PLAYING MEMBERS (COLT AND JUNIOR).....	5
3.4	SOCIAL MEMBER .....	6
3.5	LIFE MEMBERSHIP .....	6
3.6	REGISTER OF MEMBERS OF THE CLUB .....	6
3.7	RESIGNATION OF MEMBER.....	6
3.8	MEMBER TRANSFERS .....	7
3.9	EXPULSION OF A MEMBER.....	7
<b>4</b>	<b>FINANCES .....</b>	<b>8</b>
4.1	FEES.....	8
4.2	GENERAL .....	8
<b>5</b>	<b>ELECTIONS, APPOINTMENTS, REMOVALS AND VACANCIES .....</b>	<b>9</b>
5.1	ELECTIONS.....	9
5.2	APPOINTMENTS .....	9
5.3	REMOVALS AND VACANCIES.....	10
<b>6</b>	<b>MANAGEMENT COMMITTEE.....</b>	<b>11</b>
6.1	MANAGEMENT COMMITTEE MEETINGS .....	11
6.2	POWERS OF THE MANAGEMENT COMMITTEE .....	11
<b>7</b>	<b>SECRETARY.....</b>	<b>13</b>
7.1	SECRETARY DUTIES.....	13
<b>8</b>	<b>TREASURER .....</b>	<b>14</b>
8.1	TREASURER DUTIES .....	14
8.2	ACCOUNTS AND BANKING .....	14
<b>9</b>	<b>TRUSTEES AND OTHER SUB COMMITTEES .....</b>	<b>15</b>
9.1	TRUSTEES .....	15
9.2	ADVISORY COMMITTEE.....	15
9.3	CLUBHOUSE SUB COMMITTEE .....	15
9.4	SELECTION COMMITTEE.....	15
9.5	SOCIAL SUB COMMITTEE .....	15
9.6	JUNIORS SUB COMMITTEE .....	15
9.7	SPONSORSHIP SUB COMMITTEE .....	16
<b>10</b>	<b>ANNUAL GENERAL MEETINGS.....</b>	<b>17</b>
<b>11</b>	<b>MEETINGS – GENERAL .....</b>	<b>18</b>
11.1	NOTICE OF MEETINGS.....	18
11.2	QUORUM FOR MEETINGS .....	18

11.3	RESOLUTIONS.....	18
11.4	MINUTES OF MEETINGS.....	19
<b>12</b>	<b>VOTING.....</b>	<b>20</b>
12.1	VOTING PROCEDURES.....	20
12.2	PROXIES.....	20
<b>13</b>	<b>DISPUTES, CHARGES &amp; SUSPENSIONS.....</b>	<b>21</b>
13.1	Disputes.....	21
13.2	CHARGES.....	21
13.3	SUSPENSION.....	21
<b>14</b>	<b>AMENDMENTS TO THE CONSTITUTION.....</b>	<b>22</b>
<b>15</b>	<b>GENERAL BUSINESS.....</b>	<b>23</b>
15.1	COMMON SEAL.....	23
15.2	CLUB COLOURS, EMBLEM, AND UNIFORM.....	23
15.3	“BLUES NEWS” PUBLICATION.....	23
15.4	COMPLIANCE WITH LIQUOR ACT.....	23
15.5	BYLAWS.....	24
15.6	WINDING UP OF THE CLUB.....	24

# 1 RULES OF THE INCORPORATED ASSOCIATION

## 1.1 NAME

The name of the Association shall be the Cottesloe Rugby Union Football Club Inc ("the Club").

## 1.2 THE CLUB

The Club shall consist of such persons who have joined or may join together to play and promote the playing of Rugby Union Football for the Cottesloe Rugby Union Football Club Inc.

## 1.3 JURISDICTION

The Club's jurisdiction extends to and is acknowledged by all members who are registered with the Western Australian Rugby Union Inc. being a member of Cottesloe Rugby Union Football Club Inc.; Life members, Office Bearers of the Club and affiliated junior clubs or persons.

## 1.4 OBJECTS AND PURPOSES

The objects and purposes of the Club are:

- a. To promote and foster Rugby Union Football throughout Western Australia.
- b. To assist it's members in all matters pertaining to Rugby.
- c. To purchase, lease, hire, or otherwise acquire any real or personal property for the benefit or purpose of the Club.
- d. To layout, construct and maintain upon the premises for the time being belonging to or occupied by the Club playing fields, grandstands, dressing rooms and other buildings and to provide necessary equipment and conveniences.
- e. To do all things incidental or conducive to the attainment of the aforementioned objects.
- f. The property and income of the Club shall be applied solely towards the promotion of the objects of the Club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects or purposes.

