



RULES FOR THE ALBERT PARK YACHTING & ANGLING CLUB

(Incorporating changes provided by the Associations Incorporation Reform Act 2012)

Issue Date: **August 2025**



INDEX

1. NAME	4
2. PURPOSE	4
3. DEFINITION	5
4. ALTERATION OF THE RULES	6
5. CATEGORIES OF MEMBERSHIP	6
5.4 Full Members	6
5.5 Associate Members	7
5.6 Country Members	7
5.7 Life Members	8
5.8 Honorary Members	8
5.9 Junior Members	9
5.10 Student Members	9
5.11 Pensioner Members	10
5.12 Overseas Members	10
5.13 Honorary Life Member	10
5.14 Membership not Transferable	10
6. ANNUAL SUBSCRIPTIONS	10
7. APPLICATION FOR MEMBERSHIP	11
8. REGISTER OF MEMBERS	12
9. GENERAL RIGHTS OF MEMBERS	12
10. CEASING MEMBERSHIP	13
11. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS	13
12. DISPUTES AND MEDIATION	16
13. ANNUAL GENERAL MEETINGS	17
14. GENERAL MEETINGS	18
15. SPECIAL BUSINESS	19
16. NOTICE OF GENERAL MEETING	19
17. QUORUM AT MEETINGS	20
18. PRESIDING AT GENERAL MEETINGS	20
19. ADJOURNMENT OF MEETINGS	20
20. VOTING AT GENERAL MEETINGS	21
21. POLL AT GENERAL MEETINGS	21
22. MANNER OF DETERMINING WHETHER A RESOLUTION IS CARRIED	21
22.2 Minutes of general meetings	22



23. PROXIES	22
24. COMMITTEE OF MANAGEMENT	22
25. TERMS OF APPOINTMENT OF COMMITTEE MEMBERS	23
26. EXECUTIVE OFFICE HOLDERS	23
26.6 Duties of Executive Officers:	25
26.7 President	25
26.8 President and Vice-President	25
26.9 Vice President	26
26.10 Secretary	26
26.11 Treasurer	27
26.12 Auditor	28
26.13 Boat House Captain	28
27. ELECTION OF COMMITTEE MEMBERS	28
28. VACANCIES	29
29. MEETINGS OF THE COMMITTEE	30
30. NOTICE OF COMMITTEE MEETINGS	30
31. QUORUM FOR COMMITTEE MEETINGS	30
32. PRESIDING AT COMMITTEE MEETINGS	30
33. VOTING AT COMMITTEE MEETINGS	31
34. REMOVAL OF COMMITTEE MEMBER	31
35. CONFLICT OF INTEREST	31
36. FUNDS	32
37. SEAL	33
38. NOTICE TO MEMBERS	33
39. WINDING-UP	33
40. CUSTODY AND INSPECTION OF BOOKS AND RECORDS	34
41. VISITORS	35
42. SUPPLY OF LIQUOR	35
43. EQUAL OPPORTUNITY POLICY	35
44. NOT FOR PROFIT	35
45. ALTERATION OF RULES	36
46. REGULATIONS AND BY-LAWS	36
46.2 By-Laws	36
46.3 Boathouse Regulations	36
46.4 Boathouse Regulations for Junior Boat Licence	38
46.5 Code of Conduct for Annual and General Meetings	39



1. NAME

The name of the incorporated Club is The Albert Park Yachting and Angling Club (in these Rules called the Club).

2. PURPOSE

The purpose of the Club is to provide a vibrant and supportive community for its members through the following commitments:

- (a) Supporting and promoting recreational fishing, including hosting internal fishing competitions and events, and engaging with, or supporting, registered organisations whose purposes align with the Club's objectives.
- (b) Encouraging the responsible use and enjoyment of aquatic resources, with a focus on sustainable practices and fish habitat restoration through Government grants.
- (c) Providing a welcoming and social environment for members and their guests, with a strong hospitality offering and a diverse range of entertainment functions.
- (d) Facilitating the storage, maintenance, and restoration of small craft and fishing kayaks, with the support of an active volunteer network.
- (e) Offering members a space for private functions and assisting local volunteer groups and other fishing clubs and community whenever possible.
- (f) Fostering a sense of community and mutual assistance among members, through volunteer work and support in times of need.
- (g) Preserving the Club's rich history and heritage dating back to 1909, while continuing to evolve with the interests and needs of its members.
- (h) Contributing to the broader community by promoting access to the waterfront and enhancing local environmental and recreational opportunities.
- (i) Purchase, leasing or otherwise acquiring and holding any freehold or leasehold property or any easements rights or privileges which the Club may think requisite for the purpose of or capable of being conveniently used in connection with any of the objects of the Club.
- (j) Constructing, maintaining and altering any buildings or works necessary or convenient for the purpose of the Club.



- (k) Raising money by entrance fees, subscriptions and other payments payable by members and to grant any rights and privileges to subscribers.
- (l) Investing and dealing with moneys of the Club not immediately required upon such securities and in such manner as may from time to time be determined and to sell, dispose of, realise or otherwise deal with any such securities.
- (m) From time to time make donations to such persons as the Club may think directly or indirectly conducive to any of its objects or otherwise expedient.
- (n) To do all such other lawful things as are incidental or conducive to the attainment of the above objects or any of them.

3. DEFINITION

3.1 In these Rules, unless the contrary intention appears—

- (a) *Act* means the Association Incorporation Reform Act 2012 and any regulations made under the Act;
- (b) **Angling sub-Committee** means the sub-Committee elected by the Committee as

defined in these rules;

- (c) **Association** means the Club;
- (d) **Committee** means the Committee of management of the Club;
- (e) **Financial year** means the year ending on 30 June;
- (f) **General meeting** means a general meeting of members convened in accordance with these Rules;
- (g) **Member** means a member of the Club;
- (h) **Ordinary member of the Committee** means a member of the Committee who is not an officer of the Club under Rule 26;
- (i) **Purpose** means the purpose of the Club as defined in these Rules;
- (j) **Public officer** shall now be referred to as Secretary pursuant to the Act
- (k) **Regulations** means regulations under the Act;
- (l) **Relevant documents** have the same meaning as in the Act.

3.2 In these Rules, a reference to the Secretary of the Club is a reference

- (a) if a person holds office under these Rules as Secretary of the Club, to that person;
- (b) in any other case, to the Secretary of the Club.



4. ALTERATION OF THE RULES

- 4.1 These Rules and the statement of purposes of the Club must not be altered except in accordance with the Act.

5. CATEGORIES OF MEMBERSHIP

- 5.1 The club shall consist of the following categories of member:

- (a) Full Members with Voting Rights
- (b) Full Members, Non-Voting
- (c) Associate Members
- (d) Country Members
- (e) Life Members
- (f) Honorary Members
- (g) Junior Members
- (h) Student Members
- (i) Pensioner Members
- (j) Overseas Members
- (k) Honorary Life Members

- 5.2 Members become members and are entitled to exercise the rights of membership as set out in these Rules when their names are entered in the register of members.

- 5.3 All Members, regardless of category must support the purpose of the Club as expressed by these Rules.

