

Associations Incorporation Reform Act 2012

RULES OF  
BANKS ROWING CLUB INCORPORATED  
31 August 2014

NAME

1. The name of the incorporated association is the BANKS ROWING CLUB INCORPORATED and hereafter referred to as "the Association".

INTERPRETATION

2.

- (a) In these Rules, unless the contrary intention appears:

- *Committee* means the Committee of Management of the Association;
- *Financial Year* means the year ending on 30th June;
- *General Meeting* means the General Meeting of members convened in accordance with Rule 27;
- *Senior member* means a member who has been elected to membership pursuant to Rule 5;
- *Junior member* means a member who has been elected to membership pursuant to Rule 5;
- *Non-Rowing member* means a member who has been elected to membership pursuant to Rule 5;
- *Honorary Associate Member* means a member who has been elected to membership pursuant to Rule 16b;
- *Honorary Member* means a member who has been elected to membership pursuant to Rule 5;
- *Life Member* means a member who has been elected to life membership pursuant to Rule 5;
- *Ordinary member* of the committee means a member of the Committee who is not an Officer of the Association pursuant to Rule 43.
- *The Act* means the Associations Incorporation Reform Act 2012.
- *The Register* means the Register of Members of the Association kept pursuant to the Act;
- *The Regulations* means Regulations under the Act.

- (b) In these Rules, a reference to the secretary of the Association is a reference:

- (i) where a person holds office under these Rules as secretary of the Association - to that person; and
- (ii) in any other case, to the Public Officer of the Association.

#### PRELIMINARY

- 3. The Association is established for the objects and under the terms and conditions set out in the Statement of Purposes of the Association (Appendix 1).
- 4. The principal colours of the Association shall be Pink with Club motif on the front, the letters B A N K S in Navy Blue across the back and Navy Blue shorts.

#### MEMBERS

- 5. The Association shall consist of Life, Honorary, Active and Non-Rowing members.
  - (a) Any member who has given the Association distinguished service and been recommended for Life membership by a three-fourths majority at a Meeting of the Committee may be elected as such by a three-fourths majority of the members present and voting at the Annual General Meeting.
  - (b) Active members shall consist of Senior and Junior members.
  - (c) Any member who shall not have attained the age of 19 years at the date on which his annual subscription falls due, shall be a Junior member.
  - (d) Any active members shall be entitled to all privileges of membership.
  - (e) Non-Rowing members shall enjoy all privileges of active membership except access to the boats.
  - (f) Any member who has been a member for 35 years and has reached the age of 60 years shall become eligible for an Honorary Membership.
- 6. The Association may also appoint Honorary Associate Members as per Rule 15b to recognise regular and ongoing contributions to the Association activities and to allow them to be added to the membership register. Examples of roles to which this would generally be applied are, but not limited to - coaches, coxswains, patrons and for those persons who provide ongoing professional expertise as a service to the club, where those persons have not taken out a membership.
- 7. All General Managers or Chief Executive Officers of Banks in Melbourne shall be ex-officio Honorary Members and Vice Presidents of the Association.
- 8. The association may grant "Special Rowing Membership" to any person deemed eligible by reason of age, or other circumstance deemed acceptable by the committee, for short term use of equipment and/or a limited number of regatta entries. Save for this no other privileges of membership shall attach to Special Rowing Membership. The membership fee shall be as nominated by the committee together with any Rowing Victoria affiliation fee applicable. Special Rowing Membership shall lapse at the end of the term nominated by the committee.

