

OCEAN BEACH SURF LIFE SAVING CLUB
INCORPORATED

CONSTITUTION

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1. OBJECTS

The Club shall be called the 'Ocean Beach Surf Life Saving Club Incorporated' (Ocean Beach SLSC Inc.). This title shall not be used as a prefix to any subsidiary organisation of members without the permission of the Executive Committee of Ocean Beach SLSC Inc. and in the event of such permission being granted, the Executive shall have the power to revoke same immediately should circumstances warrant such action.

- 1.1. To conduct, encourage, promote, advance and be responsible for surf lifesaving, its many aspects devoted to aquatic safety and management and the preservation of life in the aquatic environment.
- 1.2. To promote uniformity of rules and regulations of SLSA and Ocean Beach SLSC Inc., for the control and regulation of the aquatic environment, and to assist authorities in complying with these rules and regulations.
- 1.3. To further develop surf lifesaving into an organised institution and with these objects in view, to foster, regulate, organise and manage examinations, competitions, displays and other activities and to issue badges, medallions and certificates and award trophies to successful members.
- 1.4. To establish, grant and support awards to members and others, honour public recognition of hard and meritorious rescues from the sea, deeds of exceptional bravery from time to time performed in the course of lifesaving and other distinguished services and acts.
- 1.5. To ensure the maintenance and enhancement of Ocean Beach SLSC Inc. and surf lifesaving, its standards, quality and reputation for the benefit of the members and surf lifesaving.
- 1.6. To affiliate and otherwise liaise with Surf Lifesaving Central Coast Incorporated, Surf Lifesaving New South Wales Incorporated and Surf Life Saving Australia Limited, in the pursuit of these objects and the objects of surf lifesaving.
- 1.7. To enter into both commercial and non-commercial arrangements, including sponsorship and marketing opportunities, with any Government, Local Government or other body to further the interests of Ocean Beach SLSC Inc.
- 1.8. To formulate or adopt and implement appropriate policies, including in relation to sexual harassment, equal opportunity, equity, drugs in sport, health, safety, junior and senior programs, infectious diseases and such other matters as arise from time to time as issues to be addressed in surf life saving.
- 1.9. To deal with any infringement thereof and to adjudicate on all disputes and difficulties between individual members of Ocean Beach SLSC Inc. and/or disputes arising out of examinations, and surf sport competitions.
- 1.10. To undertake and or do all such things or activities which are necessary, incidental or conducive to advancement of these objects.

2. **RULES**

2.1. Interpretation

- (i) The interpretation of any word, clause or rule, or any other matter contained within the rules or regulations, shall be as defined in accordance with the Constitutions and Regulations of Surf Life Saving New South Wales Incorporated and/or Surf Life Saving Australia Limited and/or the Associations Incorporation Act of 1984.
- (ii) In these Rules –
 - (a) a reference to a function includes a reference to a power, authority and duty; and
 - (b) a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.
- (iii) In these Rules -
 - (a) The word 'Act' means the Associations Incorporation Act, 1984.
 - (b) The word 'Club' where herein used shall refer to the Ocean Beach Surf Life Saving Club Incorporated.
 - (c) The word 'Constitution' where herein used shall refer to the Constitution of the Club, as approved by the Members.
 - (d) The word 'Director' where herein used shall refer to the members of the Executive Committee of the Club and shall include the President.
 - (e) The word 'Executive' where herein used shall refer to the members of the Executive Committee of the Club and shall mean and include the President.
 - (f) The words 'Financial year' where herein used shall mean the 12 month period ending 30th June in each year.
 - (g) The words 'General Meeting' where herein used shall include the Election Meeting, Annual General Meeting or a Special General Meeting of the Club.
 - (h) The words 'Intellectual Property' mean all rights subsisting in copyright, trade names, trademarks, logos, designs, equipment, IT property (including Web / Email addresses, Domain names, Web sites registered in the name of the Club), images (including photographs, videos or films) or service marks (whether registered or registrable) relating to Surf Life Saving Australia Limited and the Club, the words 'surf lifesaving' or any event or competition or surf lifesaving equipment, product, publication or activity developed, conducted, promoted or administered by Surf Life Saving Australia Limited and the Club.

- (i) The words 'Junior Activities' where herein used shall refer to the activities of the Non-Active Junior Members being under 14 years of age.
 - (j) The word 'Law' where herein used shall mean the Corporations Law.
 - (k) The words 'Life Member' mean a Life Member of the Club.
 - (l) The word 'Member' means a financial member for the time being of the Club, as per Rule 3.2.
 - (m) The word 'Regulations' means any Regulations made by the Members under Section 14.2.
 - (n) The word 'Seal' means the Common Seal of the Club and includes any official seal of the Club
 - (o) The words 'Special Resolution' mean a resolution approved by at least three-quarters of the Members of the Club present and entitled to vote, at a Special General Meeting called for that purpose.
 - (p) Surf Life Saving Australia Limited shall be referred to as 'SLSA'.
 - (q) Surf Life Saving Central Coast Incorporated shall be referred to as 'SLSCC'.
 - (r) Surf Life Saving New South Wales Incorporated shall be referred to as 'SLSNSW'.
 - (s) The words 'full voting rights' where herein used shall include those voting rights explained in Rule 19.11 and additionally the right to vote on life membership.
 - (t) The words 'Junior Activities Committee' where herein used shall refer to Committee responsible for the activities of the Non-Active Junior Members being under 14 years of age.
- (iv) Nothing in these rules shall infer a restriction upon the gaining or holding of membership or office on the sole basis of male or female gender. Where the words 'he', 'his', 'chairman' or similar are used, they will not infer only males.

2.2 Affiliation

The Club shall affiliate and otherwise liaise with SLSCC, SLSNSW and SLSA, in the pursuit of these objects and the objects of surf lifesaving.

3. MEMBERSHIP

3.1. Agreement

Members acknowledge and agree that:

- (i) this Constitution constitutes a contract between each of them and the Club and that they are bound by the Constitution and the Regulations;
- (ii) they shall comply with and observe this Constitution and the Regulations and any determination or resolution which may be made or passed by the Council or any duly authorised Executive or Committees;
- (iii) by submitting to this Constitution and the Regulations they are subject to the jurisdiction of the Club and SLSA;
- (iv) the Constitution and Regulations are necessary and reasonable for promoting the objects of the Club and SLSA and particularly the advancement and protection of surf life saving as a community service; and
- (v) they are entitled to all benefits, advantages, privileges and services of SLSA membership.

3.2. Membership Qualifications

Club membership shall consist of the following classes:

- Probationary
- Under 15
- Active and Under 19, Under 17
- Active Reserve
- Long Service
- Award
- Honorary
- Associate
- Junior Activities
- Ex-Officio
- Life Membership
- Family
- General

The Club may, by special resolution, create, alter or rescind separate classes of membership.

(i) Probationary Membership

All applicants for active membership of the Club, who have been accepted as a member of the Club, will be known as probationary members until they have been accepted as a member of the Club and have gained their respective Association award. They are amenable, however, to the Rules of the Club, and may be required to perform patrol duties when and where directed.

This member is not entitled to any voting rights.

(ii) Under 15 Membership

These members shall conform to the age qualifications as defined in the Association's manuals and shall have passed the Surf Life Saving Certificate in that season or have passed an Annual Proficiency Test.