5.4 Full Members

- (a) Any person of the age of 18 years or above, having served two years as a full financial member with non-voting rights, may become a Full Member if his or her application containing the information in the form decided by the Committee from time to time for Full Membership is accepted there is a vacancy in the Full Membership category and, he or she pays the appropriate joining fee and subscription fee.
- (b) Full Members shall be eligible to exercise all rights and privileges of a member of the Club.
- (c) There must be at least five Full Members at any given time.
- (d) Full Membership is limited to 2,000 members.
- (e) When a person is accepted as a Full Member but there is no Full Member vacancy, they may on payment of the joining fee and the



annual subscription be offered Provisional Membership and if there is no Provisional Membership, they may on payment of an application fee be placed on the Waiting List.

- (f) Any person at the age of 18 years or above may become a full member with non-voting rights if his or her application containing the information in the form decided by the Committee from time to time for Full Membership is accepted there is a vacancy in the Full Membership category and he or she pays the appropriate joining fee and subscription fee.

5.5 Associate Members

- (a) Partners, and children under the age of eighteen, of Full Members and Provisional Members shall be Affiliate Members. Children as defined in this rule must be accompanied by a member when attending the Club.
- (b) Associate Members are entitled to social rights and to the use of the Club house and shall have no boat house or launching rights and shall not be entitled to vote at any meeting of the Club or in any election and shall not be entitled to nominate any other member for election.
- (c) Upon the death of a Full Member, or a Provisional Member, the surviving Associate Member partner may make application for Provisional Membership at the invitation and discretion of the Committee.

5.6 Country Members

- (a) Any person whose principal place of residence is and remains located outside Victoria or their principal place of residence is 70 km or more from the Club, may on payment of the joining fee apply to the Committee to become a Country Member or transfer their Membership to a Country Membership.
- (b) Country Members are entitled to all social rights of the Club and to the use of the Club premises when the bar is open. They may hire club boats and enter Club Angling Competitions.
- (c) Country Members shall have no boathouse or launching rights for their own boats, and shall not be entitled to vote at any meeting of the Club or in any election, and shall not be permitted to nominate any member for election.
- (d) Country Members will pay an annual fee of 40% of the Full Membership Subscription, but shall not be liable to pay a bar levy.



5.7 Life Members

- (a) One Life Membership only may be awarded during any one financial year.
- (b) The procedure for election of a Life Member is as follows:
 - (i) Nominations for Life Membership shall be in writing and signed by two financial Full Members who are not members of the Committee.
 - (ii) Nominations for Life Membership shall be delivered to the Secretary in a sealed envelope endorsed "Nomination for Life Membership" at least 14 days prior to the annual general meeting.
 - (iii) The Committee shall open the envelopes at a meeting of the Committee prior to the annual general meeting and shall select one nominee whose services to the Club, in the opinion of the Committee, has been so exceptional as to merit the awarding of Life Membership.
 - (iv) The President shall confer the selected nominee with Life Membership at the annual general meeting in that year.
 - (v) If, in the opinion of the Committee, no nominee has the necessary qualifications, or there have been no nominations, no award shall be made.
 - (vi) Life Members shall be eligible to exercise all the rights and privileges of a member of the Club.
 - (vii) A Life Member shall be relieved of the requirement to pay the annual subscription, but shall not be relieved of any other financial obligation to the Club.
 - (viii) Upon the death of a Life Member, the surviving spouse or partner may be offered Honorary Life Membership at the invitation and at the discretion of the Committee.

5.8 Honorary Members

- (a) The Committee may, at any time elect as an Honorary Member for any specified period any person the Committee deems fit. In the absence of a nominated time Honorary Membership shall be for one year.
- (b) An Honorary Member shall be entitled to all the privileges of the Club except the right to vote or to hold office or to nominate any other person for election under these Rules.



- (c) The Secretary shall keep a list of Honorary Memberships, and the Committee will review the list of Honorary Members every year at the first Committee Meeting following the Annual General Meeting.
- (d) The Committee may terminate any Honorary Membership at any time.

5.9 Junior Members

- (a) Any person from the age of 12 to 17 inclusive may apply to become a Junior Member subject to receiving written consent from a parent or guardian.
- (b) When Junior Members reach the age of 18, and provided they qualify by having been a Junior Member for a minimum of two years, they may take up Provisional Membership by paying the appropriate subscription. However, should a Junior Member turn 18 within a membership year, as pro-rata payments will be accepted. If a Junior Member has been a member for less than two years, the Junior Member will go to the head of the Waiting List.
- (c) A Junior Member is not entitled to vote at meetings or elections, hold any office, or nominate or second the nomination of another person for any office.
- (d) All Junior Members have the same rights as Provisional Members, and may enter Junior or Senior fishing competitions.
- (e) Junior Members will pay an annual fee of 15% of Full Members Subscription, but shall not be required to pay a bar levy.

5.10 Student Members

- (a) Any person over the age of 18 but under the age of 25, and on production of their student card and a declaration that they are studying fulltime, may apply for Student Membership.
- (b) Provided a Student Member has been a Student Member for a minimum of 2 years, (and/or a Junior Member for a minimum of 2 years), then upon completion of their tertiary studies or upon cessation of those studies they may take up Provisional Membership on the same basis as Junior Members including a pro-rata payment if appropriate. If a Student Member has been a member for less than two years, the Student Member will go to the head of the Waiting List.
- (c) Student Members will have the same rights as Provisional Members.
- (d) Student Members will pay an annual fee of 30% of Full Members Subscription, and a joining fee of 30% but shall not be required to pay a bar levy.



5.11 Pensioner Members

- (a) Any Member over the age of 65 and holding a valid current Government Aged Pension Card or any Member with a full Disability Pension, may apply to the Committee for Pensioner Membership. If the Committee is satisfied as to their status and need, then the Committee may, at their discretion, grant Pensioner Membership.
- (b) Pensioner Members will pay an annual fee of 60% of the Full Membership subscription but shall not be required to pay a bar levy.

5.12 Overseas Members

- (a) Any person whose principal place of residence is and remains located overseas, may apply to the Committee to become an Overseas Member and transfer their Membership to an Overseas Membership
- (b) Overseas Members are entitled to use of the Club premises when the bar is open. They may not hire Club boats nor enter Club Angling Competitions. Overseas Members shall have no Boathouse or launching rights for their own boats and shall not be entitled to vote at any Meeting of the Club or in any election and shall not be permitted to nominate a Member of election.
- (c) Overseas Members will pay a joining fee and an annual fee of 40% of the Full Membership subscription but shall not be required to pay a bar levy.

5.13 Honorary Life Member

- (a) Honorary Life Members shall be eligible to exercise all the rights and privileges of a Full Member of the Club.
- (b) An Honorary Life Member shall be relieved of the requirement to pay the annual subscription but shall not be relieved of any other financial obligation to the Club.

5.14 Membership not Transferable

- (a) A right or privilege, or obligation of a person by reason of membership of the Club, otherwise than as provided for in these Rules:
 - (i) is not capable of being transferred or transmitted to another person; and
 - (ii) terminates upon the cessation of membership whether by death or resignation or otherwise.