## 1.5 POWERS OF THE CLUB

The powers conferred on the Club are the same as those conferred by section 14 of the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, the Club may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may:

- a. Acquire, hold, deal with, and dispose of any real or personal property.
- b. Open and operate bank accounts.
- c. Invest its money:
  - i. In any security in which trust monies may lawfully be invested.
  - ii. In any other manner authorised by the rules of the Club.
- d. Borrow money upon such terms and conditions as the Club thinks fit.
- e. Give such security for the discharge of liabilities incurred by the Club as the Club thinks fit.
- f. Appoint agents to transact any business of the Club on its behalf.

October 16, 2016

- g. Enter into any other contract it considers necessary or desirable.
- h. May act as trustee and accept and hold real and personal property upon trust, but does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene this Act or the rules of the Club.

## 2 MEANING AND DEFINITION OF TERMS

"Act" shall mean the Associations Incorporation Act 2015.

"Advisory Committee" shall mean as defined by Rule 10.2.

"Bylaw" shall include the current code of conduct, member protection policy and any other policies pertinent to the operational and management framework of the club.

"Club" shall mean and include Cottesloe Rugby Union Football Club Incorporated.

"Club Registrar" shall mean a person elected or appointed to that position to collect and collate registrations of members and maintain the register of members including the registration of members with the Australian Rugby Union.

"Chairman" as defined by Rule 6.1(b).

"Coach". Unless otherwise provided shall mean any member of the Club appointed to act as a coach for a particular grade within the Club under the RugbyWA competition rules and where possible all references to the position should be prefixed by the grade to which he is appointed.

"Director of Rugby" shall mean a member of the Club appointed as overall rugby coordinator of coaches and all grades played within the Club under the RugbyWA competition rules. The person holding the position shall be responsible for player recruitment, the rugby budget and planning.

"Committee". Unless otherwise provided the words 'Committee', and "Management Committee" used on their own or together shall mean the Management Committee.

"Cottesloe RUFC" shall mean and include Cottesloe Rugby Union Football Club Incorporated.

"CRUFC". Unless otherwise provided the initials C.R.U.F.C. or the word 'Club' shall mean the Cottesloe Rugby Union Football Club Incorporated as hereinbefore defined.

"Executive Committee" shall mean and include the President, Vice President, Secretary and Treasurer.

"Financial Year" shall mean a period not exceeding 15 months fixed by the Committee, being a period commencing on the date of incorporation of the Club and ending on 30 September; and thereafter each period commencing 1 October and ending on 30 September in the following year.

"Honorary Officials" shall mean honorary auditor, doctor, and solicitor.

"Life Member" shall mean a person elected to the position pursuant to Rule 3.5.

"Management Committee" as defined in 6(a - e).

"Notice" shall mean and include notice via post, electronic transfer or facsimile transmission to a member's postal, email or facsimile address and shall be deemed as a formal issue of notice pursuant to the rules of this constitution but shall not apply to a notice given under Rule 4.0.

"Officers" shall mean and include the President who shall be the Chief Executive Officer of the Club, Vice President, Treasurer, and Secretary.

October 16, 2016

"Patrons" shall mean and include Patron (one only) and Vice Patrons (not more than twenty).

"RugbyWA" shall mean the Western Australian Rugby Union Inc.

"Special Resolution" means a resolution passed by not less than three quarters of the persons present and entitled to vote at any meeting of the Club.

"WAJRU" shall mean Western Australian Junior Rugby Union Inc.; "WASRU" shall mean Western Australian Schools Rugby Union Inc.

### 3 MEMBERSHIP

- a. As required by Section 4 and 17 of the Act, the Club must have at least 6 Members with full voting rights at all times.
- b. Under Section 19 of the Act a member of the Management Committee, trustee or a member of the association is not liable in respect of the liabilities of the association.
- c. Membership of the Club other than Life Membership shall be open to any person approved by the executive committee on satisfying the conditions hereinafter provided.
- d. No person under the age of 18 years will be admitted to Social Membership of the Club.
- e. Any person becoming a member of the Club shall be deemed to agree to and abide by the constitution of the Club and any Bylaws in place.
- f. Pursuant to sections 35(2), 36 and 37 of the Act, all members will be provided access to the Club constitution and bylaws at the time of registration either via the website or where requested as hard copy.
- g. Unless a prescribed form is set down by the Management Committee, the prescribed form shall be the current registration as required by RugbyWA.

#### 3.1 DEFINITION OF MEMBERSHIP CLASSES

Membership of the Club shall be of the following classifications.

- a. Ordinary Member
- b. Ordinary (Underage) Member
- c. Junior Playing Member (Minor)
- d. Social Member
- e. Life Member.

#### 3.2 ORDINARY MEMBERS

- a. Any person being a senior playing member is entitled to enjoy full Club privileges upon being accepted as an Ordinary member.
- b. Any underage person playing for the senior competition is entitled to enjoy full Club privileges upon being accepted as an Ordinary (underage) member. However if the member is under the age of 18 years the member must abide by the applicable Liquor Licencing Laws.