#### APPLICATION FOR MEMBERSHIP

9. Every proposal for membership shall be made by one member and seconded by another. The proposal shall be in the official form prescribed by the Committee and shall be signed by the candidate, proposer and seconder. Such proposal shall be accompanied by a deposit of the joining fee plus at least one-half of the annual subscription payable by the candidate. Every such proposal shall contain the question "Can you swim 45 metres dressed in full rowing costume minus boots?" and such question shall be answered in the affirmative before the candidate shall be admitted as an active member.
10. Every proposal for membership shall be lodged with the Secretary of the Association.
11. As soon as practicable after receipt of a nomination the Secretary shall refer the nomination to the Committee.
12. Upon nomination being referred to the Committee the Committee shall determine whether to approve or reject the nomination. A candidate shall not be elected if three or more of the Committee shall vote against their election. The deposit shall be returned to the candidate in the event of their non-election to membership.
13. The Secretary shall upon a nomination being approved by the Committee, enter the nominee's name in the Register of Members kept by the Secretary and upon the name being so entered the nominee becomes a member of the Association.
14. A right privilege or obligation of a person by reason of his membership of the Association:
  - (a) is not capable of being transferred or transmitted to another person;
  - (b) terminates upon the cessation of their membership whether by death or resignation or otherwise.
15. A person who is not a member of the Association at the time of the incorporation of the Association (or who was such a member at that time but has ceased to be a member) shall not be admitted to membership:
  - (a) unless they are nominated as provided in clause 8; and
  - (b) their admission as a member is approved by the Committee.
16. The Committee is empowered at its discretion:
  - (a) to grant a period of honorary membership to any of the Association's coxswains desiring to continue with the Association after becoming overweight for the position of coxswain of crews. Such period not to exceed two full seasons.
  - (b) to confer honorary membership on any other person for any period at any one time not exceeding 12 months on such terms and conditions as it may from time to time determine save that such persons shall not be entitled to vote at General Meetings of the Association nor seek election as an Officer of the Association or to the General Committee. Such members shall be called *Honorary Associate Members*.

#### ANNUAL SUBSCRIPTION

17. Every person whose proposal for membership is accepted by the Committee shall pay an annual subscription fee as the Committee shall from time to time determine.

18. The financial year shall commence on 1st July each year when all subscriptions shall become due and payable; but subject to any variation which may be adopted at the Annual General Meeting.
19. The annual subscription to the Association shall be that fixed by the Association from time to time. The subscription shall be exclusive of any capitation fee or levy imposed from time to time and payable to Rowing Victoria.
  - (a) For members elected on or after the 1st January in any year, the subscription shall be 50% of the full subscription for the balance of the current year, but exclusive of the said capitation fee or levy.
  - (b) Any Senior or Junior member who intends to leave Melbourne for a period of six months or more during which period he will be unable to function as an active member may, on signifying his intention in writing to the Secretary, be placed by the Committee on an Honorary List for the period of absence.
  - (c) The club membership subscriptions for the following season shall be set by the committee and announced prior to the end of the financial year on 30th of June. The fees will be set for the following categories -
    - (i) Senior Rowing Member
    - (ii) Senior Rowing Non Competing Member
    - (iii) Social Member
    - (iv) Junior (U19) Member
  - (d) The active competing categories - Senior, and Junior will incur the base level of subscriptions set for that category plus an additional amount, paid in advance for the Rowing Victoria Inc. affiliation fee, A member's Regatta Entry and Towing Fees shall be paid out of that member's credit card, details of which must be lodged with the Treasurer before that member's name will be entered in the relevant regatta.
20. If any member shall not have paid one half of his subscription on or before the 1st September each year, he shall not be eligible to take part in any Club or Regatta race. If his subscription shall not have been paid in full by the 1st December in the same financial year he shall be notified that he is unfinancial and until his subscription is paid in full shall cease to be entitled to use the Club House or to enjoy the privileges of membership but shall continue to be liable for his membership.
21. Members joining at the beginning or during the currency of the financial year shall be considered as joining until the end of that financial year.
22. In addition to Annual Subscriptions payable under Rule 19, a levy or levies may be made on all Active and Non-Rowing members. If in the opinion of the Committee such levy or levies are necessary the motion imposing same shall be placed before a Special General Meeting or Annual Meeting of members.

The motion shall state:

- (a) the nature and reason for the levy;

- (b) the amount of the levy;
- (c) the manner in which moneys raised by the levy are to be applied.

If the motion imposing the levy is passed, the Secretary shall notify all members liable to pay same within thirty (30) days and the levy shall be due and payable within sixty (60) days of such notification. If any member should fail to pay any levy within such period of sixty (60) days he shall not be eligible to take part in any Club or Regatta race and the provisions of Rule 19 shall apply as though the member had failed to pay his subscription by the 1st September in the financial year.

#### REGISTER OF MEMBERS

23. The Secretary shall keep and maintain a Register of members in which shall be entered the full name, address and date of entry of the name of each member and the Register shall be available for inspection by members at the address of Public Officer.