6. ANNUAL SUBSCRIPTIONS

- 6.1 Annual subscriptions for all categories of members will be set at each Annual General Meeting and are payable on or before 30 September in



each year. Failure by a member to pay the annual subscription by the due date will result in his/her membership lapsing.

7. APPLICATION FOR MEMBERSHIP

- 7.1 To apply to become a member of the Club, a person must submit a written application to the Secretary stating that the person:
- a) wishes to become a member of the Association;
 - b) supports the purposes of the Association; and
 - c) agrees to comply with these Rules.
- 7.2 The application:
- a) must be signed by the applicant(s); and
 - b) must be accompanied by a photocopy of a current drivers' licence or passport and the application fee; and
 - c) a declaration that the applicant has not been convicted of any indictable offence for the past 10 years nor is presently on the Sex Offender's Register;
 - d) must be nominated and recorded by a member subject to rule 7.3
- 7.3 A member may nominate or second the application for membership of no more than three new members in any one Club year.
- 7.4 As soon as practicable, an up-to-date list of new applicants or a photocopy of the application forms will be posted on the Club Notice Board for the scrutiny of members for a period of at least fourteen days.
- 7.5 A motion must then be passed at the next convenient Committee meeting either accepting or declining the application. Applicants whose nominations are rejected must be informed in writing of the fact within fourteen days of the decision.
- 7.6 Successful applicants will be informed that they are on the waiting list, and their names recorded in the waiting list of members in the order in which they are received.
- 7.7 As a vacancy occurs on the full members non-voting list, subject to these rules, the next available applicant on the waiting list will be mailed an invitation to join the Club as a full member non-voting. The applicant will also be informed in the letter that within 14 days of its receipt he/she must answer in writing and that he/she will be given a further 14 days to pay the appropriate joining fee and annual subscription.
- 7.8 If the candidate does not answer, or refuses the membership, his/her name will be removed from the waiting list.



- 7.9 A person whose application for full membership non-voting has been rejected, or who has failed to take up an offer of membership, shall not be entitled to apply for membership again for a further period of 12 months.
- 7.10 If the invitation is accepted, the Secretary, as soon as convenient, will invite the candidate and his/her proposer to a special meeting with the Committee for an induction and welcome to the Club.
- 7.11 At the meeting, the candidate will be provided with a copy of the Member's Handbook to ensure that he/she fully understands the rules of the Club - particularly the rights of a Full Member Non-Voting and rules and responsibilities regarding provision of meals, consumption of liquor, introduction of guests, personal demeanor, and the angling and social activities of the Club.
- 7.12 All candidates present on that night will then be addressed by the President or his deputy, and formally welcomed into the Club as Provisional Members.
- 7.13 Upon payment of the Application Fee by the candidate, and after attendance at the Special Meeting referred to in 7.10 above, the Secretary will enter the name of the new member in the Provisional Members List.

8. REGISTER OF MEMBERS

- 8.1 The Secretary must keep and maintain a register of members containing:
- (a) the name and address, telephone number and email address of each member; and
 - (b) the date on which each member's name was entered in the register; and
 - (c) the particulars of all payments paid by the member; and
 - (d) the category of membership to which the member belongs.
- 8.2 The Secretary must keep and maintain a register of persons on the Waiting List.

9. GENERAL RIGHTS OF MEMBERS

- 9.1 A member of the Association who is entitled to vote has the right
- (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
 - (b) to submit items of business for consideration at a general meeting; and
 - (c) to attend and be heard at general meetings; and
 - (d) to vote at a general meeting; and



- (e) to have access to the minutes of general meetings and other documents of the Association other than minutes of Committee and Executive Meetings; and
- (f) to inspect the register of members.

9.2 A member is entitled to vote if—

- (a) the member is a Full Member; and
- (b) more than 10 business days have passed since he or she became a member of the Association; and
- (c) the member's membership rights are not suspended for any reason.

10. CEASING MEMBERSHIP

- 10.1 A member of the Club who has paid all moneys due and payable by a member to the Club may resign from the Club by written notice to the Secretary.
- 10.2 The Secretary must record in the register of members the date on which the member ceased to be a member.
- 10.3 A member of the Club who dies will be deemed to have resigned from the Club on the date of death.
- 10.4 A member of the Club who has resigned from the Club must return that member's security pass to the Club.

11. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS

11.1 For the purposes of this Rule 11, unless the contrary intention appears—

- (a) ***Allegation of Misconduct*** means an allegation that a member has:
 - (i) breached any of these Rules;
 - (ii) been convicted of an indictable offence;
 - (iii) behaved in an unbecoming manner;
 - (iv) acted in a manner prejudicial to the interests of the Club; or
 - (v) refuses to support the purposes of the Club.
- (b) ***Appeal Hearing*** means a meeting held in accordance with sub-rules 11.8 and 11.9.
- (c) ***Appeal Sub-Committee*** means the sub-Committee constituted in accordance with subrule 11.10.
- (d) ***Complaints Hearing*** means a meeting at which the Complaints Sub-Committee investigates Allegations of Misconduct.



- (e) **Complaints Sub-Committee** means the Sub-Committee constituted in accordance with sub-rule 11.3.
- 11.2 The President or President's nominee shall investigate and then refer to the Complaints Sub-Committee any Allegation of Misconduct, unless the President or the President's nominee determines the allegation has no material substance.
- 11.3 The Complaints Sub-Committee must:
- (a) consist of 3 members of the Club, one of whom must be a Committee Member; and
 - (b) make its decisions by majority vote of its members.
- 11.4 The Complaints Sub-Committee must investigate all Allegations of Misconduct referred to it in accordance with sub-rule 11.2. If after its investigations, a majority of the Complaints Sub-Committee is satisfied that an Allegation of Misconduct is established, the Complaints Sub-Committee may, by resolution, decide to:
- (a) take no action; or
 - (b) reprimand the member; or
 - (c) impose such restrictions, as may be determined by the Complaints Sub-Committee, on the rights of the member while remaining a member of the Club; or
 - (d) suspend the member for a period to be determined by the Complaints Sub-Committee; or
 - (e) expel the member from the Club.
- 11.5 Where an Allegation of Misconduct has been referred to the Complaints Sub-Committee in accordance with sub-rule 11.2, the President or the President's nominee must post to the member written notice setting out:
- (a) the substance of the allegation; and
 - (b) the date, time and place of the Complaints Hearing.
- 11.6 A member against whom an Allegation of Misconduct has been made, may:
- (a) appear before the Complaints Sub-Committee at the Complaints Hearing, alone or with representation, but not legal representation; or
 - (b) make written representation to the Complaints Sub-Committee, which must be delivered to the President not later than 2 business days prior to the date and time of the Complaints Hearing.
- 11.7 Following a decision being made by the Complaints Sub-Committee in accordance with subrule 11.4, the member must be informed of that decision either by:



- (a) the Complaints Sub-Committee informing the member of the decision at the conclusion of the Complaints Hearing; or
- (b) the President or the President's nominee, within 10 business days of the conclusion of the Complaints Hearing, posting to the member written notice setting out the decision.