#### 3.3 JUNIOR PLAYING MEMBERS (COLT AND JUNIOR)

- a. Any person under the age of 18 years may make application for admission to the Club as a Junior Member.
- b. A Junior member shall have no voice in the management of the Club and shall not be entitled to hold office, attend General Meetings or vote at any poll of the Club, but shall in all other respects conform to and be bound by these Rules and ByLaws of the Club for the time being in force.



### 3.4 SOCIAL MEMBER

Members who are entitled to exercise the same privileges of the Club as ordinary members with the proviso that membership fees shall be less than those of an ordinary member and such members shall be bound by Rule 13.1(b).

### 3.5 LIFE MEMBERSHIP

- a. Any member of the Club who has rendered distinguished service to the Club for a period of not less than ten (10) years may be elected a life member of the Club.
- b. Every Life Member shall receive a presentation of a design recommended from time to time by the Management Committee.
- c. The following conditions shall be observed in the election of Life Members:
  - i. Nominations for Life Member must be submitted to the Secretary, by 30th June in any year.
  - ii. The Advisory Committee shall consider the advisability of recommending the nomination of any member of the Club to the Management Committee previous to the Club's Annual Trophy Presentation or in the event that a Trophy Presentation is not held, the Annual General Meeting.
  - iii. Nominations, other than a nomination by (ii.) above, may be submitted to the Secretary if signed by at least three members of the Club. The Secretary shall report the nomination to the next Management Committee Meeting.
  - iv. The Management Committee shall consider and vote on the nominations and may elect one nomination in any one calendar year, unless in special circumstances with the agreement of both the Management Committee and Advisory Committee one (1) further nomination may be accepted in any one financial year
- d. A Life Member shall not be liable for any portion of the Club liabilities.

### 3.6 REGISTER OF MEMBERS OF THE CLUB

- a. The Club shall ensure compliance with section 53 of the Act by maintaining in an up to date condition a register of the members of the Club and their postal, email or residential addresses. The Club shall ensure that the requirements of the Associations Incorporations Act 2015 are observed.
- b. Where a member is an ordinary (underage) member or a Junior member that member's date of birth shall also be recorded.
- c. It shall be the responsibility of the member to ensure his or her current address in (a) above is registered with the Club.
- d. Upon the request of a member of the club, the Secretary shall make available a copy or an extract from the register of those items which do not impinge upon the rules of privacy, consistent with sections 54 – 56 of the Act.
- e. The Secretary must cause the name of a person who dies or who ceases to be a member under rule 3 or rule 4 to be deleted from the register of Club members.
- f. Any changes to the register must be recorded within 28 days of the change.

### 3.7 RESIGNATION OF MEMBER

- a. A member who delivers notice in writing of his or her resignation from the Club to the Secretary or another Committee member ceases on that delivery to be a member.

- b. A person who ceases to be a member under Sub rule (a) hereof remains liable to pay to the Club the amount of any subscription due and payable by that person to the Club but unpaid at the date of that cessation.

### 3.8 MEMBER TRANSFERS

- a. Approval for the transfer of a member to another Club shall not be granted by the Management Committee unless the applicant for transfer was a financial member of the Club at the date of his application for transfer.
- b. Notwithstanding sub rule (a), no transfer shall be permitted after any date set by the RugbyWA as the final date for approval of transfers.

### 3.9 EXPULSION OF A MEMBER

- a. If the Committee considers that a member should be expelled from membership of the Club because of conduct detrimental to the interests of the Club, the Management Committee shall communicate in writing to the member:
  - i. Notice of the proposed expulsion and of the time, date and place of the Management Committee meeting at which the question of that expulsion will be decided.
  - ii. Particulars of that conduct, not less than 14 days before the date of the Management Committee meeting referred to in Subparagraph (i.) herein.
- b. At the Management Committee meeting referred to in a notice communicated under sub rule (a) above, the Management Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Management Committee, expel or decline to expel that member from membership of the Club and shall, forthwith after deciding whether or not so to expel that member, communicate that decision in writing to that member.
- c. Subject to sub rule (e), a member who is expelled under sub rule (b) from membership of the Club ceases to be a member 14 days after the day on which the decision to expel that member is communicated to the member under sub rule (b).
- d. A member who is expelled from membership of the Club under sub rule (b) shall, if the member wishes to appeal against that expulsion, give notice to the Secretary of the member's intention to do so within the period of 14 days referred to in Sub rule (c).
- e. When notice is given under Sub rule (d):
  - i. The Club in a general meeting convened for the purpose of hearing the appeal may, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Club in the general meeting, confirm or set aside the decision of the Management Committee to expel that member.
  - ii. The member who gave that notice does not cease to be a member unless and until the decision of the Management Committee to expel that member is confirmed under this sub rule.

## 4 FINANCES

### 4.1 FEES

- a. All membership fees shall be determined by the Management Committee at a Management committee meeting following the Annual General Meeting.
- b. Any member not having paid the aforementioned fee by the thirtieth day of June in any year may be suspended from membership until such time as the amount due is paid in full.
- c. Life members shall be exempt from all fees, dues, and levies.
- d. Dispensation of sub section 5.1(b) of this Rule may be granted by the Management Committee for any member who shall apply in writing to the Management Committee showing the reasons for such application.