#### RESIGNATION AND EXPULSION OF MEMBER

- 24.
- (a) A member of the Association who has paid all moneys due and payable by him to the Association may resign from the Association by first giving one month's notice in writing to the Secretary of his intention to resign and upon the expiration of that period of notice, the member shall cease to be a member.
  - (b) Upon the expiration of a notice given under sub-clause (a), the Secretary shall make in the Register of members, an entry recording the date on which the member, by whom the notice was given, ceased to be a member.
- 25.
- (a) Subject to these rules, the Committee may by resolution:
    - (i) expel a member from the Association;
    - (ii) suspend a member from membership of the Association for a specified period; or
    - (iii) fine a member in accordance with the Regulations, if the Committee is of the opinion that the member:
      - (1) has refused or neglected to comply with these rules; or
      - (2) has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association.
  - (b) A resolution of the Committee under sub-clause (a):
    - (i) does not take effect unless the Committee at a meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under sub-clause (c) confirms the resolution in accordance with this clause; and

- (ii) where the member exercises a right of appeal to the Association under this clause does not take effect unless the Association confirms the resolution in accordance with this clause.
- (c) Where the Committee passes a resolution under sub-clause (a), the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing:
  - (i) setting out the resolution of the Committee and the grounds on which it is based;
  - (ii) stating that the member may address the Committee at a meeting to be held not earlier than 14 and not later than 28 days after service of the notice;
  - (iii) stating the date, place and time of that meeting;
  - (iv) informing the member that he may do one or more of the following:
    - (1) attend the meeting;
    - (2) give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution;
    - (3) not later than 24 hours before the date of the meeting, lodge with the Secretary a notice to the effect that he wishes to appeal to the Association in General Meeting against the resolution.
  - (v) At a meeting of the Committee held in accordance with sub-clause (b), the Committee:
    - (1) shall give the member an opportunity to be heard;
    - (2) shall give due consideration to any written statement submitted by the member; and
    - (3) shall by resolution determine whether to confirm or to revoke the resolution.
  - (vi) Where the Secretary receives a notice under 25. (c) iv) (3) he shall notify the Committee and the Committee shall convene a General Meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
  - (vii) At a General Meeting of the Association convened under 25. (c) vi):
    - (1) no business other than the question of the appeal shall be transacted;
    - (2) the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
    - (3) the member shall be given an opportunity to be heard; and

- (4) the members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (viii) If at the General Meeting:
  - (1) two-thirds of the members vote in person or by proxy in favour of the confirmation of the resolution, the resolution is confirmed; and
  - (2) in any other case, the resolution is revoked.

## GRIEVANCE PROCEDURE

26.

- (a) The grievance procedure set out in this rule applies to disputes under these Rules between-
  - (i) a member and another member; or
  - (ii) a member and the Association.
- (b) 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.
- (c) 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, hold a meeting in the presence of a mediator.
- (d) The mediator must be-
  - (i) a person chosen by agreement between the parties; or
  - (ii) in the absence of agreement -
    - (1) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or
    - (2) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (e) A member of the Association can be a mediator.
- (f) The mediator cannot be a member who is a party to the dispute. The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (g) The mediator, in conducting the mediation, must:-
  - (i) give the parties to the mediation process every opportunity to be heard; and
  - (ii) allow due consideration by all parties of any written statement submitted by any party; and

- (iii) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (h) The mediator must not determine the dispute.
- (i) 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 otherwise at law.

#### ANNUAL GENERAL MEETING

27. The Annual General Meeting, of which seven clear days notice shall be given, shall be held on a day, not later than the fourth Saturday in November each year, to be determined by the Committee

The ordinary business of the Annual General Meeting shall be:

- (a) to confirm the Minutes of the last preceding Annual General Meeting and of any general meeting held since that meeting;
  - (b) to receive from the Committee reports on the transactions of the Association during the last preceding financial year;
  - (c) to elect Officers of the Association and the ordinary members of the Committee; and
  - (d) to receive and consider the statement (Annual Report) submitted by the Association in accordance with the Act.
28. The Annual General Meeting may transact special business of which notice is given in accordance with these Rules.
29. The Annual General Meeting shall be in addition to any other general meetings that may be held in the same year.

#### SPECIAL GENERAL MEETING

30. All General Meetings other than the Annual General Meeting shall be called *Special General Meetings*.
31. At all General Meetings of the Association twenty members present shall form a quorum.
32. A Special General Meeting may be summoned at any time by the Committee or by the Secretary upon receipt of a written request for such meeting setting out the specific purpose for which same is required signed by not less than twenty financial members.