11.8 Disciplinary Appeal Meeting

- (a) A member may appeal against a decision of the Complaints Sub-Committee made in relation to disciplinary action taken against that member by delivering, within 14 business days of the conclusion of the Complaints Hearing, written notice to the President that the member requests a disciplinary appeal meeting.
- (b) The disciplinary appeal meeting will be heard by an Appeal Sub-Committee and will consist of a re-hearing of the Allegation of Misconduct. The President or President's nominee must post to the member written notice setting out the date, time and place of the disciplinary appeal meeting Hearing.

11.9 The Appeal Sub-Committee must:

- (a) consist of 3 members of the Club at least 1 of whom must be members of the Committee, but must not include any member of the Complaints Sub-Committee which investigated the Allegation of Misconduct; and
- (b) decide by a majority vote of its members.

11.10 A member making a disciplinary appeal meeting against a decision of the Complaints Sub-Committee may:

- (a) appear before the Appeal Sub-Committee at the Appeal Hearing, alone or with representation, but not legal representation; or
- (b) make written representation to the Appeal Sub-Committee, which must be delivered to the President not later than 2 business days prior to the date and time of the Appeal Hearing.

11.11 Following its own investigations of the Allegation of Misconduct, the Appeal Sub-Committee may resolve to:

- (a) dismiss the appeal;
- (b) revoke the resolution of the Complaints Sub-Committee; or
- (c) take any other action available to the Complaints Sub-Committee under sub-rule 11.4.



- 11.12 Following a decision being made by the Appeal Sub-Committee in accordance with sub-rule, the member must be informed of that decision either by:
- (a) The Appeal Sub-Committee informing the member of the decision at the conclusion of the Appeal Hearing; or
 - (b) The President or the President's nominee, within 10 business days of the conclusion of the Appeal Hearing, posting to the member written notice setting out the decision.
- 11.13 A member who has been suspended must (if the member has not done so already) pay in full the fees, subscriptions and levies applicable to the member and must, at the time the member is suspended, return that member's security pass to the President for the period of the suspension. During the period of the suspension the member will not be entitled to exercise any of the rights, privileges, entitlements or benefits of membership of the Club or receive a refund of any fees, subscriptions or levies paid in respect of the period for which the member is suspended.
- 11.14 A member who has been expelled must, at the time the member is expelled, return that member's security pass to the President. An expelled member is not entitled to:
- a) enter the Clubhouse even as a guest of another member; or
 - b) receive a refund of any fees, subscriptions or levies.

12. DISPUTES AND MEDIATION

- 12.1 This Rule 12 has no operation or effect in matters the subject of the application of Rule 11.
- 12.2 The grievance procedure set out in this rule applies to disputes under these Rules between:
- (a) a member and another member; or
 - (b) a member and the Committee
 - (c) a member and any staff employed by the Club
- 12.3 A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.
- 12.4 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.



- 12.5 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days:
- (a) notify the Committee of the dispute;
 - (b) agree to or request the appointment of a mediator;
 - (c) attempt in good faith to settle the dispute by mediation.
- 12.6 The mediator must be:
- (a) a person chosen by agreement between the parties or in the absence of agreement; or
 - (b) in the case of a dispute between a member and another member, a person appointed by the Committee of the Club; or
 - (c) in the case of a dispute between a member and any staff employed by the Club or the Committee, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- 12.7 A member of the Club can be a mediator. But the person must not have a personal interest in the dispute; is biased in favour of, or against, any party.
- 12.8 The mediator cannot be a member who is a party to the dispute.
- 12.9 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 12.10 The mediator, in conducting the mediation, must:
- (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 12.11 The mediator must not determine the dispute.
- 12.12 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

13. ANNUAL GENERAL MEETINGS

- 13.1 Unless otherwise determined by the Committee in accordance with these Rules, the annual general meeting of the Club shall be held on the first Wednesday of October in each year at the Club House at 6.30 p.m.
- 13.2 Voting for the election of the Committee will begin at 6.30 pm and close at 8.00 pm.



- 13.3 The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- 13.4 The ordinary business of the annual general meeting shall commence at 8pm and shall be:
- (a) to elect officers of the Club and the ordinary members of the Committee; and
 - (b) to confirm the minutes of the previous annual general meeting; and
 - (c) to receive from the Committee reports upon the transactions of the Club during the last preceding financial year; and
 - (d) to receive and consider the statement submitted by the Club in accordance with section 102(B) of the Associations Incorporation Reform Act 2012; and
 - (e) to confirm or vary the amounts of the annual subscription and joining fee.
- 13.5 The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

14. GENERAL MEETINGS

- 14.1 In addition to the annual general meeting, there shall be a general meeting held on the first Wednesday in each month except January.
- 14.2 All general meetings other than the annual general meeting are general meetings.
- 14.3 Unless otherwise determined by the Committee in accordance with these Rules, a general meeting shall be held in the Club house at 7.30 pm on the first Wednesday of each month except that no general meeting shall be held in January.
- 14.4 If, in the opinion of the Committee, it is not practicable to hold a general meeting at the time and place set out in the previous sub-rule, the Committee may, in accordance with these Rules change a monthly general meeting to another place and/or another day or time in the month.
- 14.5 If, but for this sub-rule, more than 15 months would elapse between annual general meetings, the Committee must cause an election to be held at the general meeting before the expiration of that period.
- 14.6 If the Committee fails to convene a monthly general meeting in accordance with these Rules, the members may convene a general meeting on the first Wednesday of any month at 7.30pm in the Clubhouse.
- 14.7 If a general meeting is convened by members in accordance with sub-rule 14.6 it must be convened in the same manner so far as possible as a meeting convened by the Committee and all reasonable expenses



incurred in convening the general meeting must be refunded by the Club to the persons incurring the expenses.

14.8 The ordinary business of a general meeting shall be:

- (a) to confirm the minutes of the previous general meeting; and
- (b) to receive from the Committee reports upon the transactions of the Club during period since the previous general meeting; and
- (c) to conduct any special business of which notice has been given in accordance with these Rules.

15. SPECIAL BUSINESS

15.1 All business that is conducted at a general meeting, except for business conducted under the rules as ordinary business of the general meeting, is deemed to be special business.

15.2 A member intending to bring any special business before a meeting must notify in writing, or by electronic transmission, the Secretary and the President of that business at least 21 days prior to the general meeting.

16. NOTICE OF GENERAL MEETING

16.1 Members must receive 14 days' notice of a general meeting except where:

- (a) the Committee has determined, in accordance with these Rules, to change the time,
- (b) date or place of a general meeting from those specified in these Rules; or
- (c) the Club has received notice of special business to be conducted at the general meeting.

16.2 When notice of special business has been received in accordance with these Rules at least 21 days, or such longer period as required by the Act, before the date fixed for holding the general meeting of the Club, must cause to be sent to each member of the Club a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.

16.3 Notice shall be posted on the notice board in the Club house and shall be sent by electronic transmission.

16.4 The notice may also be included in the Club's newsletter.

16.5 No special business other than that set out in the notice convening the meeting may be conducted at the general meeting.