### 4.2 GENERAL

- a. All dues, fines, and levies, other than fees set out in Rule 4.1(a) are to be paid by a date set by the Management Committee.
- b. All accounts shall be submitted to and passed by the Management Committee before payment and shall be initialled by the Chairman of the meeting to which they were submitted.
- c. The financial accounts of the club shall close on the 30th day of September in each year.
- d. A payment may be made to a Member (including Management Committee member) out of the funds of the Association only if it is authorized under sub rule (e).
- e. A payment to a Member out of the funds of the Association is authorised if it satisfies any of the following:
  - i. The payment in good faith to the Member as reasonable remuneration for any services provided to the Association, or for goods supplied to the Association, in the ordinary course of business.
  - ii. The payment of interest, on money borrowed by the Association from the Member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia.
  - iii. The payment of reasonable rent to the Member for premises leased by the Member to the Associations.
  - iv. The reimbursement of reasonable expenses properly incurred by the member on behalf of the Association.

## 5 ELECTIONS, APPOINTMENTS, REMOVALS AND VACANCIES

### 5.1 ELECTIONS

- a. The positions of Patrons, Executive Committee, Management Committee, Trustees, and Advisory Committee shall be filled by elections at the Annual General Meeting of the Club as hereinafter provided.
- b. Nominations for the election of the positions in Subsection 5.1(a) of this Rule shall be in writing signed by the nominee and two members of the Club and such nominations shall be in the hands of the Secretary not less than seven days prior to the Annual General Meeting.
- c. In the event that nominations exceed the required number to fill any position in Subsection 5.1(a) of this Rule, a ballot by preferential voting shall be conducted.
- d. Should there be insufficient nominations to fill all positions in Subsection 5.1(a) of this Rule, the Management Committee shall appoint persons to fill those vacancies for which nominations were not received at any committee meeting following the aforementioned Annual General Meeting.
- e. The Patron may not hold office for more than five consecutive years.
- f. Pursuant to section 39 of the Act the following persons must not, without leave of the Commissioner for Consumer Protection, accept an appointment or act as a member of the management committee:
  - i. A person who is, according to the Interpretation Act 1984 section 13D, a bankrupt or person whose affairs are under insolvency laws.
  - ii. A person who has been convicted, within or outside the State, of any of the following:
    1. An indictable offence in relation to the promotion, formation or management of a body corporate.
    2. An offence involving fraud or dishonesty punishable by imprisonment for a period of not less than three months.
    3. An offence under Part 4 Division 3 or section 127 of the Act.
- g. Sub rule (f) only applies to a person who has been convicted of the above offences only for a period of 5 years from the time of the person's conviction, or if the conviction results in a term of imprisonment, from the time of the person's release from custody.

### 5.2 APPOINTMENTS

At the first Management Committee Meeting following each Annual General Meeting or adjournment thereof, the Management Committee shall appoint:

- a. Club Coach (if required) and Coaches for all teams to be fielded by the Club in the season following the aforementioned Annual General Meeting, giving considerations to any nomination received at the Annual General Meeting.
- b. A Club Registrar.
- c. An Honorary Solicitor who may transact any legal business of the Club as the Management Committee may deem necessary.
- d. An Honorary Medical Officer who may make him or herself available to attend specified games nominated by the Management Committee.
- e. An Honorary Auditor who shall carry out an audit of the financial records of the Club and shall report in writing thereon to the Annual General Meeting.
- f. A Selector who shall become a member of the Selection Committee.
- g. Members to form the Clubhouse Sub Committee.
- h. Members to form the Social Sub Committee.

- i. Members to form the Sponsorship Sub Committee.
- j. Members to form the Juniors Sub Committee.
- k. A "Blues News" Editor.
- l. Team Managers.
- m. Any number of other eligible members to partake in or assist with the management of the Club as directed by the Management Committee.

### 5.3 REMOVALS AND VACANCIES

- a. The positions provided in Subsection 5.1(a) of this Rule shall be rendered vacant by the death, resignation, or removal of that person holding the position.
- b. Persons holding the positions provided in Subsection 5.1(a) of this Rule shall be removed only by a special resolution of the Management Committee.
- c. Any vacancy occurring under Subsection 5.3(a) of this Rule shall be filled by an appointment by the Management Committee at the next meeting following the position becoming vacant.
- d. If any member of the Management Committee shall absent him/herself from three (3) of any four (4) consecutive meetings without satisfactory explanation, his/her position shall be declared vacant and the provisions of Subsection 5.3(c) of this Rule shall apply.
- e. The positions of Honorary Officials and team coaches as hereinbefore provided shall be rendered vacant by the death, resignation, or removal of that person. The removal and appointment to fill the vacancy caused by such removal shall be at the discretion of the Management Committee.