This member has full voting rights except for Life Membership.

(iii) Active and Under 19 Under 17 Membership

Active Members must hold the Bronze Medallion of SLSA and shall attend at the beach or elsewhere for patrol and/or Club duties on such dates and at such hours as may be specified by the Director of Lifesaving in the Patrol Roster, or at such other times as may be deemed necessary by the Senior Officer present.

Active Members shall pass an Annual Proficiency Test to, at least, the current standards laid down by SLSA.

Any Member not passing the Annual Proficiency Test shall be given a period of time, thought sufficient by the Executive Committee or the Director of Lifesaving to train and re-submit himself for the test. No Member shall perform patrol or other active rescue duties whilst he is not proficient. A Member shall not be required to pass the Annual Proficiency Test in the same season that he passed the Bronze Medallion or Surf Rescue Certificate.

Under 19 & Under 17 Active Members shall conform to the age qualifications as defined in the SLSA manuals and shall be required to conform with all active membership rules and patrol duties.

This member is entitled to full voting rights.

(iv) Active Reserve Membership

Active Reserve membership may be granted by the Club to Active Members who have satisfactorily completed at least eight (8) years of Patrol and Club obligations, as provided for by SLSA, Club Rules and Regulations.

An Active Reserve Member may be required to perform up to one-third of the number of patrol hours that may be performed by a rostered Active Member in one season.

Active Reserve Members shall pass an Annual Proficiency Test to, at least, the current standards laid down by SLSA.

Any Member not passing the Annual Proficiency Test shall be given a period of time, thought sufficient by the Executive Committee or the Director of Lifesaving, to train and re-submit himself for the test. No Member shall perform patrol or other active rescue duties whilst he is not proficient. .

A Member having been granted Active Reserve membership shall not be required to apply for that class of membership annually, however the Executive Committee shall have the power to remove Members from this class of

membership, if it is of the opinion that there is insufficient active strength to properly maintain lifesaving patrols.

Notwithstanding the above, Active Reserve membership may be granted under exceptional circumstances to Active Members irrespective of years of service. The grant of such Active Reserve membership shall be made at an Executive Meeting.

This Member is entitled to full voting rights.

(v) Long Service Membership

Long Service membership may be granted by the Club to Members who have completed at least ten (10) years of patrols or Club obligations or to Members who have completed eight (8) years active service plus four (4) years active reserve service.

Such Members shall be exempted from all patrol obligations and may be granted to the special privileges of membership as provided in the Club Constitution and Regulations.

In exceptional circumstances it shall be acceptable for the Club to grant Long Service membership to an Active Reserve Member irrespective of the number of years served as an Active Reserve Member. The grant of such membership shall only be made at an Executive Meeting.

Long Service Members shall not be required to pass the Annual Proficiency Test unless he wishes to perform active patrol duties or compete in Club Championships or Inter-Club Championships and in this regard he will be required to comply with his proficiency obligations as if he was an Active Member.

This Member is entitled to full voting rights.

(vi) Award Membership

(a) Award membership may be granted by the Club to persons who hold an Association Award of one, or more, of the following designations:

- Radio Operator's Certificate
- Silver Medallion Radio Operator's Certificate,
- First Aid Award(s),
- Resuscitation Certificate,
- Advanced Resuscitation Certificate
- Defibrillation Award
- Silver Medallion Advanced Emergency Care
- Spinal Management Certificate,

or any other Lifesaving Award of which the Bronze Medallion is not a pre-requisite.

This Member, unless a patrolling member as set out below, is not entitled to any voting rights.

- (b) An Award Member may, if he so requests, is to be rostered to attend patrols in his capacity as an Award Member.
- (c) An Award Member if rostered onto patrols is required to fulfil his obligations as follows;
 - (i) He shall attend at the beach or elsewhere for patrol and/or Club duties on such dates and at such hours as may be specified by the Director of Lifesaving in the Patrol Roster, or at such other times as may be deemed necessary by the Senior Officer present.
 - (ii) He shall pass an Annual Proficiency Test with respect to the award/awards held by him which allows the Member to be rostered onto patrol.
 - (iii) Any Award Member not passing the Annual Proficiency Test with respect to his Award shall be given a period of time, thought sufficient by the Executive Committee or the Director of Lifesaving, to train and re-submit himself for the test. No Member shall perform patrol or other active duties whilst he is not proficient in the appropriate Award.

This Award Member, having fulfilled all patrolling obligations as if he was an Active Member, is entitled to voting rights.

(vii) Honorary Membership

May be appointed for one or more seasons by a two-thirds majority of those present at a Special General Meeting or Annual General Meeting. Honorary Members shall not be required to pass the Annual Proficiency Test and shall not be eligible to compete in Club Championships.

This Member is not entitled to any voting rights.

(viii) Associate Membership

Associate membership may be granted by the Club to persons who may or may not hold an Association Award.

Such membership shall have a joining and/or annual membership fee greater than fees for other categories of Club membership.

Associate Members shall not be required to pass the Annual Proficiency Test and shall not be eligible to compete in Club Championships.

The Associate membership of the Club shall not exceed the Active membership.

This Member is not entitled to any voting rights, unless elected to an office or position which is provided with voting rights by the Club Constitution or Regulations.

(ix) Junior Activities Membership

Junior Activities membership shall be available to those members between the ages of Under 6 and Under 14 years of age as at 30th September each year or are parents of such members and have a genuine interest in the Junior Activities section of Club.

Such members do not have voting rights unless elected to an office or position which is provided with voting rights by the Club Constitution or Regulations.

(x) Ex-Officio Membership

Ex-Officio members shall be Patrons, Vice-Presidents and Honorary Professional Officers appointed by the Club who do not meet the requirements for other classes of membership listed in this Constitution.

Such members do not have voting rights unless elected to an office or position which is provided with voting rights by the Club Constitution or Regulations.

(xi) Life Membership

Due notice must be given by a Member or Members at a meeting that it is his intention to nominate a Member for Life Membership. Such nomination shall not be dealt with at the meeting at which the nomination has been given, but shall be dealt with at the next Annual General Meeting of the Club. Such resolution or recommendation must be carried by a two-thirds majority of those financial members present who have been members of the club for a minimum period of five (5) years from the year that the Member obtained his Bronze Medallion.

Life membership may be conferred on any Member of the Club who has rendered special service to the Club, or has twenty (20) years continuous membership, or has become incapacitated in the performance of his duties as a lifesaver. The nominated member's club history is to be circulated to all members at least seven (7) days prior to the Annual General Meeting that such nominations are to be decided.

A Life Member shall not be required to pass the Annual Proficiency Test unless he wishes to perform active patrol duties and/or compete in Club Championships and Inter-Club Championships and in this regard he will be required to comply with his proficiency obligations as if he was an Active Member.

This Member is entitled to full voting rights at General Meetings.

(xii) Life Membership Junior Activities

Where a Member has been elected as a Life Member of the Junior Activities he is entitled to full voting rights at all General Meetings, this includes voting for Life Membership.

(xiii) Family Membership

Family membership is available to all members whereby one or more members of the family elect to become members of the Club. To qualify for this membership, the family must have as a minimum one (1) member, under 19 years of age, who may be a member of the Club.