16.6 The notice requirement for general meetings does not apply to disciplinary appeal meeting.



17. QUORUM AT MEETINGS

- 17.1 No item of business may be conducted at a general meeting or the Annual General Meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.
- 17.2 30 members personally present or by proxy (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the conduct of the business of a general meeting.
- 17.3 If, within half an hour after the appointed time for the commencement of a special general meeting, a quorum is not present, the meeting must be dissolved.
- 17.4 If, within half an hour after the appointed time for the commencement of an annual general meeting a quorum is not present, the meeting shall stand adjourned to the same day in the next week at the same time at the same place unless another place or time is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned.
- 17.5 If at the adjourned annual general meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than 10) shall be a quorum.

18. PRESIDING AT GENERAL MEETINGS

- 18.1 The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each general meeting of the Club.
- 18.2 If the President and the Vice-President are absent from a general meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.

19. ADJOURNMENT OF MEETINGS

- 19.1 The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- 19.2 No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- 19.3 If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 16 except as provided in this sub-rule, it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.



20. VOTING AT GENERAL MEETINGS

- 20.1 Upon any question arising at a general meeting of the Club, a member has one vote only.
- 20.2 All votes must be given personally or by proxy, which proxy is appointed in accordance with these Rules except that voting at Annual elections must be given personally, or by postal votes in accordance with these Rules.
- 20.3 Where a Member is unable to attend an Annual General Meeting, through sickness, incapacity or is interstate or overseas, they may no later than 7 days prior to the meeting apply to the Committee who may in their discretion, allow a postal vote in a form to be provided by the Secretary. All postal votes must be received 24 hours prior to the Annual General Meeting.
- 20.4 In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- 20.5 A member is not entitled to vote at a General Meeting or Annual General Meeting unless all moneys due and payable by the member to the Club have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

21. POLL AT GENERAL MEETINGS

- 21.1 If at a general meeting a poll on any question is demanded by any member, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- 21.2 A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

22. MANNER OF DETERMINING WHETHER A RESOLUTION IS CARRIED

- 22.1 If a question arising at a general meeting of the Club is determined on a show of hands, a declaration by the Chairperson that a resolution has been:
 - (a) carried; or
 - (b) carried unanimously; or
 - (c) carried by a particular majority; or
 - (d) lost; and



- (e) an entry to that effect in the minute book of the Club is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

22.2 Minutes of general meetings

- (a) The Committee must ensure that minutes are taken and kept of each general meeting and annual general meeting.
- (b) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- (c) In addition, the minutes of each annual general meeting must include:
 - (i) the names of the members attending the meeting;
 - (ii) postal votes permitted by these Rules;
 - (iii) the financial statements submitted to the members;
 - (iv) the certificate signed by two Committee Members certifying that the financial statements give a true and fair view of the financial position and performance of the Association; and
 - (v) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

23. PROXIES

23.1 Each member is entitled to appoint the chairperson of a meeting as his/her proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed. However, proxy votes are not allowed at the Annual General Meeting – see rule 20.2.

23.2 The notice appointing the proxy must:

- (a) be for a meeting of the Club convened under these Rules, in a form approved by the Committee; and
- (b) direct how the chairperson is to cast the vote of the person appointing the proxy and does not provide for the chairperson to cast a vote at the chairperson's discretion.

24. COMMITTEE OF MANAGEMENT

24.1 The affairs of the Club shall be managed by the Committee of Management ("the Committee"), which shall comprise nine members.

24.2 Each year the Committee will elect an Angling Sub-Committee of six Club members which will be responsible for the scheduling of competitions and trophies and the management of same. The numbers and types of trophies



shall be recommended each year by Angling Sub-Committee for the approval of the Committee.

24.3 The Committee may appoint other sub-Committees as it sees the need.

24.4 The Committee:

- (a) shall control and manage the business and affairs of the Club; and
- (b) may (subject to these Rules, the Act and the Regulations) exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Club; and
- (c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Club.

24.5 Without limiting the foregoing the Committee shall be entitled from time to time to make By Laws and Regulations for the management of the Club and the conduct of the members and guests, and in particular to the use and operation of the Boat House. Such By Laws and Regulations are to be communicated to the members in a manner determined by the Committee.

25. TERMS OF APPOINTMENT OF COMMITTEE MEMBERS

- 25.1 Each member of the Committee shall be appointed for a term of three years. Three Committee Members will retire as a term expires but may nominate for re-election subject to the above rule.
- 25.2 Except with the consent of a majority of the Committee, no member of the Committee can serve more than two consecutive terms. However a Committee member who has served two consecutive terms is eligible for re-election again one year after his or her second term has expired.
- 25.3 Three Committee Members subject to these Rules will retire each year at the expiration of their terms, however they may nominate for re-election.

26. EXECUTIVE OFFICE HOLDERS

26.1 The Officers of the Club shall be:

- (a) a President;
- (b) a Vice-President;
- (c) a Treasurer;
- (d) a Secretary;
- (e) a Boat House Captain.



26.2 The Committee shall elect the executive office holders from their number.

26.3 The process for the election of executive office holders shall be as follows:

- (a) Each year the Committee shall meet immediately after the close of the annual general meeting for the sole purpose of conducting an election.
- (b) The Committee shall elect one of their number to preside as chair at the meeting.
- (c) The chair shall call for nominations for the executive officer holders set out above, in the order set out in these rules.
- (d) The election for each executive office holder shall be completed prior to the calling for nominations for the next executive office holder.
- (e) Any member of the Committee can nominate any other member of the Committee for any executive office.
- (f) If only one person is nominated for any executive office, then that person shall be elected. (g) If more than one person is nominated for any executive office, then an election shall be held.
- (h) Members of the Committee shall cast their votes for a candidate by a show of hand or such other manner as agreed by the Committee.
- (i) The candidate receiving the highest number of votes shall be the successful candidate.
- (j) If two or more candidates receive the same number of votes, the chair shall determine by lot who shall be the successful candidate.

26.4 Subject to these Rules, each executive officer of the Club shall hold office until his or her term expires but is eligible for re-election.

26.5 If a group of at least fifteen members disagrees with the Committee's appointment of any executive officer(s) under rule 26, they may move notice of motion at the general meeting next after the annual general meeting to seek to have any or all of those appointments overturned.

- (a) In such a case, at least fifteen members present at the meeting must indicate their support of the notice of motion by show of hands in order for the notice of motion to be accepted.
- (b) A notice of motion moved under rule 26.5 must include the name(s) of the recommended replacement(s) for the executive officer(s) in question. Any such recommended replacement(s) must be from the list of members of the Committee.



- (c) If the notice of motion is passed, the motion must be put to the members at the earliest possible general meeting as special business in accordance with the relevant rules.
- (d) The motion thus put shall be determined by ballot at that meeting and the motion will succeed if a majority of those present and voting at the meeting vote in favour of the motion.

26.6 Duties of Executive Officers:

- (a) General Duties
 - (i) As soon as practicable after being elected or appointed to the Committee, each Committee member must become familiar with these Rules and the Act.
 - (ii) The Committee is collectively responsible for ensuring that the Association complies with the Act and that individual members of the Committee comply with these Rules.
 - (iii) Committee Members must exercise their powers and discharge their duties with reasonable care and diligence.
 - (iv) Committee Members must exercise their powers and discharge their duties:
 - (A) in good faith in the best interests of the Association; and
 - (B) for a proper purpose.
 - (v) Committee Members and former Committee Members must not make improper use of:
 - (A) their position; or
 - (B) information acquired by virtue of holding their position—so as to gain an advantage for themselves or any other person or to cause detriment to the Association.
 - (vi) The Club shall indemnify each of its office holders against any liability incurred in good faith by the office holder in the course of performing his or her duties as an office holder.