## 6 MANAGEMENT COMMITTEE

- a. The affairs of the Club shall be managed exclusively by the Management Committee consisting of:
  - i. President.
  - ii. Vice President.
  - iii. Secretary.
  - iv. Treasurer.
  - v. Club Registrar, Director of Rugby, Club Captain, Junior Manager, Chairpersons of the Clubhouse Sub-Committee, the Sponsorship Sub-Committee and the Social Sub-Committee, a member to act as the RugbyWA Liaison person and any additional committee persons necessary as determined by the Executive Committee.
- b. The President will be the Chief Executive Officer of the Club in addition to being a member of the Executive, will be the figurehead of the Club, will normally chair all meetings of the Club and assume such honorary and representational roles as are required from time to time. The President shall be responsible for the day to day administration of the Club.

### 6.1 MANAGEMENT COMMITTEE MEETINGS

- a. The Management Committee shall meet at such times and places as shall from time to time be decided upon by its members.
- b. In the event of the President being absent from any meeting the Vice President shall be Chairman, and in the absence of both President and Vice President the members shall elect a Chairman from amongst their members.
- c. The Chairman of the meeting shall at all times have a deliberative as well as casting vote.
- d. At any meeting at which a quorum is not present, a discussion may be held and shall be recorded, such record presented at a subsequent meeting called by the President or Secretary, and if a quorum is not then present, those present may nevertheless transact business.
- e. Any financial member of the Club may attend meetings of the Committee, but may speak only if invited to do so by a two-thirds majority of the committee.

### 6.2 POWERS OF THE MANAGEMENT COMMITTEE

- a. The Management Committee shall be the executive body of the Club and shall manage and control the Club's affairs on behalf of the members, subject to the right of appeal to a General Meeting of club members as hereinafter provided.
- b. The Management Committee may appoint such sub committees as it thinks fit and delegate such of its powers to any sub committee as it may think fit. The President, Secretary and Treasurer shall be ex officio members of all such sub committees.
- c. The Management Committee shall have the power to make investments for the Club and expend the funds of the Club and incur such liabilities as may be necessary (or which the Management Committee may consider necessary) towards the carrying out of the objects of the Club.
- d. The Management Committee shall have the power to nominate the number of teams that the Club shall enter in the RugbyWA competition in any one year. Any such nomination of teams shall have particular regard to any recommendations made by the Members at the Annual General Meeting or any other General Meeting.
- e. The Management Committee shall manage and control the Club teams.

October 16, 2016

- f. The Management Committee shall, if it so decides, disqualify or suspend for any period it may see fit or otherwise in its discretion, punish any affiliated person or club, who or which it considers has been guilty of misconduct or of conduct likely to bring discredit upon Rugby Union Football or the Club and such punishment may accordingly be promulgated throughout the Club.
- g. The Management Committee shall have the power to impose a fine, suspensions or other penalties on any person it decides has breached Club Rules or been guilty of misconduct.
- h. Any appeal against a decision under sub rule (f) and (g) of this rule shall follow the same conditions set out for an appeal under Rule 3.9.

## 7 SECRETARY

### 7.1 SECRETARY DUTIES

The Secretary shall:

- a. Coordinate the correspondence of the Club.
- b. Keep full and correct minutes of the proceedings of the Executive Committee and of the Club.
- c. Comply on behalf of the Club in respect to;
  - i. Rule 3(f).
  - ii. Section 58 of the Act in respect of the record of the office holders to ensure compliance with this section of the Act.
- d. The Secretary must, upon the request of a member of the Club, make available the record for the inspection of the member and the member may make a copy of or take an extract from the record but will have no right to remove the record for that purpose.
- e. Have custody of all books, documents, records, and registers of the Club, including those referred to in sub rule (c), other than those required by Rule 8 to be kept and maintained by, or in the custody of, the Treasurer.
- f. Perform such other duties as are imposed by these rules on the Secretary.



## 8 TREASURER

### 8.1 TREASURER DUTIES

The Treasurer shall:

- a. Be responsible for the receipt of all moneys paid to or received by the Club or by the Treasurer on behalf of the Club and shall issue receipts for those moneys in the name of the Club.
- b. Pay all moneys referred to in paragraph (a) into such bank account or bank accounts of the Club as the Management Committee may from time to time direct.
- c. Make payments from the funds of the Club with the authority of the Management Committee or a general meeting.
- d. Comply on behalf of the Club with Sections 66 to 70 of the Act in respect of the accounting records of the Club by:
  - i. Keeping such accounting records as correctly recorded and explain the financial transactions and financial position of the Club.
  - ii. Keeping its accounting records in such manner as will enable true and fair accounts of the Club to be prepared from time to time.
  - iii. Keeping its accounting records in such manner as will enable true and fair accounts of the Club to be conveniently and properly audited.
  - iv. Submitting to members at each annual general meeting of the Club accounts of the Club showing the financial position of the Club at the end of the immediately preceding financial year.
- e. Whenever directed to do so by the Chairman, submit to the Management Committee a report, balance sheet or financial statement in accordance with that direction.
- f. Unless the members resolve otherwise at a general meeting, have custody of all securities, books, and documents of a financial nature and accounting records of the Club, including those referred to in sub rules (d) and (e).
- g. Perform such other duties as are imposed by these rules on the Treasurer.