(xiv) New Members

All new applications for membership must be in writing on the approved form and be signed by two (2) financial members of the Club. All such nominations shall be handed to the Club Registrar prior to the next Executive Meeting. Members shall be elected by a majority present at the Club Executive Meeting.

No membership granted by the Executive Committee shall take effect until appropriate subscription fee (if applicable) has been paid.

New Members may use the club house with the approval of a member of the Executive Committee until membership has been approved by the Executive Committee.

No Member financially or otherwise indebted to any other affiliated club of the SLSA shall be knowingly admitted to membership.

Where the class of membership granted requires the Member to obtain a Life Saving Award, the Member shall obtain such Award in the shortest practicable time. Any Member failing in this responsibility may have his membership revoked by the Executive Committee.

The Executive Committee may not refuse the acceptance of a new Member without giving a reason. When the renewal of a former membership is refused, such Member shall have the right of appeal to a Special General Meeting of the Club.

(xv) General Membership

General membership may be granted by the Club to a Member who

- (a) has obtained his Bronze Medallion, is no longer an active patrolling member, is actively involved in the club activities and has continued his membership for a minimum of ten (10) years to the club, or
- (b) has not obtained his Bronze Medallion and has been a member of the Club Executive Committee for a minimum of five (5) years and is actively involved in the club activities.

To obtain such membership the member must apply in writing to the Club Executive providing a record of his club history which should include the year his Bronze Medallion was obtained, a resume summary of his contribution to club activities and/ or his executive years of service including the positions held.

The granting of such membership shall only be made at an Executive Meeting.

General Members shall not be required to pass the Annual Proficiency Test, however if he wishes to perform active patrol duties or compete in Club Championships or Inter-Club Championships he must complete an Annual Proficiency Test and shall be required to conform with all active membership rules and patrol duties.

The General membership of the Club shall not exceed the Active membership.

This Member is entitled to voting rights.

4. CESSATION OF MEMBERSHIP

4.1. A person ceases to be a Member if the person:

- (i) is deceased
- (ii) is expelled from an affiliated Club or SLSCC, SLSNSW, SLSA
- (iii) has their membership cancelled under the Constitution and Regulations relating to breaches concerning patrols, financial status, the gaining of awards, or breaches of discipline.

4.2. A Member having paid all arrears of fees payable to the Club by him may withdraw from membership by giving notice in writing of such withdrawal to the Executive.

4.3. Membership of the Club may be discontinued by the Executive upon breach of any clause of this Constitution, the Regulations or any resolutions made or passed by the Executive and/or the members at a General Meeting including but not limited to, the failure to pay any monies owed to the Club.

4.4. Membership shall not be discontinued under Rule 4.3 without the Executive first giving the Member the opportunity to explain the breach and/or remedy the breach.

4.5. Where a Member fails, in the Executive's view, to adequately explain or remedy the breach, that Member's membership shall be discontinued under Rule 4.3 by the Club giving written notice of the discontinuance to the Member.

4.6. Membership which has been discontinued under Rule 4.3 may be reinstated at the discretion of the Executive.

4.7. A Member which ceases to be a Member shall forfeit all right in and claim upon the Club and SLSA and its property, and shall not use any surf lifesaving equipment or any other property of the Club and SLSA, including Intellectual Property.

- 4.8. Membership fees or subscriptions paid by the discontinued Member for the relevant year may be refunded on a pro-rata basis to the Member upon discontinuance. The name of such Member shall be removed from the Register of Members.
- 4.9. Where a Member fails to renew his club membership by 30th November of each year membership of the Club and SLSA lapses.
- 4.10. A Member having had his membership discontinued under Rule 4.3 or whose membership has lapsed under Rule 4.9:
- (i) must reapply for membership in accordance with this Constitution; but
 - (ii) may be readmitted at the discretion of the Executive.

5. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

- 5.1. A right, privilege or obligation which a person has by reason of being a Member of the Club is:
- (i) not capable of being transferred or transmitted to another person, and
 - (ii) terminated upon cessation of the person's membership.

6. REGISTER OF MEMBERS

- 6.1. The Club Registrar shall maintain a register of all Members specifying his name, address, position and dates of importance. The register shall be kept at the office of the Club and be open for inspection free at any reasonable hour to any Member of the Club.
- 6.2. SLSNSW maintains a register of Members of the Club that the Director of Administration would have access thereto and be available for inspection free to any Member of the Club.

7. FEES AND CAPITATION

- 7.1. The Club may determine from time to time fees payable for:
- (i) affiliation to the Club
 - (ii) Surf Life Saving Awards
 - (iii) other clubs and/or community services
 - (iv) other persons using the Club services or premises
 - (v) yearly subscription fees must be paid no later than 30 November. Members failing to do so may have their membership terminated
 - (vi) upon special arrangements and approval with the Finance Director and/or Finance Committee, Members may pay their yearly subscription fees in two (2) payments. The first payment needs to be made by the end of November with the balance to be paid no later than the end of December in the same year.

8. MEMBERS' LIABILITY & INDEMNITY

8.1. Liability

- (i) The liability of the Members of the Club is limited.
- (ii) The Members shall have no liability to contribute towards the payment of debts and liabilities of the Club or the costs, charges and expenses of the winding up, except to the amount of unpaid affiliation fees.

8.2. Indemnity

- (i) Every Director, officer, auditor, manager, employee or agent of the Club shall be indemnified out of the property and assets of the Club against any liability incurred by him / her in his capacity as Director, officer, auditor or agent in defending any proceedings, whether civil or criminal, in which judgement is given in his favour or in which he is acquitted or in connection with any application in relation to any such proceedings in which relief is under the Law granted to him by the Court.
- (ii) The Club shall indemnify its Directors, officers, managers and employees against all damages and costs (including legal costs) for which any such Director, officer, manager or employee may be or become liable to any third party in consequence of any act or omission except wilful misconduct:
 - (a) in the case of a Director or officer which is performed or made whilst acting on behalf of and with the authority, express or implied of the Club; and
 - (b) in the case of an employee which is performed or made in the course of, and within the scope of his employment with the Club.

9. DISCIPLINE

9.1. The SLSA Constitution shall be followed in relation to any and all meetings called to conduct disciplinary or judicial proceedings or the like proceedings in relation to the conduct of a Member or group of Members including clubs and in particular deal with:

- (i) cancellation of membership
- (ii) removal from office
- (iii) expulsion
- (iv) reprimand
- (v) suspension

9.2 The SLSA Constitution shall be the constitution that is current at the time that the incident or incidents under review occurred and in the event of there being two or more incidents, it shall be the Constitution that is current at the time of the last incident or incidents under review took place.

- 9.3 Where the Executive is advised or considers that a Member has allegedly:
- (i) breached, failed, refused or neglected to comply with a provision of this Constitution, the Regulations or any resolution or determination of the Executive or any duly authorised Committee or Board; or
 - (ii) acted in a manner unbecoming of a Member, or prejudicial to the objects and interests of the Club and SLSA and/or Surf Life Saving; or
 - (iii) brought the Club, SLSA and or any other State Centre or Surf Life Saving into disrepute; the Executive may commence or cause to be commenced, disciplinary proceedings against that Member, and that Member, will be subject to, and submits unreservedly to the jurisdiction, disciplinary procedures and penalties and the appeal mechanisms of the Club and SLSA as set out in the Regulations.