#### NOTICE OF MEETING

33. The Secretary shall at least seven clear days before any Special General Meeting send to every member of the Association at his or her address appearing in the Register of Members, a Notice by email to the registered email address or by prepaid post where there is no registered email address stating the date, place and time of the meeting and the nature of the business to be transacted at the meeting. No business other than that set out in the Notice convening the meeting shall be transacted at the meeting.



34. A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary who shall include that business in the Notice calling the next general meeting after the receipt of the Notice
- 35.
- (a) All business that is transacted at a Special General Meeting and all business that is transacted at the Annual General Meeting, with the exception of that specially referred to in these Rules as being the ordinary business of the Annual General Meeting, shall be deemed to be special business.
  - (b) No item of business shall be transacted at a General Meeting unless a quorum of members entitled under these Rules to vote is present during the time when the meeting is considering that item.
  - (c) If within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour of the time appointed for the commencement of the meeting, the members present (being not less than three) shall be quorum.
- 36.
- (a) The President, or in his absence, a Vice-President, shall preside as Chairman at each General Meeting of the Association.
  - (b) If the President and all Vice-Presidents are absent from a General Meeting, the members present shall elect one of their number to preside as Chairman at the meeting.
- 37.
- (a) The Chairman of a General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
  - (b) Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of a General Meeting.
  - (c) Except as provided in sub-clauses (a) and (b), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.
38. A question arising at a General Meeting of the Association shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairman that a resolution has, on the show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- 39.
- (a) Upon any question arising at a General Meeting of the Association, a member has one vote only.

- (b) All votes shall be given personally or by proxy.
  - (c) In the case of an equality of voting on a question, the Chairman of the meeting is entitled to exercise a second or casting vote.
- 40.
- (a) If at a meeting a poll on any question is demanded by not less than three members, it shall be taken at the meeting in such a manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
  - (b) A poll that is demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.
41. A member is not entitled to vote at any General Meeting unless all moneys due and payable by him to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.
- 42.
- (a) Each member shall be entitled to appoint another member as his 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.
  - (b) The notice appointing the proxy shall be in the form set out in Appendix 2.

#### COMMITTEE OF MANAGEMENT

43. The General Management of the Association shall be vested in a Committee consisting of the President, Vice Presidents, Captain, Vice Captains, Captain of the Boats, Secretary, Treasurer and six members and the additional members hereinafter mentioned. The President, Vice Presidents to a maximum of eight additional to the ex officio Vice Presidents in accordance with Rule 7, Captain, two Vice Captains having responsibility for members one for males and the other for females, Captain of the Boats, Secretary, Treasurer and six members shall be elected by ballot at the Annual General Meeting, and they when elected shall have the power to elect not more than four additional members to the Committee. All Committee Members shall hold office until the succeeding Annual General Meeting. A list of Office Bearers and Committeemen shall be posted on the Club's Notice Board and the Club website when available.
44. The Committee:
- (a) shall control and manage the business and affairs of the Association;
  - (b) may, subject to these Rules, the Regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association; and
  - (c) subject to these Rules, the Regulations and the Act, 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 Association.

45. Every member of the Committee shall be indemnified by the Club against all costs, losses, damages or expenses which any such member may incur or become liable to by reason of any contract or arrangement entered into or any act or thing done by him as such member of the Committee or in any way discharge of his duties as such member unless any such costs, losses, damages or expenses be caused through his own dishonesty or in acting beyond the limits approved by the Committee.
46. In the absence of the Captain or Vice Captains, the Committee shall have the power to elect a Deputy Captain or Vice Captain.
47.
  - (a) The Committee of Management shall meet at least once every two months and shall determine the date of the two monthly meeting. Notice of any variation of that date or of any special meeting of the Committee shall be given to all members of the Committee. If in the opinion of the Secretary, urgency demands, such advice may be verbal, but must be of least 24 hours notice.
  - (b) Special meetings of the Committee may be convened by the Secretary, or by any four members of the Committee. Notice shall be given to members of the Committee of any special meeting specifying the general nature of the business to be transacted.
  - (c) Any five members of the Committee constitute a quorum for the transaction of business at the meeting of the Committee.
  - (d) No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting, a quorum is not present, the meeting shall stand adjourned to the same place and at the same hour on the same day in the following week, unless the meeting was a special meeting, in which case it lapses.
  - (e) Questions arising at a meeting of the Committee or of any sub committee appointed by the Committee shall be determined by a show of hands, or if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.
  - (f) Each member present at a meeting of the Committee or of any sub committee (including the person presiding at the meeting) is entitled to one vote and in the event of equality of votes on any question, the person presiding may exercise a second or casting vote.
48. Members of the Committee and Office-Bearers shall assume office immediately after their election.
49. Any casual vacancy which may occur on the Committee by reason of death, resignation or otherwise may be filled by the appointment by a majority of the remaining members of the Committee of any eligible member of the Association, and each member so appointed shall, subject these Rules, hold office for the balance of the term for which the member whose place has been filled had been appointed or elected.