### 8.2 ACCOUNTS AND BANKING

- a. All payments drawn on such account or accounts referred to in sub rule 8.1(b) shall be signed by any two of the President, Vice President, Treasurer or Secretary.
- b. The password(s) for any electronic transfer from any of the Club's bank accounts must only be held by a member or members of the Executive. The details for an electronic transfer may be set by any member of the committee but must only be authorised by a member of the Executive.
- c. The accounting records, balance sheet and or financial statements shall be audited annually by the Honorary auditor prior to the Annual General Meeting.
- d. The Treasurer shall issue a Club receipt for all moneys received and such receipt shall be the only evidence of dues and moneys paid.

## 9 TRUSTEES AND OTHER SUB COMMITTEES

### 9.1 TRUSTEES

- a. The funds, assets, and property of the Club shall be vested in two trustees.
- b. The trustees shall deal with the property of the Club as directed by the Committee and shall be indemnified against any liability, which they may incur so long as they shall deal with the same in the manner aforesaid.

### 9.2 ADVISORY COMMITTEE

- a. There shall be an Advisory Committee consisting of three (3) members.
- b. Life Members not elected to this Committee may be co-opted to the Advisory Committee.
- c. The Advisory Committee shall meet when called to by the President, Vice President or Secretary.
- d. The function of the Advisory Committee shall be to advise the Management Committee when so requested by the Management Committee and as hereinbefore provided.

### 9.3 CLUBHOUSE SUB COMMITTEE

- a. There shall be a Clubhouse Sub Committee, the Chairman of which shall be a member of the Management Committee.
- b. The Chairman of the Clubhouse Sub Committee shall be known as the Clubhouse Manager whose duties will be to control, manage and supervise the Clubhouse and facilities and will be accountable only to the Management Committee.
- c. The Clubhouse Sub Committee will be appointed by the Management Committee from recommendations from the Clubhouse Manager or from nominations received at the Annual General Meeting.

### 9.4 SELECTION COMMITTEE

There shall be a Club Selection Committee of not less than three (3) members, one of whom shall be the Director of Rugby, one the Club Captain, and the third a member (of sound judgment of the game of Rugby Union). The Director of Rugby shall be the Chairperson of all selection meetings and shall have a casting vote.

### 9.5 SOCIAL SUB COMMITTEE

There shall be a Social Sub Committee, one of whom shall be a Member of the Management Committee.

### 9.6 JUNIORS SUB COMMITTEE

- a. There shall be a Juniors Sub Committee of not less than three members, one of whom shall be a member of the Management Committee.
- b. There shall be a Junior Committee elected from parents of junior members, senior club members and other interested people and approved by the Management Committee.

October 16, 2016

- c. The Juniors Sub Committee will operate independently from, but will be subject to the authority of the Management Committee. It shall be responsible for the day to day administration of the Junior teams participating in the WAJRU Competition, including organising accredited coaches, managers, and team apparel.
- d. The Juniors Committee shall have a Chairman, Registrar, Secretary, and other officials as deemed necessary, which may include Coaching, Fundraising, and Sponsorship Coordinators.
- e. The Juniors Sub Committee shall run the finances necessary for the Junior teams subject to the Management Committee being provided with an Annual budget and an Annual statement of accounts for inclusion with the Club accounts for auditing and presentation to the Annual General Meeting. The Juniors Sub Committee may not enter into commitments for financial expenditure over \$2,000 on any single item without the approval of the Management Committee.

#### 9.7 SPONSORSHIP SUB COMMITTEE

There shall be a sponsorship sub committee, one of whom shall be a Member of the Management Committee.

## 10 ANNUAL GENERAL MEETINGS

- a. The Annual General Meeting of the Club shall be held on such date and at such time and place as shall be determined by the Management Committee but shall not be held later than the last day of November following any season.
- b. The Secretary shall give to all members twenty-eight (28) days' notice in writing of the date, time and place of the Annual General Meeting.
- c. The meeting will be chaired by the President and the business to be transacted at the Annual General Meeting shall be:
  - i. Confirmation and acceptance of Minutes of previous Annual General Meeting.
  - ii. Receive the President's Annual Report for the year.
  - iii. Receive the Treasurer's Report for the year ending.
  - iv. Any Notices of Motion.
  - v. Election of Positions as defined in Rule 6.1.
  - vi. Life Membership.
  - vii. General Business.
- d. Any resolution other than a resolution pursuant to (e) below shall be a recommendation to the Management Committee.
- e. Any notice of any motion pursuant to sub rule (c)(iv) above and Rule 14 must be in writing and signed by the proposer and seconder and delivered to the Secretary not less than 14 days prior to the Annual General Meeting.
- f. Amendments to any motion pursuant to (c)(iv) above may be accepted during the meeting with approval of a simple majority vote of persons attending the meeting.
- g. No amendment to a motion shall be accepted at a meeting called for the purpose of considering a motion under Rule 14.