The Executive may appoint a Judiciary Committee, which need not be comprised of Members, to deal with any disciplinary matter referred to it. The Committee shall operate under the principles expressed in, and in accordance with, the Regulations.

10. APPEALS

- 10.1 Appeals within the Club shall be in accordance with the SLSA Constitution that is current at the time that the Judiciary Meeting is called and conducted in accordance with paragraph 9.

11. GRIEVANCE PROCEDURES

- 11.1. Where a person, be they a Member or an officer or other employee of SLSA, a State Centre, a Branch or an Affiliated Club, who has a grievance arising from his respective involvement in Surf Life Saving, whatever that may be, with another such Member, officer or employee, and that person considers the grievance warrants investigation and action by the Club, SLSCC, SLSNSW and/or SLSA, that person shall follow the SLSA Grievance Policy as issued from time to time.
- 11.2. The person shall contact, either by telephone or in writing, the SLSA Grievance's Officer, appointed by the authority, and advise that they have a grievance which they wish to discuss with the official. The identity of the nominated SLSA Grievance's Officer will be communicated to all parties within SLSA by bulletin. Where a grievance is to be submitted in writing it should be addressed clearly to the SLSA Grievance's Officer and marked "Private and Confidential"

12. **THE EXECUTIVE COMMITTEE**

12.1. Composition of Executive

The Executive of the Club shall be composed of:

- (i) President
- (ii) Deputy President
- (iii) Director of Administration
- (iv) Director of Finance
- (v) Director of Junior Activities
- (vi) Director of Lifesaving
- (vii) Director of Surf Sports
- (viii) Director of Education and Training
- (ix) Director of Marketing
- (x) Director of Functions

each of whom shall be elected at the Election Meeting of the Club subject to Rule 19.4.

Each office bearer of the Executive shall, subject to these Rules, hold office until the conclusion of the Election Meeting following the date of the office bearer's election, but is eligible for re-election.

12.2. The Executive

- (i) To be elected onto the Executive Committee, the member must be a financial Member.
- (ii) The Executive Committee shall be subject to any resolution passed by the Club at the appropriate meeting. It shall:
 - (a) control and manage the affairs of the Club
 - (b) exercise all such functions as may be exercised by a meeting of the Executive Committee of the Club, subject to no written objections being received within 14 days from the date of minutes being distributed.
- (iii) Executive Committee Members will have one vote per member with the exception of the President who shall have one vote plus a casting vote in the event of equality of votes.
- (iv) Sixty percent (60%) of elected Directors shall form a quorum.
- (v) Any vacancy shall be filled at the next appropriate meeting of the Executive Committee.

- (vi) Without limiting the operation of the rule to fill casual vacancies, the office of a Member of the Executive shall become vacant if:
 - (a) the Member holds an office of profit in the Club
 - (b) the officer or Member is directly or indirectly interested in any contract or proposed contract with the Club
 - (c) Subject to Rule 12.5

12.3. President and Directors

- (i) The President shall be the nominal head of the Club and will act as Chairman of any Executive meeting or General Meeting at which he is present. In the event of the President not acting as Chairman, the Executive shall appoint a Chairman.
- (ii) The President and Directors shall be elected from amongst nominations submitted to the Director of Administration in accordance with these Rules for a term of 2 years, which shall commence from the conclusion of the Election Meeting at which the election occurred until the conclusion of the second Election Meeting following.
- (iii) The President and 4 Directors (Education and Training, Surf Sports, Finance and Marketing) shall be elected in each year of an odd number and 5 Directors (Deputy President, Administration, Lifesaving, Functions, and Junior Activities) shall be elected in each year of an even number.”
- (iv) As a transitional provision, at the first Election Meeting following the adoption of this rule, all Officers’ positions will be declared open for re-election. The positions of President, Education & Training Director, Surf Sports Director, Finance Director, and Marketing Director will be elected for a term of one (1) year. The positions of Deputy President, Administration Director, Lifesaving Director, Functions Director and Junior Activities Director will be elected for a term of (2) years.
- (v) Should any adjustment to the term of President and Directors elected under these Rules be necessary to ensure rotational terms in accordance with these Rules, this shall be determined by the Executive. Elections of subsequent Executives shall then proceed in accordance with the procedures in these Rules with approximately half the elected Executive members retiring each year.

12.4. Nominations

- (i) Nominations shall be called for by the Director of Administration forty nine days (49) prior to the Election Meeting. When calling for nominations the Director of Administration shall also provide details of the necessary qualifications and job descriptions for the positions. Qualifications and job descriptions shall be as determined by the Executive from time to time and in accordance with the Regulations.

- (ii) Nominations must be:
 - (a) in writing;
 - (b) on the prescribed form provided for that purpose;
 - (c) signed by a nominator and a seconder, who shall be Members; and
 - (d) certified by the nominee expressing his willingness to accept the position for which he is nominated.
- (iii) Nominations must be received by the Director of Administration at least thirty-five (35) days prior to the Election Meeting and shall be distributed by post or electronic mail, posted on the club house noticeboard and website twenty-one (21) days prior to the Election Meeting.
- (iv) Nominations shall be sent to Members entitled to receive notice under this Constitution of the Election Meeting with the agenda for that Election Meeting.
- (v) Subject to nominees having the appropriate qualifications and skills base, nominations shall be open to any Member.

12.5. Vacancies of Directors

- (i) In addition to the circumstances in which the office of a Director becomes vacant, by virtue of the Law, such office becomes vacant, if the Director:
 - (a) becomes bankrupt or insolvent under the administration under the Companies (New South Wales) code;
 - (b) becomes of unsound mind, or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
 - (c) resigns office by notice in writing given to the Director of Administration;
 - (d) is absent without the consent of the Executive from two (2) consecutive meetings, within a three (3) month period;
 - (e) in the opinion of the Executive Committee the Executive Member does not satisfactorily carry out his duties in accordance with the Club's Regulations,
 - (f) without the consent of the Members of the Club in General Meeting holds any office of profit under the Club,
 - (g) is directly or indirectly interested in any contract or proposed contract with the Club and fails to declare the nature of his interest;
 - (h) in the opinion of the Executive the Director has acted in a manner unbecoming or prejudicial to the objects and interests of the Club and/or Surf Life Saving;

- (i) in the opinion of the Executive the Director has brought the Club, or Surf Life Saving into disrepute;
 - (j) in the opinion of the Executive the Director is otherwise prohibited from being a Director of a company under the Law;
 - (k) is removed from office under Rule 15.1
 - (l) subject to Rule 12.5 (vi).
- (ii) Any vacancy occurring in an office of a Director of the Executive, other than the position of President may be filled by the remaining Directors from amongst appropriately qualified Members until the position is filled after calling for nominations.
 - (iii) Any vacancy occurring in the position of President may be filled by the Deputy President until the position is filled after calling for nominations.
 - (iv) In the event of a vacancy or vacancies in the office of a Director or Directors, the remaining Directors may act but, if the number of remaining Directors is not sufficient to constitute a quorum at a meeting of the Directors; they may act only for the purpose of increasing the number of Directors to a number sufficient to constitute such a quorum.
 - (v) Subject to this Constitution all Directors shall continue in office until the conclusion of the elections at the Election Meeting of the Club at which their successors are appointed or elected as the case may be. Directors may be re-elected.
 - (vi) Any Executive Member dealt with in accordance with 12.5(i) above shall have the right to lodge an appeal to the Club, against such removal, provided that the appeal shall be lodged in writing to the Club within fourteen (14) days of the notification of the removal and shall set out clearly the grounds of the appeal.