26.7 President

- (a) The duties of the President are to preside over all meetings of the Club in the capacity of Chairman. He will be an ex-officio member of all sub-Committees.

26.8 President and Vice-President

- (a) Subject to sub-rule 26.8(b), the President or, in the President's absence, the Vice-President is the Chairperson for any general meetings and for any Committee meetings.



- (b) If the President and the Vice-President are both absent, or are unable to preside, the Chairperson of the meeting must be:
 - (i) in the case of a general meeting a member elected by the other members present; or
 - (ii) in the case of a Committee meeting a Committee member elected by the other Committee Members present.

26.9 Vice President

- (a) The duties of Vice-President shall be to assist the President in the discharge of his duties and to act for him during his absence.

26.10 Secretary

- (a) The Secretary must perform any duty or function required under the Act to be performed by the Secretary of an incorporated association.
- (b) The Secretary must:
 - (i) maintain the register of members in accordance with rule 8; and
 - (ii) keep custody of the common seal (if any) of the Association; and
 - (iii) with the except for the financial records referred to in rule 26.11, maintain all books, documents and securities of the Association in accordance with the Act; and
 - (iv) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings and other books and documents; and
 - (v) perform any other duty or function imposed on the Secretary by these Rules.
- (c) The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.
- (d) The duties of the Secretary shall be to:
 - (i) keep full and accurate minutes of the proceedings at all meetings of the Executive and of the Club;
 - (ii) to keep a correct roll of the names, addresses, telephone numbers and email addresses of the members;
 - (iii) to keep an up-to-date inventory of the Club's property;
 - (iv) to keep the Club's copy of the rules amended and up-to-date;
 - (v) to have charge of the keys, books, papers and records of the Club;
 - (vi) to attend all meetings of the Executive;



- (vii) to countersign cheques;
- (viii) to submit a list of members in arrears to the Executive in the month of September in each year;
- (ix) to submit all accounts due by the Club to the Executive at its next meeting after receipt by him;
- (x) to produce the receipted account for any cheque and all vouchers at the next meeting of the Executive;
- (xi) to conduct the correspondence of the Club and to act generally on behalf of the Club.

26.11 Treasurer

- (a) The accounts and books referred to in this paragraph shall be available for inspection by members when requested in writing on at least one day in each calendar month.
- (b) The Treasurer must:
 - (i) receive all moneys paid to or received by the Association and issue receipts for those moneys in the name of the Association; and
 - (ii) ensure that all moneys received are paid into the account of the Association within 5 working days after receipt; and
 - (iii) make any payments authorised by the Committee or by a general meeting of the Association from the Association's funds; and
 - (iv) ensure cheques are signed by at least 2 Committee Members; and
 - (v) ensure that the financial records of the Association are kept in accordance with the Act; and
 - (vi) co-ordinate the preparation of the financial statements of the Association and their certification by the Committee prior to their submission to the annual general meeting of the Association; and
 - (vii) ensure that at least one other Committee member has access to the accounts and financial records of the Association; and
 - (viii) ensure that surplus funds are only held in capital guaranteed deposits (eg. Bank term deposits); and
 - (ix) furnish to the Executive or the Auditors from time to time when requested the accounts properly made up; and



- (x) prepare a statement of accounts to the end of June each year produce an annual balance sheet duly audited at the annual meeting.

26.12 Auditor

- (a) An auditor (non-member of the Club) shall be appointed at the annual meeting. His duties shall be to check the accounts at the end of July. The auditor may at any time and shall when directed by the Executive, make a special audit. He may call for the production of all the Club's books, papers and documents at any time.

26.13 Boat House Captain

- (a) The duties of the Boat House Captain shall be:
 - (i) to administer the Boat House regulations under the direction of the Executive;
 - (ii) to allot boat spaces at the beginning of the financial year;
 - (iii) to keep a list of boats in the Boathouse and their owners, and of the spaces allotted in the Boathouse, together with lockers allotted;
 - (iv) to regularly inspect and maintain Boat House gear (blocks, etc.);
 - (v) to report any breakage and damage to the Executive;
 - (vi) to arrange the repairs and replacement of same;
 - (vii) to regularly inspect and arrange maintenance for the Club boats;
 - (viii) to generally supervise the Club boat activities, hiring, boat tests; and
 - (ix) to carry out the duties as the convenor of the Boat House Committee.

27. ELECTION OF COMMITTEE MEMBERS

27.1 A member is eligible to be elected or appointed as a Committee member if the member:

- (a) is 18 years or over; and
- (b) is entitled to vote at a general meeting.

27.2 Nominations of candidates for members of the Committee must be:

- (a) made in writing, signed by two Full Members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); together with a receipt and be



accompanied by a recent photograph and brief biography about the nominee.

- (b) delivered to the Secretary of the Club not less than 14 days before the date fixed for the holding of the annual general meeting.

27.3 On receiving each nomination, the Secretary shall post a photocopy of the nomination form, photograph and biography on the Club notice board, and may elect to email the document to Members.

27.4 If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.

27.5 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.

27.6 If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.

27.7 The ballot for the election of members of the Committee must be conducted on the day of the annual general meeting during the two hours before the opening of the annual general meeting in such a manner as the Committee may direct.

28. VACANCIES

28.1 The office of an officer of the Club, or of an ordinary member of the Committee, becomes vacant if the officer or member:

- (a) ceases to be a member of the Club; or
- (b) fails to attend 3 consecutive Committee meetings (other than special or urgent Committee meetings) without leave of absence or ceases to be a Committee member by operation of section 78 of the Act;
- (c) is removed from the Committee under rule 26.5 or Rule 34; or
- (d) has his membership of the Club suspended in accordance with rule 11;
- (e) If the Secretary ceases to live in Australia then that position becomes vacant;
- (f) If a statutory manager is appointed under section 116 or the Associations Incorporations Reform Act 2012 to conduct the affairs of the association.

28.2 In the event of a casual vacancy occurring on the Committee, the Committee may appoint a member of the Club to fill the vacancy, and the member so appointed may continue in office for the remainder of the term that the vacating Committee member would have served.



- 28.3 If the position of Secretary becomes vacant, the Committee must appoint a member to the position within 14 days after the vacancy arises and notify the CAV of that appointment.
- 28.4 In the event of a casual vacancy in any executive office referred to in Rule 26, the Committee may appoint one of its members to the vacant office up to and including the conclusion of the annual general meeting next following the date of appointment.

29. MEETINGS OF THE COMMITTEE

- 29.1 The Committee must meet at least 10 times in each year at such place and such times as the Committee may determine.
- 29.2 Special meetings of the Committee may be convened by the President or by any 3 members of the Committee.