## SELECTORS

50. Three selectors, one of whom shall be the Captain, may be appointed by the Committee from members' nominations received in writing by the Secretary, with the written consent of the respective nominees, not later than the day of the Annual General Meeting. The

duty of the Selectors shall be to select competitors for Championship and Regatta races (and when so requested by the Committee, for any other rowing events) and arrange for racing boats without recourse to the Committee, provided that all matters affecting finance shall be referred to the Committee and approval obtained before expense is incurred. It shall have the power to alter the personnel of any crew at any time.

51. A member of the Association shall not represent the Association in any event without the consent of the Selectors.
52. A Selector who, in the opinion of the Committee, unduly absents himself from the Association, shall be relieved of his duty by the Committee, which shall appoint another member in his stead.

#### OFFICERS OF THE ASSOCIATION

53. The Officers of the Association shall consist of a President, Vice Presidents, Captain, Vice Captains, Captain of the Boats, Secretary, Treasurer, Honorary Solicitors and Honorary Auditors as required.
54. The Officers, excepting the Honorary Auditors and Honorary Solicitors, shall be elected by ballot at each Annual General Meeting, and shall hold office until the succeeding Annual General Meeting. The nominations for elected Vice Presidents, Captain, Vice Captains, Captain of the Boats, Secretary, Treasurer and for General Committee shall be lodged in writing, together with the written consent of the respective nominees at least seven clear days before the date of the Annual General Meeting. The Committee shall appoint Honorary Auditors and Honorary Solicitors as required. The Honorary Auditors shall not be members of the Committee.
55. If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
56. 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.
57. If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
58. The ballot for the election of officers and ordinary members of the Committee shall be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct. No person, other than a financial member of the Association, shall be entitled to vote for or stand for election as an Officer of the Association or a member of the Committee.
59. A nomination of a candidate for election under these Rules is not valid if that candidate has been nominated for another office for election at the same election.
60. For the purposes of these Rules, the office of an Officer of the Association or of an ordinary member of the Committee becomes vacant if the Officer or Member:
  - (a) ceases to be a member of the Association;
  - (b) becomes insolvent under administration within the meaning of the Companies (Victoria) Code;

- (c) resigns his office by notice in writing given to the Secretary;
- (d) resigns his or her office by absenting them self from three successive meetings, without sending a written and satisfactory explanation to the Secretary. Elected Vice Presidents shall be exempted from this requirement.

#### CAPTAIN

- 61. Subject to the control of the Committee as hereinafter provided the Captain shall be the Chief Executive Officer of the Club. He or she shall have charge of the Club House, boats and other property of the Association, and shall have the management of all Association races. He or she shall have the power to refuse the use of any Association property to any as he or she shall see fit. He or she shall, in the absence of President and Vice Presidents, preside at General and Committee Meetings of the Association.

#### VICE CAPTAIN AND CAPTAIN OF BOATS

- 62. The duty of each Vice Captain shall be generally to assist the Captain and, subject to the control of the Captain, particularly to organise and supervise the members for whom he or she shall have responsibility. The Vice Captains' duties shall also include supervision of the maintenance and repair of the Association property, with the exception of the boats and oars, which shall be the responsibility of the Captain of the Boats.

#### SECRETARY

- 63. The Secretary's duty shall be to issue notice of meetings, attend same and write minutes thereof, inform candidates of their election and members of the acceptance of their resignations, attend to all correspondence, to take charge of all papers, post notices in the Club House of all matters connected with the Association and prepare an Annual Report. He or she shall be responsible for the overseeing of the lodging of all entries for Championship and Regatta races. He or she shall generally carry out the instructions of the Committee.

