

CURTIN UNIVERSITY ROWING CLUB

CONSTITUTION

Recommended changes to the constitution, 1999

1 NAME

The name of the Club shall be the Curtin University Boat Club (Incorporated).

2 Colours and Uniform

The Colours of the Club are the registered colours of the Curtin Stadium; Black, Yellow, Orange and White.

3 DEFINITIONS

In these Rules, unless the contrary intention appears –

"Act" means the Associations Incorporation Act 1987, as amended or replaced.

"Adult" means a person who is not an Affiliated Student, a Student or a Junior.

"Affiliated Student" means a student who is a member of any association formed to represent or further the interests of students of the University.

"Financial Year" means the year ending on 31 October.

"Junior" means a person who has not yet reached the age of 18 years at the time liability to pay his or her subscription arises under rule 7.

"Student" means a student of the University or any other university in Western Australia.

"the Club" means the Curtin University Boat Club.

"the University" means Curtin University.

4 OBJECTS

(1) The objects of the Club are:

- (a) to conduct the sport of rowing by students of the university and by members of the Western Australian community;
- (b) to purchase, maintain and sell boats, oars, sculls and other rowing equipment for use by members;
- (c) to maintain or improve a boatshed for the storage of boats, oars and sculls and other rowing equipment, and for the general activities of members;
- (d) to organise or to participate in the organisation of rowing regattas;
- (e) to organise social activities among club members;
- (f) to affiliate to any association formed for the purpose of conducting the sport of rowing in Western Australia; and

(g) to affiliate or subscribe to associations or bodies representing the University whose objects are similar to that of the Club(h) to do all such things as are incidental or conducive to the attainment of these specific objects of the Club.

(2) The property and income of the Club shall be applied solely towards the promotion of the objects of the Club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to Club members, except in good faith in the promotion of those objects.

5 POWERS

Without prejudice to or limitation of the powers conferred by section 13 of the Act, the Club shall have all those powers as provided in the Act including:

- (a) acquire, hold, deal with and dispose of any personal property;
- (b) open and operate bank accounts;
- (c) borrow money upon such terms and conditions as the Club thinks fit;
- (d) give such security for the discharge of liabilities incurred by the Club as the Club thinks fit;
- (e) enter into any other contract that the Club considers necessary or desirable; and
- (f) affiliate with any association formed to represent or further the interests of the students of the University.

6 MEMBERSHIP

(1) Membership of the Club is available in the following categories and confers the following rights:

(a) Competitive Membership is available in the following sub-categories and entitles the Competitive Member to use of all club boats, oars and equipment in priority over a

Recreational member:

- (i) Affiliated Student;
- (ii) Student;
- (iii) Adult;
- (iv) Junior.

(b) Recreational Membership is available in the following sub-categories and entitles the Recreational Member to use of all club boats, oars and sculls, but subject to the right of a Competitive Member to have priority in the use of those club boats, oars and equipment:

- (i) Affiliated Student;
- (ii) Student;
- (iii) Adult;
- (iv) Junior.

(c) Social Membership entitles a Social Member to use the Club boatshed, but does not entitle the Social Member to use the club boats, oars and equipment.

(d) Life Membership may be conferred on a member of the Club in recognition of significant service to the Club by a special resolution at an annual general meeting and entitles the Life Member to all the rights of a Competitive Member without subscription.

(e) Honorary Members may be elected for such a period and on such terms and conditions as the Committee may direct. They shall pay no subscription and shall not, under excepting conditions, hold office or vote in any meeting of the Club.

(2) A person who wishes to become a member of the Club shall apply to the Committee in writing to join the Club in a specific membership category and sub-category.

(3) The Committee shall consider the application at the Committee meeting following its receipt and shall accept or reject that application.

(4) If the Committee rejects an application, the committee must, as soon as practicable, notify the applicant in writing that the application has been rejected.

(5) A person who is not a member and who has been appointed as a coach or Club coxswain shall be deemed to be an honorary member for the period that he or she is serving the Club.

(6) The committee may, on such terms and conditions as it thinks fit, permit the Club premises and property to be used and enjoyed:

(a) by any person under the age of eighteen years attending any school;

(b) by any person who desires the use of the premise for any other sport or activity which the Committee may determine;

and the Committee shall fix the rights and privileges of any such person.

7 REGISTER

(1) The Secretary shall on behalf of the Club keep and maintain a register of members containing -

(a) the name and address of each member; and

(b) the date on which each member's name was entered in the register.