30. NOTICE OF COMMITTEE MEETINGS

- 30.1 Written notice of each Committee meeting must be given to each member of the Committee at least 7 business days before the date of the meeting.
- 30.2 Written notice must be given to members of the Committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

31. QUORUM FOR COMMITTEE MEETINGS

- 31.1 A majority of the Committee Members (in person or via the use of technology) constitute a quorum for the conduct of the business of a meeting of the Committee.
- 31.2 No business may be conducted unless a quorum is present.
- 31.3 If within half an hour of the time appointed for the meeting a quorum is not present:
- (a) in the case of a special meeting - the meeting lapses,
 - (b) in any other case, the meeting shall stand adjourned to the same place and the same time and day in the following week.
- 31.4 The Committee may act notwithstanding any vacancy on the Committee.

32. PRESIDING AT COMMITTEE MEETINGS

- 32.1 At meetings of the Committee:
- (a) the President or, in the President's absence, the Vice-President presides; or
 - (b) if the President and the Vice-President are absent, or are unable to preside, the members present must choose one of their number to preside.



33. VOTING AT COMMITTEE MEETINGS

- 33.1 Questions arising at a meeting of the Committee, or at a meeting of any sub-Committee appointed by the Committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- 33.2 Each member present at a meeting of the Committee, or at a meeting of any sub-Committee appointed by the Committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 33.3 Minutes of committee meeting
- (a) The Committee must ensure that minutes are taken and kept of each Committee meeting.
 - (b) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
 - (c) In addition, the minutes of each committee meeting must include:
 - (i) the names of the members attending the meeting; and
 - (ii) the business considered at the meeting;
 - (iii) the financial statements submitted to the members; and
 - (iv) any resolution on which a vote is taken and the result of the vote; and
 - (v) any material personal interest disclosed under rule 35.

34. REMOVAL OF COMMITTEE MEMBER

- 34.1 The Club in general meeting may, following notice of special business by resolution, remove any member of the Committee before the expiration of the member's term of office and appoint another member in his/her place to hold office until the expiration of the term of the first mentioned member.
- 34.2 A member who is the subject of a proposed resolution referred to in sub-rule 34.1 may make representations in writing to the Secretary or President of the Club (not exceeding a reasonable length) and may request that the representations be provided to the members of the Club.
- 34.3 The Secretary or the President must give a copy of the representations to each member of the Club.

35. CONFLICT OF INTEREST

- 35.1 A Committee member who has a material personal interest in a matter being considered at a Committee meeting must disclose the nature and extent of that interest to the Committee.



35.2 The member:

- (a) must not be present while the matter is being considered at the meeting; and
- (b) must not vote on the matter.

35.3 This rule does not apply to a material personal interest

- (a) that exists only because the member belongs to a class of persons for whose benefit the Association is established; or
- (b) that the member has in common with all, or a substantial proportion of, the members of the Association.

36. FUNDS

36.1 The Treasurer of the Club must:

- (a) collect and receive all moneys due to the Club and make all payments authorised by the Club; and
- (b) keep correct accounts and books showing the financial affairs of the Club with full details of all receipts and expenditure connected with the activities of the Club.

36.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by either two members of the committee or one member of committee and the Club Manager.

36.3 The funds of the Club shall be derived from entrance fees, annual subscriptions, donations and such other sources as the committee determines.

36.4 Subject to any restrictions imposed by a general meeting of the Club, the Committee may approve expenditure on behalf of the Association.

36.5 The Committee may authorise the Treasurer to expend funds on behalf of the Club (including electronic funds transfer) up to a specified limit without requiring approval from the Committee for each item on which the funds are expended.

36.6 The Club must open an account with a financial institution from which all expenditure of the Club is made and into which all of the Association's revenue is deposited.

36.7 With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

36.8 The income and property of the Club shall be applied solely towards the promotion of the objects of the Club as set forth in this Constitution. No portion of the income or property of the Club shall be paid or transferred



directly or indirectly by way of dividend bonus or otherwise by way of profit to the members of the Club. Nothing in this rule shall prevent the payment:

- (a) in good faith of reasonable and proper remuneration to any employed officer or other employee of the Club; or,
- (b) in good faith of reasonable and proper remuneration to any member of the Club in return for services actually rendered.

37. SEAL

- 37.1 The common seal of the Club must be kept in the custody of the Secretary.
- 37.2 The common seal must not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal must be attested by the signatures either of two members of the Committee or, of one member of the Committee and of the Secretary of the Club.

38. NOTICE TO MEMBERS

- 38.1 Except as provided elsewhere in these Rules, any notice that is required to be given to a member, by on behalf of the Club, under these Rules may be given by:
 - (a) delivering the notice to the member personally; or
 - (b) by email and posting a notice on the Club Notice Board.
- 38.2 Any notice required to be given to the Association or the Committee may be given
 - (a) by handing the notice to a member of the Committee; or
 - (b) by sending the notice by post to the registered address; or
 - (c) by leaving the notice at the registered address; or
 - (d) if the Committee determines that it is appropriate in the circumstances:
 - (i) by email to the email address of the Association or the Secretary; or
 - (ii) by facsimile transmission to the facsimile number of the Association.

39. WINDING-UP

- 39.1 In the event of the winding-up or the cancellation of the incorporation of the Club, the assets of the Club must be disposed of in accordance with the provisions of the Act.
- 39.2 If, after satisfaction of all of the Club's debts and liabilities, any property whatsoever remains, that property shall:



- (a) not be transferred, paid to or distributed among the members;
- (b) be given to some other association or associations having objects similar to the objects of the Club and which prohibit the distribution of its or their income and property amongst its or their members to an extent at least as great as is imposed on the Club.

39.3 The association or associations referred to in rule 39.2(b) shall be determined by:

- (a) the members of the Club in general meeting (by ordinary resolution) at or before the time of dissolution; or in default thereof,
- (b) the Supreme Court of Victoria, in accordance with the Act.

40. CUSTODY AND INSPECTION OF BOOKS AND RECORDS

40.1 Except as otherwise provided in these Rules, the Secretary must keep in his/her custody or under his/her control all books, documents and securities of the Club.

40.2 All accounts, books, securities and any other relevant documents of the Club must be available for inspection free of charge by any member upon request.

40.3 For purposes of this rule relevant documents means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Club and includes the following:

- (a) its membership records;
- (b) its financial statements;
- (c) its financial records;
- (d) records and documents relating to transactions, dealings, business or property of the Club;
- (e) Minutes of Meetings (excluding Committee meetings).

40.4 The Committee may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.

40.5 The Committee must on request make copies of these rules available to members and applicants for membership free of charge.

40.6 Subject to subrule 40.2, a member may make a copy of any of the other records of the Association referred to in this rule and the Association may charge a reasonable fee for provision of a copy of such a record.



41. VISITORS

- 41.1 Visitors shall be entitled to admission to the Club premises in accordance with these Rules and on other terms and conditions as determined from time to time by the Committee.
- 41.2 A Member may invite no more than six guests on any one day, except by prior arrangement and permission of the Committee.
- 41.3 Members may not introduce a group of guests (regardless of the number,) for the purposes of conducting formal business meetings or seminars without the express permission of the Committee. At the discretion of the Committee, a charge per head may be made on these occasions.
- 41.4 Visitors to the Club are required to sign the Visitor's Register and to conduct themselves in such a manner as does not detract from the enjoyment and comfort of the other attendees at the Club and in accordance with the Rules, Regulations and By Laws of the Club.