#### TREASURER

- 64. The Treasurer's duty shall be to keep a proper record of all receipts and disbursements and to furnish a complete statement of the financial affairs to the Committee at each ordinary meeting. He or she shall be required to produce the books and accounts of the Association when called upon to do so by the Committee. He or she shall post in the Club House a list showing each member's financial position and shall prepare for each Annual General Meeting statements showing the receipts and disbursements for the preceding financial year and liabilities and assets at the end thereof.

#### ASSOCIATION MONEYS

- 65. Bank account(s) shall be opened in the name of the Banks Rowing Club and all moneys of the Association shall be forthwith paid into such account. All disbursements shall as far as practicable be made by cheque, signed by the Secretary and the Treasurer, or in the absence of one of them, by the Captain and the Secretary or the Treasurer.
- 66. The accounts of the Association, including any accounts for the purposes as provided in Rule 65, shall be submitted to the Annual General Meeting for adoption.
- 67. The Secretary and the Treasurer shall be the only two officers empowered to receive moneys on behalf of the Association.

68. Provided that in the case of special efforts to raise funds to assist with the finances of the Association, a sub-committee appointed for the purpose of organising such efforts may be empowered to received the moneys in connection therewith and such moneys shall be paid to the Treasurer as directed by the Committee.

#### SEAL

- 69.
- (a) The Common Seal of the Association shall be kept in the custody of the Secretary.
  - (b) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two members of the Committee or of one member of the Committee and of the Public Officer of the Association.

#### ALTERATION OF RULES AND STATEMENT OF PURPOSES

70. The Rules and the Statement of Purposes of the Association shall not in any case be added to, altered or repealed unless by the consent of three fourths of the members present and voting at a Special General Meeting or at the Annual General Meeting provided that the proposer of the motion shall have given twenty-eight days clear notice thereof in writing to the Secretary. A full copy of any proposed addition, alteration or repeal shall be posted to every member and placed on the Club Notice Board at least twenty-one clear days previous to the date of the meeting.

#### DAMAGE TO PROPERTY

71. Any member damaging any boat, oar or property of the Association shall immediately report same to the Captain or some member of the Committee.
72. Any member who shall wilfully or by gross negligence, damage any boat or other property of the Association shall immediately have the same repaired at his expense, but all accidental damage or loss shall be borne by the Association. The question of the damage or loss being or not being accidental shall be decided by the Committee.

#### NOTICES

- 73.
- (a) A notice may be served by or on behalf of the Association upon any member either personally or by email to that members registered email address or if no email address is registered, by sending it by prepaid post to the member at his address shown in the Register of Members.
  - (b) Where a document is properly addressed prepaid and posted to a person as a letter or emailed to that members registered email address, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post or email.

#### WINDING UP OR CANCELLATION

74. In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association shall be disposed of in accordance with provisions of the Act and as outlined in section 6 of the Statement of Purposes (Appendix 1).

#### CUSTODY AND ACCESSABILITY OF RECORDS

75. Except as otherwise provided in these Rules, the Secretary shall keep in his custody or under his control all books, documents and securities of the Association.
- 76.
- (a) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.
  - (b) A member may make a copy of any accounts, books, securities and any other relevant documents of the Association.
77. Members joining the Club agree that the Club may disseminate to other club members their address, telephone and email contact details, unless they specifically request for them to be withheld.

#### FUNDS

78. The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such sources as the Committee determines.
79. There shall be established in the books of the Association a special fund to be known as The New Equipment Fund (hereinafter called the fund in this rule). The Association may transfer to the fund such property and investments as the Association in a General Meeting, from time to time, determines and shall credit to the fund any property or money received by it by donation, bequest, appeal or otherwise for the specific purposes of the fund.
80. The funds shall be invested in the name of the Association in or upon any of the investments authorised by the Committee.
81. Interest income received by the fund shall be used for the purchase of new and replacement boats and oars for the Association, provided that if in any one financial year the amount raised by donation, bequest, appeal or otherwise does not reach \$1,000, the deficiency shall be met by appropriating sufficient interest by at least \$1,000 in that year.