12.6. Meetings of the Executive

- (i) The Executive shall meet a minimum of once a month and as often as is deemed necessary for the dispatch of business and may adjourn and, subject to this Constitution otherwise regulate, its meetings as it thinks fit. Six (6) Directors may at any time, and the President shall, on the requisition of six (6) Directors, convene a meeting of the Executive. For avoidance of doubt meetings can be conducted face to face, via Teleconference and or via email. For a meeting to be valid clause 12.6, including items I, ii, iii, iv, a, b, c, d, v, vi, must be complied with.
- (ii) Subject to this Constitution questions arising at any meeting of the Executive shall be decided by a majority of votes and a determination of a majority of Directors shall for all purposes be deemed a determination of the Executive. All Directors shall have one (1) vote on any question. The Chairman shall have a casting vote where voting is equal.

- (iii) A resolution in writing signed or assented to by email, telegram, cablegram, radiogram, facsimile, telex, or other form of visible or other electronic communication by all the Directors for the time being present in Australia shall be as valid and effectual as if it had been passed at a meeting of directors duly convened and held. Any such resolution may consist of several documents in like form each signed by one or more of the directors.
- (iv) Without limiting the power of the Executive to regulate their meetings as they think fit, a meeting of the Executive may be held where one or more of the Directors is not physically present at the meeting, provided that:
 - (a) all persons participating in the meeting are able to communicate with each other effectively simultaneously and instantaneously whether by means of telephone or other form of communication
 - (b) notice of the meeting is given to all the Directors entitled to receive the notice in accordance with the usual procedures agreed upon or laid down from time to time by the Executive and such notice specifies that Directors are not required to be present in person
 - (c) in the event that a failure in communications prevents condition (i) from being satisfied by that number of Directors which constitutes a quorum, and none of such Directors are present at the place where the meeting is deemed by virtue of the further provisions of this clause to be held then the meeting shall be suspended until condition (i) is satisfied again. If such condition is not satisfied within 15 minutes from the interruption, the meeting shall be deemed to have terminated
 - (d) any meeting held where one or more of the Directors is not physically present shall be deemed to be held at the place specified in the notice of meeting, provided a Director is there present and if no Director is there present the meeting shall be deemed to be held at the place where the Chairman of the meeting is located.
- (v) At meetings of the Executive the number of Directors whose presence is required to constitute a quorum is six (6).
- (vi) Unless all Directors agree to hold a meeting at shorter notice (which agreement shall be sufficiently evidenced by their presence) not less than fourteen (14) days written notice of the meeting of the Executive shall be given to each Director. The agenda shall be forwarded to each Director not less than seven (7) days prior to such meeting.

13. **DIRECTOR'S INTERESTS**

13.1. A Director is disqualified by holding any place of profit or position of employment in the Club except with express resolution of approval of the Club Executive.

13.2. Disclosure of Interests

The nature of the interest of such Director must be declared by the Director at the meeting of the Executive at which the contract or arrangement is first taken into consideration, if the interest then exists, or in any other case at the first meeting of the Executive after the acquisition of the interest. If a Director becomes interested in a contract or arrangement after it is made, or entered into, the declaration of the interest must be made at the first meeting of the Executive held after the Director becomes so interested.

13.3. General Disclosure

A general notice that a Director is a member of any specified firm, or company, and is to be regarded as interested in all transactions with that firm or company, is sufficient declaration under Rule 13.2 as regards such Director and the said transactions. After such general notice, it is not necessary for such Director to give a special notice relating to any particular transaction with that firm or company.

13.4. Recording Disclosures

It is the duty of the Director of Administration to record in the minutes any declaration made or any general notice as aforesaid given by a Director in accordance with Rule 13.2 and Rule 13.3.

13.5. Conflicts

A Director, notwithstanding the interest, may be counted in the quorum present at any meeting but cannot vote in respect of any contract or arrangement in which the Director is interested. If the Director votes, the vote shall not be counted.

14. **POWERS OF THE EXECUTIVE**

14.1 Subject to the Law and the provisions of this Constitution the business of the Club shall:

- (i) be managed by the Executive
- (ii) be responsible for acting on all Surf Life Saving issues in accordance with the objects, and
- (iii) operate for the benefit of the Members and the community throughout Australia

- 14.2 The Executive Committee of the Club shall be called the Committee of the Club and, subject to the Act and its Regulations and any associated Rules and Regulations, may:
- (i) exercise all such functions as may be exercised by the Club other than those functions that are required by the Constitution and Regulations to be exercised by a Special General Meeting and/or Annual General Meeting;
 - (ii) have power to control, manage and perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Club;
 - (iii) pass resolutions, called Regulations;
 - (iv) make decisions on all matters except where otherwise provided herein, and such decisions shall be final;
 - (v) construct, maintain and alter any building or works necessary or convenient for purposes of the Club;
 - (vi) raise or borrow money in such a manner as the Executive may think fit;
 - (vii) receive money on deposit with or without allowance of interest thereon;
 - (viii) do all or any of the matters authorised either alone or in conjunction with any person, company or unincorporated body or by through any factors, trustees or agents;
 - (ix) take such steps by personal or written appeals, public meetings or otherwise as may from time to time be deemed expedient for the purposes of procuring contributions to the funds of the Club in the shape of donations, annual subscriptions or otherwise;
 - (x) print and publish any newspapers, periodicals, books or leaflets that the Club may think desirable for the promotion of the Club's objects;
 - (xi) subscribe to any charities and to grant donations for any public purpose;
 - (xii) produce, develop, create, licence and otherwise exploit, use and protect the Intellectual Property;
 - (xiii) establish and maintain corporate entities to carry on and conduct the business affairs and undertakings, or any aspect thereof, of the Club and for that purpose, utilise any of the assets of or held on behalf of the Club;
 - (xiv) promote any other person or company for any purpose calculated to benefit the Club;
 - (xv) take and effect insurance or seek, obtain and in the Executive Committee's discretion, act on, any professional advice necessary or appropriate;

- (xvi) act as final arbiter on all matters pertaining to the conduct of the Club, including disciplinary matters; and
- (xvii) do all such acts and things as are incidental, conducive or subsidiary to all or any of the Objects of the Club.