42. SUPPLY OF LIQUOR

- 42.1 A visitor to the Club shall not be supplied with liquor on the Club premises unless the visitor is a guest in the company of a member of the Club.
- 42.2 The Secretary must keep on the Club premises a register setting out the name of each guest and the member who is accompanying the guest.
- 42.3 No officer or servant of the Club shall receive payment of any amount by way of commission or allowance from the receipts of the Club for the supply of liquor.

43. EQUAL OPPORTUNITY POLICY

- 43.1 Members are bound to observe the Club's Equal Opportunity Policy. Should a member believe he or she has been discriminated against or harassed by another member, he or she should first talk to the other member about it. Should this fail, the matter must be brought to the notice of a member of the executive.

44. NOT FOR PROFIT

- 44.1 The Club must not distribute any surplus, income or assets directly or indirectly to its members.
- 44.2 Sub-rule 44.1 does not prevent the Club from paying a member—
 - (a) reimbursement for expenses properly incurred by the member; or
 - (b) for goods or services provided by the member, if this is done in good faith on terms no more favourable than if the member was not a member.



45. ALTERATION OF RULES

- 45.1 These rules may only be altered by special resolution of a General Meeting of the Club.

46. REGULATIONS AND BY-LAWS

- 46.1 The following Regulations and By-Laws do not form part of the Rules of the Club for the purpose of the Associations Incorporation Reform Act 2012 or the Regulations made there under, but are Regulations and By-Laws determined by special resolution of the members which are now set out for the benefit of members.

46.2 By-Laws

- (a) The Club shall be open at all times to members as determined by the Executive.
- (b) No illegal games shall be played on the Club's premises.
- (c) No dogs allowed on the premises.
- (d) No subscription list or raffle to be conducted in the Club without the permission of the Executive Committee.

46.3 Boathouse Regulations

- (a) No boat shall be allotted a space until the boat has been passed by the Boathouse Captain, who may refuse to accept it.
- (b) No member shall be allotted more than one boat space.
- (c) No painting or repairing boats allowed on the floor of the boathouse except by consent of the or Boathouse Captain.
- (d) Members must put their boats in their proper places and stow away all gear.
- (e) No boat gear or article shall be placed on the Club premises without the consent of the or the Boathouse Captain.
- (f) All boathouse and locker fees, to be paid yearly in advance.
- (g) No member will be allowed to take out or interfere with any other member's boat or gear without written authority from the owner of same.
- (h) Members must not place any obstruction to owners of boats who wish to use the overhead gear to put their boats in the water or in their boating space.
- (i) The Club House gear, boat spaces, and lockers shall be used by members only, and subject to the by-laws of the Club.



- (j) The owner or any other person placing or leaving any boat, gear, or article in or on the Club premises, shall, on request in writing by the Boathouse Captain, remove the same within such time as fixed by the Boathouse Captain. In default, the Boathouse Captain may remove or cause the same to be removed off the Club premises to any other place at the expense of the owner. Neither the Club nor its members shall be liable for any loss, expense, or damages occasioned thereby.
- (k) Any boat, gear or article left on the Club's premises for more than three months, and for which the owner cannot be found, shall be forfeited to the Club, and may be sold or disposed of by order of the Boathouse Captain after giving one month's notice, which notice shall be posted on the Notice Board in the Club Rooms. The proceeds of sale or disposal shall go into the Club's funds.
- (l) Any member desiring to place a boat in the Club House shall apply in writing to the Boathouse Captain giving particulars of the dimensions and build of the boat, and shall supply any other particulars the Committee may require.
- (m) The Boathouse Captain shall allot the boat space for such time and in such manner and upon such conditions as he thinks fit.
- (n) The overhead gear, Club chattels and electric light shall be used by members at their own risk in all things.
- (o) Each member using the Club's gear or property shall be responsible for any damage thereto, and shall replace or make good the same at his own expense.
- (p) Members using any Club property shall take all reasonable precautions against accident or damage; and members working on the Club premises shall promptly remove any scraps, shavings, dirt, etc., so as to leave the premises clean and in good order.
- (q) All boats, gear and property while on the Club premises are at the owner's risk. The Club accepts no responsibility whatsoever. Owners should insure their property.
- (r) Any member negotiating for the sale or transfer of his boat shall notify the Executive Committee.
- (s) Only protected lights should be used. The electric light must not be interfered with.
- (t) The Club boats must be booked and paid for by members in advance before leaving the Club's premises, and they must also sign for the session they require. Three members to constitute a crew at any time. Members must see that the boat is properly clean and gear put in its proper place before moving it to the space



allotted for it. Hires of up to an 8 hour session are available to members, and the hire charge of boat per session will be set from time to time.

- (u) Any member purchasing or placing a boat in the Club House shall undergo a boathandling test by the Boat House Captain, and arrange Handling Procedure Licence with the Boat House Captain. The Committee is to set and advise conditions to applicant. Any infringement means loss of licence. A key to the boat house will be issued, but remains the property of the Club and must be returned when the member ceases to be the Club registered owner of that boat.
- (v) Members boats stored in the boat house are required to be actively used.
- (w) As a measure of activity, a minimum of five launchings and trips per annum is required.
- (x) Any owner whose boat has less use will be required to pay an additional boat house fee in the subsequent year equal to that year's boat house fee, thus equalling a double fee. A further year of under-use will result in the boat being compulsorily removed from the boat house at the owner's personal cost, recoverable by the Club. Exceptional circumstances may cause the Boathouse Captain to waive or vary this By-Law.

46.4 Boathouse Regulations for Junior Boat Licence

- (a) At weekends only. No junior visitors.
- (b) Not to leave Club unless a boat from Club is out.
- (c) Must return to Club if directed by older members in bad or deteriorating weather.
- (d) To be back at boathouse by 11:30a.m.
- (e) Written permission by parents must be provided.
- (f) Not to cross any channel or a line drawn from Tower to Spuds and back to St. Kilda Marina Lighthouse.
- (g) Failure to observe the code of conduct and/or the directions of the Chair can lead to a member being asked to leave the meeting.
- (h) A pattern of General Meeting disruption may lead a member to be brought before the club's Disciplinary Committee.



46.5 Code of Conduct for Annual and General Meetings

- (a) All contributions from the floor to a discussion or any topic will be made through the Chair.
- (b) No member will speak unless recognised by the Chair, and given the right by the Chair.
- (c) All references to a member's personal affairs or to personal matters are prohibited.
- (d) Insulting or offensive personal references are prohibited.
- (e) Members are to address any matter before the Chair in a measured and reasonable manner.
- (f) Heightened and aggressive language is discouraged.
- (g) Offensive language and swearing is prohibited.
- (h) Members are encouraged to show respect for all attending club members and Committee Members, and behave in a manner consistent with the club's anti-discrimination policy.



This page intentionally blank.

Produced by Club Secretary **James Nixon** 17th August 2025
secretary@apyac.org.au

E&OE.