#### GENERAL

82. The Rules of the Association shall be printed and posted on the club web site.

ASSOCIATIONS INCORPORATION REFORM ACT 2012

STATEMENT OF PURPOSES

OF

BANKS ROWING CLUB INCORPORATED

NAME

1. The name of the Association is the "BANKS ROWING CLUB INCORPORATED" (and hereafter referred to as "the Association".)

OBJECTS

2. The objects of the Association shall be -
  - (a) to acquire all assets and to assume liability for the payment of all financial liabilities of the incorporated body known as the "BANKS ROWING CLUB";
  - (b) to encourage rowing and sculling amongst members of the club;
  - (c) to encourage, promote and pursue such games, sports and recreations as in the opinion of the Committee can be carried on by the Association without limitation of space or location;
  - (d) to purchase, take on lease or exchange, rent, hire, or otherwise acquire and hold any real or personal property and to sell, mortgage, let, sub-let, grant licenses in respect of and otherwise deal with such property;
  - (e) to apply for and obtain a grant of and take a transfer of and become and remain the holder of any license or permit under the Liquor Control Reform Act 1998 and Gambling Regulation Act 2003, or any amendment or re- enactment thereof either by itself or by its nominee or in partnership to give and take transfer of, renew, make application for, conduct any proceedings and do all other acts, matters and things in respect of any license or permit;
  - (f) to conduct the business of a licensed Association and to do everything possible to retain and protect the license and registration in respect thereof and to furnish to members and permitted visitors food and liquor and goods usually available to members;
  - (g) to purchase, acquire, provide, hire, establish and maintain and supply to or for its members all furniture, household goods, stores, meals, liquors, books, magazines, paper, stationery, machinery, tools, sporting and amusement requisites, materials and facilities for lawful games and entertainments and any other articles and things which may be found necessary or convenient to equip fully the clubrooms owned or used by the members of the association from time to time;



- (h) to invest any money of the Association not immediately required upon such securities and in such manner as may be deemed fit from time to time, to engage and employ coaches, secretaries, managers, servants and workmen and all other persons considered necessary for carrying on the activities of the Association and to dismiss such persons and to pay such persons in return for services rendered to the association salaries, wages, bonuses, gratuities and pensions;
  - (i) to borrow or raise and give security for moneys by the issue of or upon bonds, debentures, bills or exchange, promissory notes or other obligations or securities of the Association or by the mortgage or charge upon all or part of the property of the Association;
  - (j) generally to do all such matters or things that may be directly or indirectly incidental or conducive to the attainment or furtherance of the above objects or any one of them.
3. Solely for the purposes of carrying out the aforesaid objects to do all or any of the following -
- (a) to make, draw, give and accept, endorse, discount cheques, promissory notes and other negotiable instruments;
  - (b) to guarantee and/or indemnify the contracts and liabilities of others and to give security thereof;
  - (c) to insure against all risks, liabilities and eventualities as may be seen advisable to apply the proceeds of any claim under any insurance in such a manner and for such purposes as shall be thought fit;
  - (d) to receive money on deposit;
  - (e) to insure any servant of the Association against risk or accident in the course of their employment by the Association and to effect insurance for the purposes of indemnifying the Association in respect of any claims by reason of any risk or accident and to pay premiums on such insurance;
  - (f) to do all lawful things as are incidental or conducive to the attainment of the above objects or any of them which may be calculated to advance directly or indirectly the interests of the Association.
4. The income and property of the Association whensoever derived shall be applied solely towards promotion of the objects of the Association as set forth in this Statement Of Purposes and no portion thereof shall be paid or transferred directly or indirectly by way of profit to the members of the Association provided that nothing herein contained shall prevent the payment in good faith of remuneration to any Officers or Servants of the Association or to any members of the Association in return for any goods or services actually rendered for the Association nor for goods supplied in the ordinary and usual way of business nor prevent the payment of reasonable and proper rent for premises demised or let by any member of the association: but so that no member of the Committee of the Association shall be appointed to any salary office of the Association, or any officer of the Association paid by fees and that no remuneration or other benefit in money or moneys worth shall be paid or given by the Association except repayment of out of pocket expenses or reasonable and proper rent for premises let to the Association.

5. Every member of the Association undertakes to contribute to the assets of the Association in the event of it being wound up while he is a member or within one year afterwards for payment of the debts and liabilities of the Association contracted before the time at which he ceases to be a member and the costs, charges and expenses of the winding up and for adjustment of the rights and contributories amongst themselves such payment as may be required not exceeding twenty dollars (\$20.00)
6. If upon the winding up of or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed amongst the members of the Association but shall be given or transferred to the City of Melbourne Lord Mayor's Fund or similar charitable fund for disbursement at their pleasure.



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