(2) Upon the request of a member, the Secretary shall make the register available for the inspection of that member, who may make a copy of or take an extract from the register, but who shall have no right to remove the register for that purpose.

8 SUBSCRIPTIONS

(1) The members shall at the annual general meeting determine the amount of subscription to be paid by each category of member.

(2) Each member shall pay to the Treasurer, annually on or before 1st April or such other date as the Committee from time to time determines, the amount of the subscription determined under sub rule (1).

(3) Subject to sub rule (4), a member whose subscription is not paid within 2 months after the relevant date fixed by or under sub rule (2) ceases on the expiry of that period to be a member, unless the Committee decides otherwise.

(4) A member is a financial member for the purposes of these rules if his or her subscription is paid on or before the relevant date fixed by or under sub rule (2) or within 2 months thereafter.

(5) The subscription of a new member is payable upon acceptance of the application by the Committee and, upon payment, the new member is a financial member for the purposes of these rules for the balance of the financial year in which he or she becomes a member.

9 RESIGNATION

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

(2) A person who resigns his or her membership remains liable to pay the Club the amount of any subscription due and payable by that person to the Club but unpaid at the time of that resignation.

10 DISCIPLINE, SUSPENSION AND EXPULSION

(1) If the Committee considers that a member should be disciplined, suspended or expelled from the membership of the Club because of his or her conduct, failing to abide by these Rules and/or detrimental to the interests of the Club, the Committee shall communicate, either orally or in writing, to the member:

(a) notice of the proposed discipline, suspension or expulsion and of the time, date and place of the Committee meeting at which the question of that discipline, suspension or expulsion will be decided; and

(b) particulars of that conduct. (c) not less than 21 days before the date of the Committee meeting referred to in paragraph (a).

(2) At the Committee meeting referred to in a notice communicated under sub rule (1), the Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Committee, discipline, suspend or expel or decline to discipline, suspend or expel that member from membership of the Club and shall, forthwith after deciding

whether or not so to discipline, suspend or expel that member, communicate that decision in writing to that member.

(3) Subject to sub rule (5) a member who is expelled under sub rule (2) from membership of the Club ceases to be a member 14 days after the day on which the decision so to expel him or her is communicated to him or her under sub rule (2).

(4) A member who is expelled under sub rule (2) from membership of the Club shall, if he or she wishes to appeal against that expulsion, give notice to the Secretary of his or her intention to do so within the period of 14 days referred to in sub rule (3).

(5) When notice is given under sub rule (4):

- (a) the Club in general meeting may, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to the Club in the general meeting, confirm or set aside the decision of the Committee to expel that member; and
- (b) the member who gave that notice does not cease to be a member unless and until the decision of the Committee to expel him or her is confirmed under this sub rule.

11 MEETINGS

(1) The Committee:

- (a) shall in each calendar year convene an annual general meeting of the Club membership;
 - (i) to be held on such day as the Committee determines;
- (b) may at any time convene a special general meeting;
- (c) shall within 28 days of:
 - (i) receiving a request in writing to do so from not less than five members, convene a special general meeting for the purpose specified in that request; or
 - (ii) the Secretary receiving a notice under rule 10 (4), convene a special general meeting for the purpose of dealing with the appeal to which that notice relates.

(2) In the case of an annual general meeting, the order in which business is to be transacted is:

- (a) first, consideration of accounts and reports;
- (b) second, the election of Committee members; and
- (c) third, any other business on motion notice of which has been given in accordance with sub rules 6 and 7.

(3) The Club members making a request referred to in sub rule 1 (c) (i) shall:

- (a) state in that request the purpose for which the special general meeting concerned is required; and

(b) sign that request.

(4) If a special general meeting is not convened within the relevant period of 28 days referred to:

(a) in sub rule 1 (c) (i), the members who made the request concerned may themselves convene a special general meeting as if they were the Committee; or

(b) in sub rule 1 (c) (ii), the member who gave the notice concerned may himself or herself convene a special general meeting as if he or she were the Committee.

(5) When a special general meeting is convened under sub rule 4:

(a) the Committee shall ensure that the members or member convening the special general meeting are supplied free of charge with particulars of all members; and

(b) the Club shall pay the reasonable expenses of convening and holding the special general meeting.

(6) Subject to sub rule (8), the Secretary shall give to all members not less than fourteen (14) days notice of a general meeting and not less than seven (7) days notice of any motions to be moved at the general meeting.