## 11 MEETINGS – GENERAL

### 11.1 NOTICE OF MEETINGS

- a. The Management Committee must within seven (7) days call a General Meeting if requested to do so by a petition stating the reason for requesting such meeting and signed by at least twenty (20) financial ordinary members of the Club.
- b. The Secretary shall give to all members seven (7) days notice in writing of the date, time and place of General Meetings.
- c. Any notice of meetings shall state the nature of the business proposed to be transacted at the meeting and no other business other than that stated in the notice may be dealt with at that meeting.
- d. Notice of meetings shall be disseminated to members via the Blues News publication (see rule 16.3) via email to the registered member mailing list and social media forums including the official club facebook page.

### 11.2 QUORUM FOR MEETINGS

- a. A quorum for an Annual General Meeting or General Meeting shall be twenty (20) financial Members personally present and shall include in their numbers four (4) Members of the Management Committee.
- b. The quorum for a Management Committee Meeting shall be five (5), two of whom shall be the President, Vice President, Secretary or Treasurer personally present.
- c. If within half an hour of the time fixed for any meeting under Sub rule 12.1 above a quorum is not present, the meeting shall be adjourned to the same place at the same time and day of a following week and if a quorum be not then present, those members present shall form a quorum and shall transact the business of the meeting. At least three (3) days notice of the place and date of the adjourned meeting shall be given by the Secretary to the persons stated in Rule 12.1

### 11.3 RESOLUTIONS

- a. At a meeting at which a resolution proposed as a special resolution is submitted, a declaration by the person presiding that the resolution has been passed as a special resolution shall be evidence of the fact unless, during the meeting at which the resolution is submitted, a poll is demanded by at least 3 members of the Club present in person or, where proxies are allowed, by proxy. If a poll is held, a declaration by the person presiding as to the result of a poll is evidence of the matter so declared.
- b. All other resolutions passed at a general meeting shall be an ordinary resolution and voting shall be by a show of hands of those present and entitled to vote ballot unless, during the meeting at which the resolution is submitted, a poll is demanded by at least 3 members of the Club present in person or, where proxies are allowed, by proxy. If a poll is held, a declaration by the person presiding as to the result of a poll is evidence of the matter so declared.
- c. Any act done or dispensation, decision, ruling, determination, appointment, resolution, amendment or revocation exercised by the Management Committee under any Rule, Law, ByLaw or Regulation pursuant to the competition or the carrying out of its powers hereinbefore provided may be set aside by a Special Resolution of the Members at a

General Meeting called for that purpose or at an Annual General Meeting subsequent to the Management Committee's action.

#### 11.4 MINUTES OF MEETINGS

- a. The Secretary shall cause proper minutes of all proceedings of all general meetings and Management Committee meetings to be taken and then to be entered within 30 days after the holding of each general meeting or Management Committee meeting, as the case requires, in a minutes book kept for that purpose.
- b. The Chairman shall ensure that the minutes taken of a general meeting or Management Committee meeting under Sub rule (a) are checked and signed as correct by the Chairman of the general meeting or Management Committee meeting to which those minutes relate or of the next succeeding general meeting or Management Committee meeting, as the case requires.
- c. When minutes have been entered and signed as correct under this Rule, they shall, until the contrary is proved, be evidence that:
  - i. The general meeting or Management Committee meeting to which they relate (in this Sub rule called "the meeting") was duly convened and held.
  - ii. All proceedings recorded as having taken place at the meeting did in fact take place thereat.
  - iii. All appointments or elections purporting to have been made at the meeting have been validly made.

## 12 VOTING

### 12.1 VOTING PROCEDURES

- a. Ordinary members, Social members and Life members may attend any meeting of members of the Club. Social members are entitled to vote at any meeting of members except on any matter dealing with Rule 1.4.
- b. Notwithstanding sub rule (a) of this Rule, an Ordinary member shall not be entitled to vote on Rule 1 of this Constitution or any matter which will have the effect of varying the voting rights of any member of the Club unless that member has given information and such information has been accepted by the Management Committee on his/her election as a member, that he/she has actively participated as a player or referee in a rugby match conducted under the control of the Australian Rugby Union or an affiliated overseas association.
- c. Every question submitted to any meeting of members shall be decided by voices or a show of hands, at the discretion of the Chairman of the meeting, unless a ballot be demanded by the Chairman of the meeting or by at least two (2) members present in which case a ballot conducted by preferential methods shall be taken and a declaration by the Chairman of the meeting that a resolution has been carried or lost shall be conclusive evidence of the fact.
- d. The Chairman at all meetings of the Club both on a show of hands and in the case of a ballot shall have a deliberative as well as casting vote.
- e. At any meeting of the Management Committee only members of the Committee may vote. A Life member of the Club may attend any meeting of the Committee and may speak as of right.
- f. Any member whose dues are not paid or is under suspension shall not be entitled to vote at any meeting of members of the Club.