15. REMOVAL OF MEMBER

- 15.1. The Executive Committee in a General Meeting may, by resolution, remove any Member from office before the expiration of the Member's term and may by resolution appoint another Member to hold office until the expiration of the term of office of the Member removed.
- 15.2. Where the Member to whom the proposed resolution referred to in clause 15.1 makes representation in writing to the Director of Administration or the President (not exceeding a reasonable length of time, which shall not be more than fourteen (14) days) and requests that the representations be notified to members of the Executive Committee, the Director of Administration or the President may send a copy of the representation to each member of the Executive Committee or, if they are not sent, the Member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

16. EXECUTIVE MEETINGS AND QUORUM

- 16.1. The Executive Committee shall meet at least once each month at such place and time as the Executive Committee may determine.
- 16.2. Additional meetings of the Executive Committee may be convened by a Director of the Executive Committee.
- 16.3. Oral or written notice of a meeting shall be given to each member of the Executive Committee at least forty-eight (48) hours (or such period as may be unanimously agreed upon by the members of the Executive Committee) before the time appointed for the holding of the meeting.
- 16.4. Notice of a meeting under Rule 16.3 shall specify the general nature of the business to be transacted at the meeting.
- 16.5. Six (6) members of the Executive Committee constitute a quorum for the transaction of business of a meeting of the Executive Committee.
- 16.6. No business shall be transacted by the Executive Committee unless a quorum is present and within half an hour after the time appointed for the meeting a quorum is not present the meeting stands adjourned to a suitable time and place.
- 16.7. If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting shall be dissolved.

16.8. At a meeting of the Executive Committee :

- (i) the President shall preside, or
- (ii) if the President is absent one of the remaining members of the Executive Committee as may be chosen by the members present at the meeting shall preside.

17. **DELEGATION BY EXECUTIVE COMMITTEE TO SUB-COMMITTEE**

17.1. The Executive Committee may, by instrument of a Regulation or in writing, delegate to one or more sub-committees (consisting of such member or members of the Club as the Executive Committee thinks fit) the exercise of such of the functions of the Executive Committee as are specified in the instrument other than :

- (i) this power of delegation, and
- (ii) a function which is a duty imposed on the Executive Committee by the Act or by any other law.

17.2. A function of which has been delegated to a sub-committee under this Rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.

17.3. A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.

17.4. Notwithstanding any delegation under this rule, the Executive Committee may continue to exercise any function delegated.

17.5. Any act or function carried out by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Executive Committee.

17.6. The Executive Committee may, by resolution or by instrument in writing, revoke wholly or in part any delegation under this Rule.

17.7. A sub-committee may meet and adjourn as it thinks proper.

18. **VOTING AND DECISIONS**

18.1. Questions arising at a meeting of the Executive Committee or of any sub-committee shall be determined by a majority of votes of members of the Executive Committee or sub-committee present at the meeting.

18.2. Each member elected to the Executive Committee and Sub-Committee present at a meeting of the Executive Committee or of any sub-committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

18.3. Subject to Rule 16.5, the Executive Committee may act notwithstanding any vacancy on the Executive Committee.

18.4. Any act or function performed, or purported to have been done or suffered, by the Executive Committee or by a sub-committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the Executive Committee or sub-committee.

19. **GENERAL MEETINGS**

19.1. General Meetings are those meetings of the Club as defined in Rule 2.1(iii)(g).

- (i) Notice of a General Meeting shall be given to every Member entitled to receive notice, at the address appearing in the Register kept by the Club.
- (ii) No other person shall be automatically entitled as of right to receive notices of General Meetings.
- (iii) Notice of a General Meeting shall specify the place and day and hour of the meeting and shall state the business to be transacted at that meeting.
- (iv) Minutes from a General Meetings shall be circulated to all Members.
- (v) Any actions required to be taken following decisions at General Meetings, shall be limited to the extent that following such meetings the Minutes are distributed as provided for in the Constitution and should any two Members challenge a resolution, by notice in writing to the Director of Administration within thirty (30) days of the dispatch of the Minutes, then that resolution shall be referred to the next meeting of the Executive. If a resolution is not challenged as provided it shall become binding and has effect as if it were a decision of the Executive.

19.2. Special General Meeting

- (i) Special General Meetings may be convened by a resolution, passed by ten (10) Members of the Club and/ or seventy five per cent (75%) of the Executive.
- (ii) The Director of Administration shall, on the request in writing of Members as set out in 19.2(i), convene a Special General Meeting.
- (iii) The request for a Special General Meeting shall state the object(s) of the meeting, shall be signed by the Members making the request and be sent to the Director of Administration and may consist of several documents in a like form, each signed by one or more of the Members making the request.
- (iv) If the Director of Administration does not cause a Special General meeting to be held within one (1) month after the date on which the request is sent to the Director of Administration, the Members making the request, or any of them, may convene a Special General Meeting to be held not later than three (3) months after that date.
- (v) A Special General Meeting convened by Members under this Constitution shall be convened in the same manner, or as nearly as possible as that, in which meetings are convened pursuant to these Rules.

19.3. Annual General Meeting (AGM)

- (i) The AGM of the Club shall:
 - (a) be held each year in September, or at least within the period of six months after the expiration of the financial year,
 - (b) receive the annual report and audited financial statements,
 - (c) table the reports of the Executive
 - (d) transact such other business as may be brought forward in accordance with this Constitution.
- (ii) The Minutes of the AGM of the Club shall be duly circulated to all Members and confirmed at the next Executive Meeting.

19.4. Election Meetings

- (i) The election of President and Directors of the Club shall be convened in the period between Annual General Meetings and shall be by the end of June.
- (ii) The election of Honorary Officers and Advisers shall take place at the Election Meeting.
- (iii) Nominations for Executive, Honorary Officers and Advisers and/or expressions of interest for Office Bearers of Sub-Committees, shall be sent to all members as per Rule 12.4 (i).
- (iv) All nominations for Director's positions and for Honorary Officers and Advisers shall be nominated in accordance with Rule 12.4.
- (v) All appointments for the position of Honorary Officers and Advisers shall be in accordance with Rule 31.1.

19.5. Notice of General Meetings

- (i) The Director of Administration shall, twenty eight (28) days prior to an Annual General Meeting, call for:-
 - 1. Agenda Items to be voted on/discussed at the Annual General Meeting.
 - 2. Notices of Motions to be voted on/discussed at the Annual General Meeting.
- (ii) At least fourteen (14) days notice of a General Meeting shall be given to the Members of the Club, together with:
 - 1. any notice of motion received from any Member,
 - 2. any Life Membership nominations

3. the agenda for the meeting
4. information on absentee voting

(iii) When it is proposed to pass a special resolution, fourteen (14) clear days notice specifying the place and day and hour of the meeting, and in the case of special business the general nature of that business shall be given to those Members set out under Rule 19.1(i).

19.6. Presiding Member

- (i) The President shall, subject to this Constitution, preside as Chairperson at every General Meeting of the Club
- (ii) If the President and the Executive Members are absent from a General Meeting or unwilling to act, the Members present shall elect one of their number to preside as chairperson at the meeting.

19.7. Proceedings

- (i) No business shall be transacted at any General Meeting unless a quorum is present at the time when the meeting proceeds to business. A quorum for General Meetings of the Club shall be twenty (20) members present at the meeting.
- (ii) If within half an hour from the time appointed for the meeting a quorum is not present the meeting shall be adjourned until the same day in the next week at the same time and place or to such other day and at such other time and place as the President may determine and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the meeting will lapse.
- (iii) Adjournment
 - (a) The Chairperson may with the consent of any meeting at which a quorum is present and shall if so directed by the meeting adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
 - (b) When a meeting is adjourned for thirty (30) days or more, notice of the adjourned meeting shall be given by the Director of Administration in accordance with Rule 19.5.
 - (c) For notices issued as per 19.7 (iii) (b) it shall not be necessary to give any notice of an adjournment or the business to be transacted at any adjourned meeting.