(7) Notices given under sub rule (6) shall specify:

(a) when and where the general meeting concerned is to be held; and

(b) particulars of the business to be transacted at the general meeting concerned and the order in which that business is to be transacted.

(8) The Secretary shall give to all members not less than twenty-one (21) days' notice of a general meeting at which a special resolution is to be proposed and of any other motions to be moved at that general meeting.

(9) The Secretary may give a notice under sub rule (6) or (8) by:

(a) serving it on a member personally;

(b) sending it by post and/or email to a member at the address of the member appearing in the register of members kept and maintained under rule 7; and

(c) distribution utilising other forms of electronic transmission.

(10) When a notice is sent by post or email under sub rule (9) (b), sending of the notice shall be deemed to be properly effected if the notice is sufficiently addressed and posted to the Club member concerned by ordinary prepaid mail to the last known address of the member.

(11) Written notice of each committee meeting must be given to each member of the committee at least 7 days before the date of the meeting.

12 MEETING PROCEEDINGS

(1) No items of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.

(2) At a general meeting one quarter of members must be present in person or proxy to constitute a quorum

(3) If within 30 minutes after the time specified for the holding of a general meeting in a notice given under rule 12 (5) and (6) or (8):

(a) as a result of a request or notice referred to in rule 12 (1) (c) or as a result of action taken under rule 12 (3) a quorum is not present, the general meeting lapses; or

(b) otherwise than as a result of a request, notice or action referred to in (a) above, the general meeting stands adjourned to the same time on the same day in the following week and to the same venue.

(4) If within 30 minutes of the time appointed by sub rule (3) (b) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may nevertheless proceed with the business of that general meeting as if a quorum were present.

(5) The President, or in the President's absence, the Captain, shall preside as Chairperson at each general meeting of the Club.

(6) If the President or the Captain are absent from a general meeting, or are unable to preside, the members present must select one of their numbers to preside as Chairperson.

(7) The President may, with the consent of a general meeting at which a quorum is present, and shall, if so directed by such a general meeting, adjourn that general meeting from time to time and from place to place.

(8) There shall not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.

(9) When a general meeting is adjourned for a period of thirty (30) days or more, the Secretary shall give notice under rule 12 of the adjourned general meeting as if that general meeting were a fresh general meeting.

(10) At a general meeting:

(a) an ordinary resolution put to the vote shall be decided by a majority of votes cast on a show of hands; and

(b) a special resolution put to the vote shall only be decided affirmatively if at least three-quarters of the votes cast on a show of hands are in favour of the special resolution.

(11) A declaration by the President at a general meeting that a resolution has been passed shall be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded in accordance with sub rule (12).

(12) At a general meeting, a poll may be demanded by three or more members present in person or by proxy and, if so demanded, shall be taken immediately by secret ballot.

(13) If a poll is demanded and taken under sub rule (12), a declaration by the President of the result of the poll is evidence of the matter so declared.

(14) If a poll results in an even vote, without resolution, the Chairperson of the meeting is entitled to exercise a second or casting vote.

13 VOTING RIGHTS

(1) Subject to these rules, each member present in person or by proxy at a general meeting is entitled to a deliberating vote.

(2) A member (in this rule called "the appointing member") may appoint in writing another member who is a natural person to be the proxy of the appointing member and to attend, and vote on behalf of the appointing member at, any general meeting.

(3) A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Club have been paid.

14 MINUTES OF MEETINGS

(1) The Secretary shall cause proper minutes of all proceedings of all general meetings and Committee meetings to be taken and then to be entered within 30 days after the holding of each general meeting or Committee meeting, as the case requires, in a minute book kept for that purpose.

(2) The President shall ensure that the minutes taken of a general meeting or Committee meeting under sub rule (1) are checked and signed as correct by the person presiding at the general meeting or Committee meeting to which those minutes relate or at the next succeeding general meeting or Committee meeting, as the case requires.

(3) When minutes have been entered and signed as correct under this rule, they shall, until the contrary is proved, be evidence that:

- (a) the general meeting or Committee meeting to which they relate (in this sub rule called "the meeting") was duly convened and held;
- (b) all proceedings recorded as having taken place at the meeting did in fact take place thereat; and
- c) all appointments, or elections, resolutions or decisions, purporting to have been made at the meeting have been validly made.