### 12.2 PROXIES

A member (in this Rule called the "appointing member") may appoint in writing another member who is a natural person to be the proxy of the appointing member and to attend and vote on behalf of the appointing member at any General Meeting.

## 13 DISPUTES, CHARGES & SUSPENSIONS

### 13.1 Disputes

In the case of any doubt or difference of opinion arising as to the interpretation of any clause of this Constitution or of any ByLaw of the game or Rules, such doubt or difference shall be decided by the Management Committee, which shall have regard to the advice of the Advisory Committee.

### 13.2 CHARGES

It shall be the duty of the Secretary of the Club to lay any charge under this Constitution against any member of the Club as may be directed by the Management Committee.

### 13.3 SUSPENSION

Any member whilst under suspension by the Club may be deemed to be ineligible for selection to play in any game or prohibited from attending any function under the control of the Club and may be denied access to the Club's facilities depending on the terms and conditions of the suspension or penalty.



## 14 AMENDMENTS TO THE CONSTITUTION

- a. This Constitution may be amended provided that a notice of intention to move the adoption, amendment or repeal of any Rule at any General Meeting of the Club shall be given to the Secretary in writing signed by two (2) members of the Club at least fourteen (14) days prior to such meeting.
- b. Notice given under Rule 14(a) to adopt, amend, or repeal Rules 1, 12 or 15.2 must be signed by two (2) members entitled to vote pursuant to 12.1.
- c. The adoption, amendment or repeal of any Rule must be accepted by not less than three quarters of those present in person and entitled to vote at that meeting.
- d. Within twenty eight days (28) days after the making of any amendment or alteration to this Constitution and Rules of the Club the Management Committee shall send or deliver a certified copy of the amendment or alteration to each of the Principal Clerk of the Licensing Court of Western Australia, the Community Rugby Manager of RugbyWA or their successors in title and the Government of Western Australia - Department of Commerce.

## 15 GENERAL BUSINESS

### 15.1 COMMON SEAL

There shall be a Common Seal of the Club, which shall be kept in the custody of the Secretary and shall be only affixed to any deed, instrument, or other document by a resolution passed at a meeting of the Management Committee. Any two of President, Vice President, Treasurer or Secretary shall countersign the affixing of the seal.

### 15.2 CLUB COLOURS, EMBLEM, AND UNIFORM

- a. The Club colours shall be sax (light) blue and dark blue.
- b. The design of the Club jumper and socks shall be light and dark blue hoops, and the Club shorts shall be navy blue.
- c. The Club emblem shall represent a seagull in flight within a circle together with either the Club name in full or an abbreviation of the Club name.
- d. The use, display, exhibition, publication, or reproduction of the Club emblem in any manner shall be restricted to those persons who have sought in writing and received permission from the Management Committee.
- e. The Club uniform or its design shall not be changed or altered in any way unless passed by a special resolution at an Annual General Meeting or a Special General Meeting called for that purpose.
- f. Any Notice of Motion to alter or change the Club uniform or design must be accompanied by the written approval of the Executive Committee of the Western Australian Rugby Union Inc.
- g. The Secretary shall apply to the Western Australian Rugby Union for approval of any change or alteration to the Club uniform or design if requested by a petition of members pursuant to Rule 11.1(c).

### 15.3 "BLUES NEWS" PUBLICATION

- a. The official news magazine of the Club shall be called the "Blues News" which shall be published on a regular basis during the playing season and from time to time in the "off season".
- b. The publication may contain where possible fixtures, match reports of games played on the previous weekend, lists of sponsors and items of general interest to members.
- c. Dissemination of the "Blues News" will be via email to the registered member mailing list and social media forums including the official club facebook page.

### 15.4 COMPLIANCE WITH LIQUOR ACT

- a. No member under the age of eighteen shall be admitted to the Club premises, subject of the Club Restricted Licence, during the hours of operation of the permit unless in the company of an adult person in authority over him/her.
- b. During the trading hours of the Club Restricted Licence a member may introduce a guest(s) to the Club. The member shall be responsible for the guest(s) behaviour and ensure that the guest(s) comply with the Club's licencing requirements at all times.

## 15.5 BYLAWS

To ensure the orderly running of the Club, the Bylaws (as defined in Rule 2) may be set down by the Management Committee (and displayed in the Club and on the Club website) and may be amended from time to time by the Management Committee.

## 15.6 WINDING UP OF THE CLUB

In the event of the winding up or disbandment of the Club, all assets, property, investments, or privileges where possible shall be transferred to, assigned to, or vested in the Western Australia Rugby Union Inc.(Incorporation #A0630049D).