(iv) Making Decisions

- (a) A question arising at a General Meeting shall be determined on a show of hands, or by secret ballot, whichever is requested, and a declaration by the Chairperson that a resolution has been carried, carried unanimously, carried by a particular majority or lost, and an entry to that effect noted in the minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour or against that resolution.
- (b) If a poll is duly demanded it shall be taken in such manner and either at once, after an interval, adjournment or otherwise, as the Chairperson directs and the result of the poll shall be the resolution of the meeting at which the poll was demanded.

19.8. Business

- (i) All business that is transacted at a General Meeting, with the exception of the consideration of the accounts, balance sheets, the reports of the Executive and auditors, and the election of the President and Directors and of the auditors (if any) in the place of those retiring under this Constitution or otherwise shall be special business.
- (ii) No business other than that stated on the notice shall be transacted at that meeting.

19.9. Notices of Motion

- (i) All notices of motion for inclusion as special business at a General Meeting must be submitted in writing to the Director of Administration not less than twenty-one (21) days (excluding receiving date and meeting date) prior to the General Meeting.
- (ii) A motion of which due notice has been given, if unsuccessful, cannot be resubmitted, nor may any other motion having a similar effect be moved at a subsequent General Meeting for a period of twelve (12) months.

19.10. Special Resolution

A resolution of the Club is a special resolution if:

- (i) it is passed by a majority of members at a General Meeting, of which not less than fourteen (14) days written notice was given in accordance with these rules specifying the intention to propose the resolution as a special resolution, or
- (ii) where it is made to appear to the Department of Fair Trading that it is not possible or practicable for the resolution to be passed in the manner specified in paragraph (i) the resolution is passed in a manner specified by the Department of Fair Trading.

19.11. Voting

- (i) Each Member of the Club is entitled to vote as per their membership voting rights, as subject to this Constitution.
- (ii) For Life Membership – a Member who has held their Bronze for a minimum of five (5) years and has held Club membership for a minimum of five (5) years is entitled to full voting rights for Life Membership.
- (iii) In the case of an equality of votes on a question at a General Meeting, the Chairperson of the meeting is entitled to exercise a second or casting vote
- (iv) A Member is not entitled to vote at any meeting of the Club unless all money due and payable to the Club has been paid.
- (v) Absentee Voting
 - (a) Absentee voting shall be permitted at all General Meetings provided an approved and executed absentee voting form is lodged with the Director of Administration in a sealed envelope before the commencement of the meeting.
 - (b) No Member entitled to vote shall exercise more than one (1) absentee vote at any one time.
 - (c) Members shall not be entitled to appoint any other person as their proxy.
 - (d) Absentee Voting will not be permitted when voting for Life Membership
- (vi) Voting at Election Meetings
 - (a) Where there is only one nomination a yes/no vote shall occur. This vote will be a secret ballot.
 - (b) Where there is more than one nomination the elections shall be by way of exhaustive ballot and shall be by secret ballot on papers prepared by the Director of Administration.
 - (c) If no nominations are received by the close off date, nominations may be received from the floor provided that the person nominated is present or has given written consent to accept office. Each nomination must have a mover and a seconder.
 - (d) If nominations are received from the floor clauses 19.11(vi)(a) and 19.11(vi)(b) shall still apply.

20. FINANCIAL PERIOD

- 20.1. The financial period for the Club shall be from 1st July each year until 30th June in the following year.

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- 20.2. The financial period is aligned with the Club's season which shall be from 1st July each year until 30th June the following year.
- 20.3. Club membership fees are due at the commencement of the Club's season and are to be paid by 31 October in the same year.

21. INSURANCE

- 21.1. The Club shall effect and maintain insurance pursuant to Section 44 of the Act.
- 21.2. In addition to the insurance required under clause (i), the Club may effect and maintain other insurance.

22. FUNDS - SOURCE

- 22.1. The funds of the Club shall be derived from annual affiliation fees, donations, sponsorship and, subject to any resolution passed by the Club such other sources as the Executive Committee determines.
- 22.2. The funds of the Club shall be deposited as soon as practicable and without deduction in the name of the Club in such bank, building society or credit union as the Executive Committee may from time to time direct.
- 22.3. The Club shall, as soon as practicable after receiving any money, issue an appropriate receipt.
- 22.4. Funds raised by means of a fund raising appeal within the meaning of the Charitable Fund Raising Act 1991 must be maintained in accordance with the Act.

23. FUNDS - MANAGEMENT

- 23.1. Subject to any resolution passed by the Club in General Meeting, the funds of the Club shall be used in pursuance of the objects of the Club and in such a manner as the Executive Committee determines in the exercise of powers conferred upon it by the Rules.
- 23.2. No portion of this income and property shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Club.
- 23.3. Cheques, drafts, bills of exchange, promissory notes and other negotiable instruments drawn on the Club shall require the signature of the Director of Finance and any one of the following:
- (i) the President
 - (ii) any such Executive Member as nominated by the Executive
- 23.4. The Executive Committee shall ensure appropriate books of account and records are maintained, including those required to be maintained under the Charitable Fund Raising Act 1991.

23.5. Accounts

- (i) Accounts of the Club shall be presented to and passed for payment at an Executive Committee Meeting and full details of all such approvals shall be entered in the minute book
- (ii) When necessary the President or their appointed representative can call for accounts of the Club to be presented to and passed for payment by the Executive Committee through resolution deemed at 12.6.
- (iii) Full details of all such approvals shall be entered in the minute book of the next scheduled Executive Committee Meeting.
- (iv) Those creditors listed in the Regulations 9.8 are deemed to be pre-approved and do not require Executive Committee Meeting approval for payment. Full details of all such payments shall be entered in the minute book of the next scheduled Executive Committee Meeting. For avoidance of doubt Creditors includes where Ocean Beach SLSC has an account and or if COD applies.
- (v) When an account of the club requires Cash on Delivery (COD) such payment will be authorized by the Director of Finance or the President. Full details of all such payments shall be entered in the minute book of the next scheduled Executive Committee Meeting.

23.6. Cheques, drafts, bills of exchange, promissory notes and other negotiable instruments drawn on the Club's Function Centre accounts shall require the signature of the Bar Finance Manager and any one of the following:

- (i) the President
- (ii) any such Executive Member as nominated by the Executive.

24. AUDIT

24.1. The auditor or auditors shall be elected at the Election Meeting. They shall examine all accounts, vouchers, receipts, books, etc, and furnish a report thereon to the members at the Annual General Meeting.

24.2. Audits shall be conducted at regular intervals of not more than twelve (12) months.

24.3. An auditor shall not be a member of or closely related to a member of the Club.

24.4. Subject to Rule 24.5 below, notice of the intention to nominate an auditor to replace the current auditor shall be given to the Director of Administration at least fourteen (14) days before the Election Meeting. The Director of Administration shall send a copy of the nomination to the current auditor at least seven (7) days before the Election Meeting. The current auditor shall be entitled to attend the Election Meeting and if the person so wishes, be heard at such Election Meeting.

24.5. Where the current auditor submits a resignation, or notifies the Director of Administration of the intention not to seek re-election as auditor, paragraph 24.4 hereof shall not apply.