15 COMMITTEE

(1) The affairs of the Club shall be managed exclusively by a Committee consisting of

- (a) President;
- (b) Vice President
- (b) Secretary;
- (c) Treasurer;
- (d) Registrar
- (e) Captain

(f) up to three other persons (flexible Committee positions); all of whom shall be members elected to these positions at an annual general meeting or appointed in accordance with sub rule (4).

The outgoing Committee is responsible for writing the position descriptions for the three flexible Committee Positions for each AGM. These positions will reflect the needs of CUBC at that point in time. The flexible Committee positions do not need to remain the same from year to year (to reflect the changing needs of the club) but must be voted on at the AGM.

Position descriptions for the flexible Committee positions will be included in the agenda of the AGM.

To maintain a strong connection with Curtin University, a Curtin student representative will be selected to provide feedback to the Captain about club matters.

(2) Nominations for a position on the Committee in whatever capacity:

- (a) may be made orally or in writing to the Secretary, up until the commencement of the election for each position at an annual general meeting; and

(b) may be made by the candidate himself or herself or by any other member.

(3) All Office Bearers shall be elected at the annual general meeting or appointed in accordance with sub rule (8), holding office until the conclusion of the annual general meeting next succeeding that at which their election took place. They shall be eligible for re-election.

(4) If at an annual general meeting the number of persons nominated for election to a position on the Committee does not exceed the number of vacancies in that position to be filled, those persons are duly elected to these positions on Committee without the need for a formal vote.

(5) When a casual vacancy within the meaning of sub rule (8) occurs in its membership, the Committee may appoint a member to fill that vacancy and that person holds office until the next following annual general meeting.

(6) A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member:

- (a) dies;
- (b) resigns by notice in writing to the Secretary;
- (c) is permanently incapacitated by mental or physical ill-health;
- (d) is absent from three consecutive Committee meetings;
- (e) fails to undertake significant core duties of the role or
- (f) ceases to be a member of the Club.

(7) The Secretary shall:

- (a) keep and maintain a record of the current Committee members and their postal or residential addresses; and
- (b) upon the request of a member of the Club make the record available for the inspection of the member, who may make a copy of or take an extract from the record, but who shall have no right to remove the record for that purpose.

17 PRESIDENT

(1) Subject to this rule, the President shall preside at all general meetings and Committee meetings;

(2) In the event of the absence of the President from:

- (a) a general meeting, the members there present shall elect a member there present to preside at the general meeting;

(b) a Committee meeting, the Committee members there present shall elect a Committee member there present to preside at the Committee meeting.

(3) The President shall present a report covering the activities of the preceding year to the annual general meeting.

(4) The President shall ensure that the well-being and the objects of the Club are promoted and enhanced.

(5) The President shall work co-operatively with and be supportive of the Captain in ensuring the promotion of the Club, its objects and its best interests.

(6) The member or Committee member has, for the purposes of the meeting at which he or she presides, all the powers of the President under these rules of the Club.

18 VICE PRESIDENT

The Vice President shall:

(1) In the absence of the President:

- (a) chair committee meetings including the AGM.
- (b) act as a spokesperson for the club & represent it locally, regionally and nationally.
- (c) ensure all responsibilities of the President are undertaken.
- (d) assist the President in liaising with stakeholders & help to maintain & nurture key stakeholder relationships.
- (e) ensure committee members & coaches fulfill their responsibilities to the club.
- (f) ensure all club activities are documented in operations manuals, policies & procedures.
- (g) implement financial controls to protect the cash & assets of the club.
- (h) perform such other duties as are required by these rules of the Club.

19 SECRETARY

The Secretary shall:

- (a) co-ordinate the correspondence of the Club;
- (b) keep full and correct minutes of the proceedings of the Committee meetings and general meetings;

- (c) keep, maintain and make available for inspection by members the register of members, the record of Committee members and these rules.
- (d) have custody of all books, documents, records and registers of the Club, including those referred to in (c) above, other than those required by rule 19 to be kept and maintained by, or in the custody of, the Treasurer; and
- (e) perform such other duties as are required by these rules.

20 TREASURER

The Treasurer shall:

- (a) be responsible for the receipt of all moneys paid to or received by, or by him or her on behalf of, the Club and shall issue receipts for those moneys in the name of the Club;
- (b) pay all moneys referred to above into such bank accounts or accounts of the Club as the Committee may from time to time direct;
- (c) make payments from the bank account or accounts of the Club with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by one of the President or the Secretary in addition to himself or herself;
- (d) keep such accounting records as correctly record and explain the financial transactions and financial position of the Club;
- (e) keep the accounting records of the Club in such manner as will enable true and fair accounts of the Club to be prepared from time to time;
- (f) keep the accounting records of the Club in such manner as will enable true and fair accounts of the Club to be conveniently and properly audited;
- (g) prepare and submit to the Club members at the annual general meeting of the Club a financial report and accounts of the Club showing the financial position of the Club at the end of the immediately preceding financial year;
- (h) prepare and submit to the Committee members at each Committee meeting a monthly income and expenditure statement;
- (i) prepare and submit to the Committee members at a Committee meeting when asked to do so by the President, an income and expenditure statement for the financial year to date;
- (j) have custody of all securities, books and documents of a financial nature and accounting records of the Club, including those referred to in (d) - (i) above; and
- (k) perform such other duties as are required by these rules of the Club.

21 REGISTRAR

The Registrar shall:

- (a) take nominations, in collaboration with the Captain, Vice Captains and Head Coach, from Competitive Members for entry into national or state rowing regattas;
- (b) enter Competitive Club members into national or state rowing regattas;

- (c) at the time of taking nominations, receive from Competitive Members the amount of any entry fee payable and account therefor to the Treasurer;
- (d) refrain from entering into national and state rowing regattas any person who is not a member or any Competitive Member on behalf of whom the relevant entry fee has not been received.

22 CAPTAIN

The Captain, in conjunction and consultation with the Vice Captains and Head Coach, shall:

- (a) recruit coaches and allocate them to crews or squads of rowers or scullers;
- (b) recruit as members rowers and scullers and those who have never rowed or sculled before, from among students of the University and other members of the Western Australian community;
- (c) allocate, in accordance with the priorities stipulated in rule 6 (1), club boats, oars, sculls and other rowing equipment for use by crews or squads of rowers or scullers or by individual scullers; and
- (d) collaborate with the Club House Coordinator to organise maintenance and repair of the club boats, oars, sculls and other rowing equipment.

23. COMMITTEE PROCEEDINGS

(1) The Committee shall meet not less than once in each calendar month and the President may at any time convene a Committee meeting.

(2) Each Committee member has a deliberative vote.

(3) An issue arising at a Committee meeting shall be decided by a majority of votes but, if there is an equality of votes, the person presiding at the Committee meeting shall have a casting vote in addition to his or her deliberative vote.

(4) At a Committee meeting half of the appointed Committee members must be present to constitute a quorum.

(5) Subject to these rules, the procedure and order of business to be followed at a Committee meeting shall be determined by the Committee members present at the Committee meeting.

(6) A Committee member who has any direct or indirect pecuniary interest in a contract, or proposed contract, made by, or in the contemplation of, the Committee:

- (a) shall, as soon as he or she becomes aware of his or her interest, disclose the nature and extent of his or her interest to the Committee; and
- (b) shall not take part in any deliberations or decision of the Committee with respect to that contract.

24. RULES

- (1) The Club may alter or rescind these rules, or make rules additional to these rules, by special resolution at an annual general meeting or at a special general meeting called for that purpose.
- (2) These rules bind every member and the Club to the same extent as if every member and the Club had signed and sealed these rules and agreed to be bound by all their provisions.
- (3) The Secretary shall:
 - (a) keep and maintain in an up-to-date condition these rules;
 - (b) upon the request of a member make these rules available for the inspection of that member, who may make a copy of or take an extract from these rules, but who shall have no right to remove these rules for that purpose.

25. COMMON SEAL

- (1) The Club shall have a common seal on which its corporate name shall appear in legible characters.
- (2) The common seal of the Club shall not be used without the express authority of the Committee and every use of that seal shall be recorded in the minute book referred to in rule 15 (1)
- (3) The affixing of the common seal of the Club shall be witnessed by any two of the President, the Secretary and the Treasurer.
- (4) The common seal of the Club shall be kept in the custody of the Secretary *or* of such other person as the Committee from time to time decides.

26. WINDING UP

- (1) The Club may be wound up voluntarily by special resolution at a special general meeting called for that purpose.

(2) If, on the winding up of the Club, any property of the Club remains after satisfaction of the debts and liabilities of the Club and the costs, charges and expenses of that winding up, that property shall be distributed to the Amateur Rowing Association of Western Australia.

27. INSPECTION OF RECORDS. ETC OF THE CLUB

(1) A member may at any reasonable time inspect without charge the books, documents, records and securities of the Club.

(2) The cost of copies of documents listed in 27(1) shall be borne by the member requesting the copies.