25. ALTERATIONS TO OBJECTS AND RULES

- 25.1. The Statement of Objects of the Club and these Rules may be altered, rescinded or added to only by special resolution of the Club.
- 25.2. A proposed alteration of the Statement of Objects or these Rules shall be notified to the Minister administering the Charitable Fund Raising Act 1991, in the manner required by the Regulations under that Act.

26. CUSTODY OF BOOKS, ETC.

- 26.1. Except as otherwise provided by these Rules, the Director of Administration shall keep in his custody or under his control all records, books and other documents relating to the Club.

27. INSPECTION OF BOOKS

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

28. SERVICE OF NOTICES

Notices may be given by the Director of Administration to any person entitled under this Constitution to receive any notice by sending the notice by pre-paid post or facsimile transmission or where available, by electronic mail, to the Member's postal address or facsimile number or electronic mail address appearing in the Register kept by the Club.

- (i) Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting the notice. Service of the notice is deemed to have been effected three (3) days after posting.
- (ii) Where a notice is sent by facsimile transmission, service of the notice shall be deemed to be effected upon receipt of a confirmation report confirming the facsimile was sent to/or received at the facsimile number to which it was sent.
- (iii) Where a notice is sent by electronic mail, service of the notice shall be deemed to be effected if no notification is received of the failure of the delivery of the electronic mail message to the registered "email" address.

29. PAYMENT, ETC. OF OFFICE BEARERS AND MEMBERS

- 29.1. An office bearer of the Club shall not be appointed to any salaried office of the Club paid by fees, and no remuneration or any other benefit in money or money's worth shall be given by the Club to any office bearer except :
- (i) payment of out of pocket expenses
- (ii) interest at a rate not exceeding the rate for the time which is or would be charged by its bank, building society or credit union for money lent to the Club and reasonable and proper rent for premises let to the Club

30. DISSOLUTION

- 30.1. The Club shall be dissolved by way of special resolution at a special general meeting convened to consider such question.
- 30.2. Upon a resolution being passed in accordance with clause 30.1 of this Rule, the net assets or property available after satisfying all debts and liabilities shall, upon determination by the Club, be handed over to, or transferred to, SLSNSW and be held in trust.

31. SPECIAL MEMBERSHIP CATEGORIES

31.1. Honorary Officers and Advisers

- (i) The Club may appoint the following honorary officers who shall have no voting power and who need not be members of the Club:
- (a) Patrons
 - (b) Vice-Patrons
 - (c) Honorary Auditors
 - (d) Honorary Legal Advisers
 - (e) Honorary Medical Advisers
 - (f) Honorary Publicity Advisers
- (ii) All officers shall be elected at the Election Meeting of the Club under the terms and conditions of Rules 19.4.

31.2. Delegates to Branch Council

The Club shall be represented by the President at all meetings of the Council of SLSCC. If for some reason he is unable to attend, he shall be replaced by a deputy nominated by the Executive Committee. He shall cause a report to be furnished to the Director of Administration on all matters affecting the Club. He shall carry out all instructions as directed by the Club and vote accordingly.

31.3. Life Membership and Distinguished Service Honours

- (i) Nominations for Life Membership or distinguished service honour of the Club shall be submitted to the President in writing. Nominations are to be signed by at least two (2) members.
- (ii) The Honours Committee shall look for Members who have rendered special service over a twenty (20) year period. A Member could qualify if the Committee considers he rendered distinguished service over a shorter period to the Club.
- (iii) In order to be elected a Life Member, a nominee must receive at least two-thirds support of the Members present at the Annual General Meeting who have

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held his Bronze Medallion for a minimum of five (5) years and must be a member of the Club for a minimum of five (5) years.

- (iv) Distinguished service awards shall be awarded by the Executive to Members of the Club who have rendered outstanding service. Criteria shall be outstanding service over three (3) years. All nominations for distinguished service awards should clearly state reasons supporting the nomination.
- (v) Recommendations by the committee for Life Membership shall be made to the Executive Committee for consideration at the next Annual General Meeting.

32. FUNCTION CENTRE

The object of the Club's Function Centre is that it be run as a financially independent facility.

32.1. Licensee

The Function Centre will be managed by the Director of Functions with the assistance of his Office Bearers/Managers.

The Liquor Licence which is issued by the NSW Office of Liquor, Gaming & Racing is to be held in the name of Ocean Beach Surf Life Saving Club Incorporated. The Licensee will be an Executive Member of the Club who holds Responsible Service of Alcohol qualifications. The Licensee will be as elected by the Executive Committee. The Licensee is not required to be the Director of Functions.

The Licensee is governed by the rules and regulations of the NSW Office of Liquor, Gaming & Racing.

The Licensee will be required to apply on behalf of the Club for relevant licence/s which are required to be obtained for the purposes of the sale of alcohol at approved Club functions, during social occasions held by the Club and for the sale or supply of alcohol when the Function Centre is hired out.

In the event of the change of Licensee the Club will ensure that the appropriate transfer documentation as required by the NSW Office of Liquor, Gaming & Racing (or the relevant Government body at the time of the transfer) will be lodged within two (2) weeks of being endorsed by the Club's Executive Committee to the position of Licensee or within the time required by the NSW Office of Liquor, Gaming & Racing or whichever is the shorter time period.

32.2. Purpose

The Club's Function Centre is to be used for the purpose of, but not limited to:-

- Approved club functions
- Sunday Social functions which are open to all Club Members their family and friends and which are also open to the general Members of the Community.
- Hiring/Leasing to Club Members, members of the public, businesses and organisations for social engagements for monetary value

OCEAN BEACH SURF LIFE SAVING CLUB INCORPORATED CONSTITUTION

- Hiring/Leasing to Club Members, members of the public, businesses and organisations for meetings on a regular basis or from time to time.
- Club training, as required and if the Function Centre is available
- Club Meetings, as required and if the Function Centre is available

The Function Centre can from time to time be used for activities other than those referred to above upon obtaining approval from the Director of Functions or the Executive Committee.

32.3. Funds

The Function Centre's funds are to be utilised as follows:-

- Maintenance and repair of the Function Centre
- Weekly cleaning of the Function Centre and its surrounds, stairs, balcony, kitchen, bathrooms etc, or on a more regular basis as required, to ensure that the Function Centre is at all times in a proper state of cleanliness for the purposes of ongoing Functions and the inspection of the Function Centre by prospective hirers;
- Purchase of furniture and equipment for the Function Centre
- Funding of the Sports Scholarship through sponsorship raised through the Function Centre
- At the end of the financial year a percentage of the profits of the Function Centre, as determined by the Executive Committee, will be allocated towards general Club funds.

Appendix 1

(Rule 19.11(iv))

FORM FOR ABSENTEE VOTING

Each resolution or nomination requires a separate form for Absentee Voting

This form is to be used for voting on a specific resolution or on the election of Club Office Bearer's at the:

- Special Meeting
- Annual General Meeting
- Election Meeting
(delete whichever is not applicable)

of the Club to be held onday of, 20.... and at any
(month and year)

adjournment of that meeting.

I,
(full name)

of
(address)

being a member of Ocean Beach Surf Life Saving Club Incorporated vote in favour
yes / no (delete as appropriate) the resolution or nomination listed below:

.....
.....
.....
.....
.....

.....
(Signature of absent member)

...../...../.....
(Date)